

## Risk Factors Comparison 2025-02-18 to 2024-02-20 Form: 10-K

Legend: **New Text** ~~Removed Text~~ Unchanged Text **Moved Text** Section

Investing in our Company involves risk. Investors should carefully consider the following risk factors and the other information contained within this report. The risks set forth below are those that management believes are most likely to have a material adverse effect on us. Investors are encouraged to read each risk factor as related and interconnected to the other risk factors set forth in this section. However, the risks set forth below are not a comprehensive description of the risks facing our Company. We may also be subject to other risks or uncertainties not presently known to us or that we currently deem to be immaterial but may materially adversely affect our business, financial condition or results of operations in future periods. Investors should not interpret the disclosure of any risk factor to imply that the risk has not already materialized. If the following risks or uncertainties, individually or in combination, actually occur, they may have a material adverse effect on our business, financial conditions, results of operations or prospects. See also "Cautionary Statement Pursuant to Safe Harbor Provisions of the Private Securities Litigation Reform Act of 1995." Risks Related to our Company and Operations Deterioration of general economic, political, credit and / or capital market conditions, including those caused by the ongoing Russia- Ukraine conflict, **Middle East conflict** or other geopolitical tensions, could adversely affect our financial performance, our ability to grow or sustain our business, financial condition and results of operations, and our ability to access the capital markets. We ~~compete~~ **operate** around the world ~~in various geographic regions and product markets. Global~~ **global** economic and political conditions affect our business and the businesses of our customers, suppliers and consumers. **Because our product sales rely on discretionary spending by consumers, Recessions recessions**, economic downturns, price instability, inflation, **tariffs**, slowing economic growth, social and political instability, ~~and~~ **war, terrorism** and related matters in the markets where we compete could negatively affect our revenues and financial performance, and adversely impact our ability to grow or sustain our business. **Geopolitical tensions and political conflicts could adversely impact our employees, financial performance and global operations, including by, among other things, jeopardizing the safety of our employees and facilities, disrupting our and our partners' operations and causing market volatility, which could adversely impact consumer demand and our sales.** For example, current macroeconomic and political instability caused by the Russia- Ukraine **conflict, Middle East** conflict, global supply chain disruptions and inflation have adversely impacted and could continue to adversely impact our business and financial results. Specifically, the ongoing Russia- Ukraine conflict ~~has~~ adversely affected the global economy, and the geopolitical tensions and conflicts it has generated, ~~and could continue~~ **continue** to generate, negatively impact our **business operations and financial results**. It has resulted in heightened economic sanctions from the **international community, including the** U. S., the U. K. ~~and~~ the European Union ~~and the international community~~. As a result of the Russia- Ukraine conflict, in 2022 we suspended all exports of all our brands to Russia and subsequently terminated the license to produce any of our brands in Russia. Even though our sales in Russia have historically been limited, ~~representing less than 0.2 % of our 2021 consolidated net sales and less than 1 % of our 2021 EMEA & APAC net sales,~~ and we have no physical assets in Russia, the ~~effect~~ **widespread impact** of the Russia- Ukraine conflict ~~due to the widespread impact,~~ particularly in Eastern Europe, has had and could continue to have a material adverse ~~outcome~~ **impact** on our business, financial condition, results of operations, supply chain, ~~availability of critical supplies,~~ intellectual property, partners, customers or employees. **Nevertheless, Further further** escalation of geopolitical tensions ~~related to the Russia- Ukraine conflict,~~ including increased trade barriers or restrictions on global trade, could result in, among other things, broader impacts that expand into other markets, **economic recessions, inflationary pressures,** cyberattacks, energy supply availability shortages, supply chain and logistics **cost increases or** disruptions, lower consumer demand ~~and~~ volatility in foreign exchange rates, interest rates and financial markets, any of which may adversely affect our business and supply chain ~~and~~. Similar geopolitical tensions and political conflicts could adversely impact our employees, financial performance and global operations, including by, among other things, jeopardizing the safety of our employees and facilities, disrupting our and our partners' production, supply chain and logistics and communications, and causing market volatility, which could adversely impact consumer demand and our sales. More broadly, there could be additional negative impacts to our financial results if the Russia- Ukraine conflict worsens, including, among other potential impacts, economic recessions in certain neighboring countries or globally due to inflationary pressures, including with respect to food, energy and supply chain cost increases or shortages, or the geographic proximity of the conflict relative to the rest of Europe. In addition, the effects of the ongoing Russia- Ukraine conflict could amplify or affect many of our other risks described elsewhere in Part I, Item 1A, "Risk Factors" in this Annual Report on Form 10- K. In addition, the capital and credit markets provide us with liquidity to operate and grow our business beyond the liquidity that operating cash flows provide, which can vary from period to period. A global or regional economic downturn or disruption of the credit markets could increase our future borrowing costs and impair our ability to access capital and credit markets ~~necessary~~ for our operations ~~and or~~ to execute our strategic plan. If our access to capital on terms commercially acceptable to us were to become significantly constrained, or if costs of capital increased significantly, then our financial condition, results of operations and cash flows could be adversely affected. Further, continued disruption and declines in the global economy have impacted and could continue to impact our customers' liquidity and capital resources ~~and therefore,~~ **which in turn could impact** our ability to collect ~~and~~ **the timeliness of** collection of our accounts receivable from them ~~and~~ **which in a timely manner and** may have a material adverse impact on our performance, cash flows and capital resources. ~~Our operations are dependent on~~ **Finally, political shifts within our core markets and the other global-related geographies, can lead policymakers to alter laws and policies governing foreign trade and investment policies that could adversely affect our** supply chain and face significant exposure to changes in

commodity and other input prices, **business** and impacts of supply chain constraints and inflationary pressures could adversely impact our operating results. We depend on the effectiveness of **operations** our supply chain management to assure reliable and sufficient supply of quality products. Our business has been, and **consumers** may continue to be, impacted by supply chain constraints, including..... bottles, glass and polyethylene terephthalate containers as well as cardboard and other paper products..... heightened the risk of cyberattacks. As discussed further below, the rapid evolution and increased adoption..... effect on our business and financial results. The global beer industry and the broader alcohol industry are constantly evolving, and our position within the **these global beer industry industries** and the success of our products in our markets may fundamentally change. If we do not successfully transform along with the evolving **industry industries**, market dynamics and consumer preferences, our business and financial results could be materially adversely affected. The brewing industry has significantly evolved over the years becoming an increasingly consolidated global beer market. For many years, the industry operated primarily on local presence with modest international expansion achieved through export, license and partnership arrangements. In contrast, it has now become increasingly complex and competitive as the consolidation of brewers has resulted in fewer major market participants. As a result of the increased global consolidation of brewers and the dynamic of an expanding new **segment segments** within the industry with new market entrants, **including the non- alcohol market**, the markets in which we operate, particularly the more mature markets, may evolve at a disadvantage to our current market position. **Ongoing evolution in certain of our beer markets, together with emerging changes in consumer preferences, have resulted in a significant increase in market entrants, consumer choices and market competition, as well as increased government scrutiny.** In addition, local governments may intervene, which may fundamentally accelerate transformational changes to such markets. For example, the beer markets in the U. S. and Canada have long consisted of a select number of significant market participants with government- regulated routes to market. In Canada, changes to interprovincial trade rules, regulations, distribution models and packaging requirements, such as government- owned retail outlets and industry standard returnable bottles, may be disadvantageous to us. As discussed further below, in **December the second half of 2023-2024, the licensed sale of beer, wine and ready- to- drink alcoholic beverages in** the Province of Ontario **announced a set of non- was expanded to all convenience stores and all eligible grocery and big- box grocery stores. This ongoing evolution** binding key principles (" Key Principles") concerning the intended features of the **Ontario** future marketplace for beer distribution and retail systems in the Province of Ontario. Evolution in certain of our beer markets- **market may**, together with emerging changes to consumer preferences, have resulted in a significant increase **impact on the financial results of our ownership** in market entrants **Brewers Retail, Inc** consumer choices and market competition, as well as increased government scrutiny. Our Coors Light and Miller Lite brands in the Americas, and Carling, Staropramen, Coors, **Madri Madri Excepcional**, Ožujsko, and Bergenbier brands in EMEA & APAC represented **more than half a significant share** of each respective segment's sales volumes in 2023-2024. Additionally, **and** several of our **other** brands represent a significant share of their respective market. **and, therefore Therefore**, continued volatility in these markets could disproportionately impact the performance of these brands. Consequently, any material shift in consumer preferences away from these brands, or from the categories in which they compete, could have a material adverse effect on our business and financial results. Furthermore, the broader alcohol industry is experiencing a shift in **consumer** drinking preferences and behaviors **of consumers** due to, among others, changing **demographics and** taste preferences **(such as the expansion in above premium products, changing demographics specifically flavored malt beverages, ready- to- drink alcoholic beverages, spirit- based beverages, cider, and other similar beverages, as well as a shift toward non- alcoholic beverages, health and wellness trends (including the use of glucagon- like peptide (GLP- 1) agonists, and other similar beverages)** downturns in economic conditions or perceived value, as well as changes in consumers' perception of our brands and the brands of our competitors **due to negative publicity, regulatory actions or litigation.** There has been more attention focused on health concerns and the harmful consumption of alcoholic beverages, which could result in a change in the social acceptability of beer and other alcoholic beverages, which could materially impact the consumption of beer, other alcoholic beverages and, consequently, our sales. If we are unsuccessful in evolving with, and navigating through, these changes to the markets in which we operate, there could be a material adverse effect on our business and financial results. Specifically, the markets in which we operate have experienced vast expansion in above premium products, specifically in flavored malt beverages (including hard seltzers), ready- to- drink beverages, spirit- based beverages, craft beer, cider, and other similar beverages. If our competitors are able to respond more quickly to the evolving trends within **those and similar** beverage categories, or if our new products in these categories are not successful, our business and financial results may be adversely impacted. **Our products also generally compete with..... results could be materially and adversely affected.** Our success as an enterprise depends on our ability to successfully and timely **premiumize our portfolio and** innovate beyond beer, and any inability to deliver new products could have a material adverse effect on our business and financial results. As part of our Acceleration Plan, our future growth will depend, in part, on our ability to **premiumize our portfolio and** timely innovate and develop new products beyond traditional beer. In connection with our Acceleration Plan, we plan to continue to innovate, test and scale products. In addition, we also rely on certain arrangements with partner brands for innovation, development and growth in new products beyond beer. However, the launch and ongoing success of new products are inherently uncertain, especially with respect to consumer appeal. The launch of a new product can give rise to a variety of incremental or one- time costs and an unsuccessful launch or short- lived popularity of our product innovations could, among other things, affect consumer perception of our existing brands and our reputation as well as result in inventory write- offs and other costs. Our inability to attract consumers to our product innovations relative to our competitors' products, especially over time, could have a material adverse effect on our growth, business and financial results. **to be, impacted by supply chain constraints and disruptions, caused including longer lead times,** in part, by the Russia- Ukraine conflict and the uncertain economic environment worldwide. These supply chain constraints could put significant inflationary pressures on commodity and other input prices. **Supply chain disruptions. In addition, current proposed or future governmental policies**

may increase the risk cause delays in shipments of **inflation, which could further increase the costs of raw materials and other components for our business products and supplies.** Failure to adequately produce and timely ship our products to customers could lead to lost potential revenue, failure to meet customer demand, strained relationships with customers including wholesalers, and diminished brand loyalty. We purchase and use a large volume of agricultural and other raw materials, **some of which are purchased through supply contracts with third parties, to produce our products (, including barley, malted barley, hops, corn, other various starches, water and other packaging materials, including aluminum cans and bottles, glass and polyethylene terephthalate containers** Changes in the social acceptability, perceptions and the political view of the beverage categories in which we operate, including alcohol, could adversely affect our business. In recent years, there has been an increase in public and political attention on health and well- being as they relate to alcoholic beverages and the other categories in which we operate due in part to public concern over alcohol- related social problems, including driving under the influence, underage drinking and exposure to alcohol advertisements, and health consequences from the **use,** harmful use and misuse of alcohol. Negative publicity regarding alcoholic beverages and changes in consumer perceptions in relation to beer or other alcoholic beverages could adversely affect the sale and consumption of our products, which could adversely affect our business and financial results. Additionally, the concerns around alcohol, as well as health and well- being, could result in unfavorable regulations or other legal requirements in certain markets in which we operate, such as advertising, selling and other restrictions, increased taxes associated with our sales, or the establishment of minimum unit pricing. Any such regulations or requirements could change consumer and customer purchasing patterns and may require us to incur significant compliance costs, which could negatively impact our business and financial results. In particular, advocates of prohibition and other severe restrictions on the marketing and sales of alcohol are becoming increasingly organized and coordinated on a global basis, seeking to impose laws or regulations or to bring **legal** actions against us **to substantially curtail the consumption of alcohol, including beer, in developed and developing markets.** Further, the alcohol industry may be criticized and experience an increase in the number of publications and studies, as well as lobbying efforts, arguing there is no safe level of alcohol consumption. To the extent such views gain traction in regulations of jurisdictions in which we do or plan to do business, they could have a material adverse effect on our business and financial results. For example, in February 2021, the European Union published its Europe Beating Cancer Plan. As part of the plan, the European Union has indicated it may issue a proposal for mandatory health warnings on alcohol beverage product labels. In **January 2025, the United States' outgoing Surgeon General issued an advisory recommending an update to the Surgeon General' s warning label in the United States for alcohol- containing beverages to include a cancer risk warning. In** addition, Ireland passed a law requiring new health warning labels on **our alcohol beverage products . Artificial intelligence presents challenges that can will come into effect from May 2026.** **Cybersecurity incidents impacting our information systems, and violations of data privacy laws and regulations could disrupt our business operations and adversely impact our reputation and results of operations. Our information systems may be the target of cyberattacks or other security breaches, which, if successful, could, among other things, disrupt our operations, applications and services, cause the loss of key business by posing, employee, customer or vendor information, cause us to breach our legal, regulatory or contractual obligations, prevent us from accessing or relying upon critical business records, cause reputational damage, or impact the costs or ability to obtain adequate insurance coverage. These incidents may result from human errors, equipment failure, or fraud or malice on the part of employees or third parties. The risk of cyber threats or cyberattacks increases as we rely more on digital partners, including supply- chain partners integrated into our business, who may also be the target of cyberattacks or other security risks to confidential breaches. If or our proprietary information systems suffer severe disruption, damage, or shutdown we could experience delays and personal data disruptions in our business, including brewery operations, production and shipments and delays in reporting our financial results, such as those we experienced with the March 2021 cybersecurity incident, which could adversely affect our cash flows, competitive position, reputation, financial condition or results of operations . The A breach of our information systems could subject use- systems, such as the March 2021 cybersecurity incident, could subject us to litigation, including class action or derivative lawsuits, regulatory fines, and penalties, any of which could have a material adverse effect on our financial results or reputation. We In recent years, we have seen experienced an increase in the number of attempted cyberattacks due, in part, to the large number of our employees and contractors that are working and accessing our technology infrastructure remotely because of shifts in working arrangements. In addition** **Furthermore, continued geopolitical turmoil, including the Russia- Ukraine conflict, has heightened the risk of cyberattacks. As discussed further below , the rapid evolution March 2021 cybersecurity incident may embolden other individuals or groups to target our information systems and increased adoption impact the costs or of artificial intelligence and machine learning technologies may intensify our cybersecurity risks. We expend significant financial resources to attempt to vigorously monitor and mitigate against cyber threats and cyberattacks. We may be required to incur further costs to alleviate problems and remedy damage caused by physical , combined with electronic and cybersecurity breaches and to address possible increased information system attacks as a result of the incident, which could have a material adverse effect on our business and financial results. Additionally, these events may not be insured against or may not be fully covered by any insurance maintained by us and there is no assurance that the limitations of liability in any of our contracts would be enforceable or adequate to protect us from liabilities or damages as a result of a cyberattack or other cybersecurity incident. As techniques used to breach security are growing in frequency and sophistication and are generally not recognized until launched against a target, we may not be able to implement security measures in a timely manner or, if and when implemented, these measures could be circumvented regardless of our expenditures and protection efforts. We could also be required to spend significant financial and other resources to remedy the damage caused by a security breach or to repair or replace networks and information systems, which could have a material adverse effect on our business and financial results . For example, we incurred certain incremental one- time costs of \$ 2.4 million in the year ended December 31, 2021 related to**

consultants, experts and data recovery efforts, net of insurance recoveries. Although we attempt to vigorously monitor and mitigate against cyber risks, including through leveraging multi-sourced threat intelligence and investing in new technologies, we may incur significant costs in protecting against or remediating cyberattacks or other cybersecurity incidents. Misuse, leakage or falsification of information could result in a violation of data privacy laws and regulations, including but not limited to, the European Union's General Data Protection Regulation, California Privacy Rights Act, the Virginia Consumer Data Protection Act, or the Colorado Privacy Act **and other similar comprehensive data privacy laws**, may damage our reputation and credibility or expose us to increased risk of lawsuits, loss of existing or potential future customers and / or increases in our security costs and compliance burden, any of which could have a material adverse effect on our business and financial results. Other jurisdictions in which we operate have enacted or are proposing similar laws and regulations related to data privacy. **These laws and regulations are evolving and subject to interpretation.** In addition, we may suffer financial and reputational damage because of lost or misappropriated ~~confidential~~ information **relating to identifiable individuals** and may become subject to legal action and increased regulatory oversight or consumers may avoid our brands due to negative publicity. In the event of a breach resulting in loss of data, such as personally identifiable information or other such data protected by data privacy or other laws, even if encrypted, we may be liable for damages, fines and penalties for such losses under applicable regulatory frameworks despite not handling the data. Further, the regulatory framework around data custody, data privacy and breaches may **be inconsistent from one jurisdiction to another and is an uncertain evolving area of law. We may not be able to limit our liability or damages in the event of such a loss. Furthermore, the cybersecurity and data privacy** regulatory environment, **including, but not limited to, the SEC's cybersecurity rules, is increasingly challenging, and** may **present material obligations and risks** result in reputational harm, liability, or other adverse consequences to our business operations. Molson Coors may adopt, **including significantly expanded compliance burdens, costs** and **enforcement risks** integrate artificial intelligence tools into our systems for specific use cases after review by legal and information security. Our vendors and **Because of our reliance on** third-party partners on third-party service providers and internal and outsourced systems for our information technology and certain other administrative functions, we could experience a disruption to our business. We rely extensively on information services providers worldwide for our information technology functions including network, help desk, hardware and software configuration. Additionally, we rely on internal networks and information systems and other technology, including the internet and third-party hosted services, to support a variety of business processes and activities, including **brewing operations,** procurement and supply chain, manufacturing, distribution, invoicing and collection of payments. We use information systems **and global business service providers** for certain human resource activities and to process our employee benefits, as well as to process financial information for internal and external reporting purposes and to comply with various reporting, legal and tax requirements. As information systems are critical to many of our operating activities, our business ~~may be impacted by~~ may employee benefits, as well as to process financial information for internal and external reporting purposes and to comply with various reporting, legal and tax requirements. As information systems are critical to many of our operating activities, our business may be impacted by system shutdowns, service disruptions, obsolescence, or security threats or breaches. Furthermore, the importance of such information technology systems and networks has increased due to many of our employees working remotely as a result of our changing workplace dynamics. Additionally, if any of our significant service providers were to fail and we were unable to find a suitable replacement in a timely manner, we could be unable to properly administer our outsourced functions, which could disrupt our business and adversely affect our financial results. **The success of our business relies heavily on brand image, reputation, product quality and protection of intellectual property. It is important that we maintain and enhance the image and reputation of our existing brands and products, including our** ~~incorporate~~ ~~corporate~~ artificial intelligence tools into **purpose, mission and values.** Concerns about product quality, even when unsubstantiated, could be harmful to our image and the reputation of our brands and products. While we have quality control programs in place, in the event we or our ~~third party~~ ~~offerings~~ ~~party~~ manufacturers experience an issue with product quality or if any of our ~~without disclosing this~~ products become unsafe or unfit for consumption, are misbranded or ~~use cause~~ injury, we may experience recalls or liability in addition to business disruption which could further negatively impact our brand image and reputation, negatively affect our sales and cause us to incur additional costs. ~~The providers~~ A widespread product recall, multiple product recalls or a significant product liability judgment could cause our products to be unavailable for a period of these artificial intelligence tools time, which could further reduce consumer demand and brand equity. We also could be exposed to lawsuits relating to product liability, labelling, marketing or sales practices or intellectual property infringement. Our brand image and reputation may not meet existing ~~also be difficult to protect due to less oversight and control as a result of outsourcing some of or our rapidly evolving operations internationally or entering new or different product lines. If we are unable to address and uphold our plans with respect to our sustainability initiatives or actions by and attitudes of regulatory regulators and the public health community, or our image and industry standards concerning privacy and brand data protection~~ equity may deteriorate, which may be difficult to combat and reverse and could have a material adverse effect on our business and financial ~~result~~ results in a loss. In addition, because our brands carry family names and we may partner with celebrities or other famous sponsors, personal activities by certain members of the Molson or Coors families, our promotional partners or business partners that harm their public image or reputation could also have an adverse effect on our brands or our reputation. Our brand image, reputation and financial results may be negatively impacted by our ability to navigate social media campaigns and trends in pursuit of various dynamic issues facing society on regional and global levels across the markets in which we operate. Further, our success is dependent on our ability to protect our intellectual property **rights** or confidential information and / or cause harm to our reputation and the public perception of the effectiveness of our security measures. Further, bad actors around the world use increasingly sophisticated methods, including **trademarks** the use of artificial intelligence, to engage in illegal activities involving the

patents, domain names, trade secrets and know-how. We cannot be certain that theft-- the steps we have taken to protect our and misuse of personal information, confidential information and intellectual property. Any of rights will be sufficient or that third parties will not infringe upon or misappropriate these rights outcomes could damage our- or that reputation, result in the other loss of valuable parties may claim that our brands infringe on their intellectual property and information and rights. If we are unable to protect our intellectual property rights, it could have a material adversely-- adverse impact effect on our business and financial results. Due to a high concentration of workers represented by unions or trade works councils, we could be significantly affected by labor strikes, work stoppages or other employee-related issues. As of December 31, 2023-2024, approximately 30-28 % and 24 % of our Americas and EMEA & APAC workforces, respectively, are represented by trade labor unions or councils. Stringent labor laws in certain of our key markets expose us to a greater risk of loss should we experience labor disruptions in those markets. From time to time, our collective bargaining agreements come due for renegotiation, and, if we are unable to timely complete negotiations, affected employees may strike, which could have an adverse effect on our business and financial results. Furthermore, there may be additional work stoppages, unionization efforts or other employee-related issues, either prior to or following the expiration of these agreements, each of which could significantly affect our business and financial results. A prolonged labor strike, work stoppage, unionization efforts or other employee-related issues could have a material adverse effect on our business and financial results. For example, in the first few months of 2021, we experienced a labor disruption with our Toronto brewery unionized employees resulting from on going negotiations of the collective bargaining agreement which resulted in slightly slower than expected production at the Toronto brewery in the first few months of 2021. In addition, at the end of March through mid- June 2022, the approximately 400 unionized employees in our Montreal / Longueuil, Québec brewery and distribution centers went on strike, which significantly adversely affected our business, operations and financial results during the second and third quarters of 2022. Furthermore, on in February 17, 2024, the unionized employees Teamsters Local 997 initiated a strike at our Fort Worth, Texas brewery went in the U. S. We have contingency plans in place designed to mitigate the potential financial impact and we remain committed to reaching an agreement that is fair to both our employees and to the Fort Worth brewery. ESG issues and regulations, including those related to climate change and sustainability, and stakeholder response thereto may have an adverse effect on strike, which adversely affected our business, financial condition and results of operations and damage our reputation. Companies across all....., and our reputation, business or financial results during may be adversely affected. Further, if we incur adverse publicity and reaction from investors, activist groups or other-- the second quarter stakeholders related to our ESG efforts and goals, the perception of us and our products and services by..... which experienced several significant wildfires in 2022 2024, and we have another major brewery..... adversely affect our business and financial results. We depend on key personnel, the loss of whom could harm our business, and labor shortages, employee turnover and wage increases could significantly impact our operations. The loss of the services and expertise of any key employee, or multiple members of senior management at the same time, could harm our business. Our future success depends on our ability to identify, attract and retain qualified personnel on a timely basis. If we were to experience turnover of any key employee or multiple members of senior management at the same time, or if a member or members of our senior management were to become ill or incapacitated, our stock price, our results of operations, our commercial and supply chain operations and our vendor or customer relationships could each be adversely impacted and such events may make recruiting for future management positions more difficult. The labor market for many of our employees is very competitive, and wages and compensation costs continue to increase. Our ability to attract and retain key talent has been, and may continue to be, impacted by challenges in the labor market, which has recently been experiencing wage inflation, labor shortages, and a continued shift toward remote work. In addition, labor costs are rising and our industry is experiencing a shortage of qualified workers. If we face labor shortages and / or increased labor costs as a result of increased competition for employees, higher employee turnover rates, or increases in employee benefits costs, our operating expenses could increase, which could negatively impact our growth and results of operations. Labor shortages, higher employee turnover rates and labor union organizing efforts could also lead to disruptions in our business, as discussed above. In addition, we must successfully integrate any new management personnel that we hire within our organization, or who join our organization as a result of an acquisition, in order to achieve our operating objectives, and changes in other key management positions may temporarily affect our financial performance and results of operations as new management becomes familiar with our business. Because of our reliance on third..... business and adversely affect our financial results. Poor investment performance of pension plan holdings and other factors impacting pension plan costs and contributions could unfavorably affect our business, liquidity and our financial results. Our costs of providing defined benefit pension plans are dependent upon a number of factors, such as the rates of return on the plans' assets, discount rates, the level of interest rates used to measure the required minimum funding levels of the plans, exchange rate fluctuations, government regulation, court rulings or other changes in legal requirements, global equity prices, and our required and / or voluntary contributions to the plans. Although we comply with the minimum funding requirements, we have certain qualified pension plans with obligations which exceed the value of the plans' assets. These funding requirements also may require contributions even when there is no reported deficit. Without sustained growth in the pension investments over time to increase the value of the plans' assets, and depending upon the other factors as listed above, we could be required to fund the plans with significant amounts of cash. Such cash funding obligations (or the timing of such contributions) could have a material adverse effect on our cash flows, credit rating, cost of borrowing, financial position and / or results of operations. 2022, and we have another major brewery in Texas, which experienced a severe winter weather event in 2021. If any of our properties and production facilities experience a significant operational disruption or catastrophic loss due to natural disasters or severe weather events, it could delay or disrupt production, shipments, and revenue, and result in potentially significant expenses to repair or replace these properties, which may negatively affect our business and financial results. An inadequate supply or availability of quality water could have a material adverse effect on, among other things, our sales, production processes, other costs and, in turn, profitability. Quality water is a key ingredient in our brewing process. Clean

water is a limited resource in many parts of the world and climate change may increase water scarcity and cause a deterioration of water quality in areas where we maintain brewing operations. The competition for water among domestic, agricultural and manufacturing users is increasing in some of our brewing communities and communities in which we or our suppliers manufacture our other products. Even where water is widely available, water purification, regulatory requirements, and waste treatment infrastructure limitations could increase costs or constrain our operations. Further, ~~the lack of availability~~ **unavailability** of clean water at our breweries or our other facilities or the facilities of our suppliers **could limit our ability to brew, which** could cause a decrease in production. We have substantial brewery operations in the states of Colorado and Texas, which have been areas vulnerable to water scarcity conditions. Certain western states in the U.S. are experiencing an extended drought, which can impact the quality and quantity of agricultural ingredients such as barley and hops. The continuation or recurrence of such conditions could have an adverse effect upon our agricultural supply chain. We and our suppliers are dependent on sufficient amounts of quality water for operation of our breweries and key facilities and the key facilities of our significant suppliers. The suppliers of the agricultural raw materials we purchase are also dependent upon sufficient supplies of quality water for their fields. A substantial reduction in water in certain agricultural areas could result in material losses of crops, such as barley or hops, which could lead to a shortage of our product supply. If water available to our operations or the operations of our suppliers becomes scarce or the quality of that water deteriorates, we may incur increased production costs that we are unable or choose not to pass along to distributors through increased prices, or face production constraints, which could adversely affect our business and financial results.

~~The integration and~~ **Risks Related to Our Indebtedness, Capital Structure and Financial Condition** Our debt level subjects us to financial and operating risks, and the agreements governing such debt subject us to financial and operating covenants and restrictions. Our indebtedness subjects us to various financial and operating covenants, including, but not limited to, restrictions on priority indebtedness, leverage thresholds, liens, certain types of secured debt and certain types of sale lease- back transactions and transfers of assets, each of which may limit our flexibility in responding to our business needs. If we are not able to maintain compliance with stated financial covenants or if we breach other covenants in any debt agreement, we could be in default under such agreement or trigger a cross- default of other debt instruments. Such a default would adversely affect our credit ratings, may allow our creditors to accelerate the related indebtedness, and may result in the acceleration of any other indebtedness to which a cross- acceleration or cross- default provision applies. Our current and future debt levels and the terms of such debt could, among other things:

- make it more difficult to satisfy our obligations under the terms of our indebtedness;
- limit our ability to refinance our indebtedness on terms acceptable to us, or at all, or obtain additional financing for working capital, capital expenditures, strategic opportunities, including acquisitions or other investments, to fund growth or for general corporate purposes, even when necessary to maintain adequate liquidity;
- limit our flexibility to plan for and adjust to changing business and market conditions, including successfully execute our Acceleration Plan, and increase our vulnerability to general adverse economic and industry conditions;
- require us to make unfavorable changes to our financing structure or require us to dedicate a substantial portion of our cash flow to make interest and principal payments on our debt, thereby limiting the availability of our cash flow to fund strategic opportunities, including acquisitions or other investments, working capital, business activities, **share repurchases** and other general corporate requirements; and
- adversely impact our competitive position in the industry.

In addition, certain of our current and future debt and derivative financial instruments have or, in the future, could have interest rates that are tied to reference interest rates. The volatility and availability of such reference rates are out of our control and the risks related thereto could have a material adverse effect on us. A deterioration in our credit rating could increase our borrowing rates or have an adverse effect on our ability to obtain future financing or refinance current debt. Ratings agencies may downgrade our credit ratings below their current investment grade levels if we are, or are at risk of being, unable to meet our deleveraging commitments. Although we have publicly expressed our intention to maintain an investment grade debt rating, ratings are determined by third- party rating agencies and in some cases the events that may cause us to suffer a ratings downgrade are unpredictable and outside of our control, such as the macroeconomic climate or political instability. A credit ~~ratings-~~ **rating** downgrade, particularly a downgrade below investment grade, could increase our costs of future borrowing, negatively impact our hedging instruments or sources of short- term liquidity and harm our ability to refinance our debt in the future on acceptable terms or access the capital markets. Deterioration of our credit rating may also raise governance issues within the Company and with external regulators. Default by, or failure of, one or more of our counterparty financial institutions could cause us to incur significant losses. As part of our risk management activities, we enter into transactions involving derivative financial instruments, including, among others, forward contracts, commodity swap contracts and option contracts, with various financial institutions. In addition, we have significant amounts of cash and cash equivalents on deposit or in accounts with banks or other financial institutions in the U. S. and abroad. As a result, we are exposed to the risk of default by, or failure of, counterparty financial institutions. The risk of counterparty default or failure may be heightened during economic downturns and periods of uncertainty in the financial markets. If one of our counterparties were to become insolvent or file for bankruptcy, our ability to recover losses incurred as a result of default or to retrieve our assets that are deposited or held in accounts with such counterparty may be limited by the counterparty' s liquidity or the applicable laws governing the insolvency or bankruptcy proceedings. We may incur impairments of the carrying value of our goodwill and other intangible assets which could have a material adverse effect on our financial results. In connection with various business combinations, we have historically allocated material amounts of the related purchase prices to goodwill and other intangible assets ~~that are,~~ **including those** considered to have indefinite useful lives. ~~For example, as a result of our acquisition in October 2016 of the remaining portion of MillerCoors LLC (which we refer to as the "MillerCoors Acquisition"), we allocated approximately \$ 6. 3 billion and \$ 7. 6 billion to goodwill and indefinite- lived intangible assets, respectively.~~ These assets are tested for impairment **at least annually when required by accounting principles generally accepted in the United States**, using estimates and assumptions affected by factors such as economic and industry conditions and changes in operating performance. Additionally, in conjunction with the brand ~~indefinite-~~

**lived intangible asset** impairment tests, we also reassess each **brand-asset**'s indefinite- life classification. Potential resulting charges from an impairment of goodwill or brand intangible, as well as reclassification of an indefinite- lived to a definite- lived brand intangible, could have a material adverse effect on our results of operations. For example, the results of our 2022 annual goodwill impairment testing indicated that the fair value of our Americas reporting unit was below its carrying value. As a result, we recorded a partial impairment charge of \$ 845. 0 million ~~within goodwill impairment~~, in our consolidated statements of operations during the fourth quarter of 2022 . **Additionally, the results of our 2023 annual impairment testing indicated that the carrying value of the Staropramen family of brands indefinite- lived intangible asset was determined to be in excess of its fair value such that a partial impairment charge of \$ 160. 7 million was recorded in our consolidated statements of operations during the fourth quarter of 2023 .** As of the year ended December 31, ~~2023~~ **2024** , the EMEA & APAC reporting unit was fully impaired while the Americas reporting unit had \$ 5. 3-~~6~~ **6** billion of goodwill remaining. Our ~~most recent~~ impairment analysis, conducted as of October 1, ~~2023~~ **2024** , the first day of our fiscal fourth quarter, indicated that the ~~carrying value of the Staropramen family of brands indefinite- lived intangible asset was determined to be in excess of its fair value such that a partial impairment charge of \$ 160. 7 million was recorded.~~ In addition, as a result of the current year testing, it ~~was determined that the~~ Americas reporting unit **was** and the Staropramen family of brands indefinite- lived intangible asset are at a heightened risk of future impairment in the event of significant unfavorable changes in the forecasted cash flows (including Company- specific risks like the performance of our **premiumization** ~~above- premium transformation~~ efforts, expansion in products beyond beer and overall market performance ; ~~including execution of strategic initiatives for the Staropramen family of brands~~ , along with macroeconomic risks ~~like the continued prolonged weakening of economic conditions and cost inflation~~ , or significant unfavorable changes in income tax rates, environmental or other regulations, including interpretations thereof), terminal growth rates, market multiples and / or weighted- average cost of capital utilized in the discounted cash flow analyses. The fair values of our Americas reporting unit and indefinite- lived intangible assets are sensitive to the aforementioned potential unfavorable changes that could have an adverse impact on future analyses. Any future impairment of the Americas reporting unit or our **intangible assets, or reclassification of** ~~indefinite- lived intangible assets~~ , or reclassification of ~~indefinite- lived intangible assets~~ to definite- lived, may result in ~~material~~ charges that could have a material adverse effect on our financial results, as evidenced by the charges incurred during the fourth quarters of 2023 and 2022, as previously noted above. The testing of our goodwill for impairment is also predicated upon our determination of our reporting units. Any change to the conclusion of our reporting units or the aggregation of components within our reporting units could result in a different outcome to our annual impairment test. See Part II — Item 7 Management' s Discussion and Analysis of Financial Condition and Results of Operations, " Critical Accounting Estimates" and Part II — Item 8 Financial Statements and Supplementary Data, Note 6, " Goodwill and Intangible Assets" for additional information related to the results of our annual impairment testing. The estimates and assumptions on which our financial projections are based may prove to be inaccurate, which may cause our actual results to materially differ from such projections, which may adversely affect our future profitability, cash flows and stock price. Our financial projections, including any sales or earnings guidance or outlook we may provide from time to time, are dependent on certain estimates and assumptions related to, among other things, our Acceleration Plan, **industry performance**, category growth, development and launch of innovative new products, market share projections, product pricing, sales, volume and product mix, foreign exchange rates and volatility, **effective** tax rates, interest rates, **depreciation and amortization costs**, commodity prices, **tariffs**, distribution ~~costs through truck versus railcar~~ , cost savings **initiatives** , accruals for estimated liabilities, including litigation reserves, measurement of benefit obligations for pension and other postretirement benefit plans, and our ability to generate sufficient cash flow to reinvest in our existing business, fund internal growth, repurchase our stock, make acquisitions, invest in joint ventures, pay dividends and meet debt obligations. In addition, our ability to achieve our Acceleration Plan goals, and the anticipated benefits, are subject to various assumptions and uncertainties. There is no assurance that we will fully realize the anticipated financial ~~impacts~~ **benefits** or execute successfully on our Acceleration Plan in the time frames we desire or at all. Our financial projections are based on historical experience and on various other estimates and assumptions that we believe to be reasonable under the circumstances and at the time they are made, and our actual results may differ materially from our financial projections. Any material variation between our financial projections and our actual results may adversely affect our future profitability, cash flows and stock price. Risks Related to Our Dependence on Third Parties We rely on a small number of suppliers to obtain the input materials, in particular the packaging materials, we need to operate our business. The inability to obtain materials or disruptions at the facilities of our suppliers could unfavorably affect our ability to produce our products, which could have a material adverse effect on our business and financial results. We purchase certain types of input and other packaging materials, including aluminum cans and bottles, glass bottles, paperboard and carbon dioxide from a small number of suppliers. The demand for such input materials in the beverage industry has ~~significantly increased in~~ **recent years** , and **resulted in** ~~there has been~~ a shortage of capacity and increases in costs. In addition, consolidation of packaging materials suppliers has reduced local supply alternatives and increased risks of supply disruptions. The inability of any of these suppliers to meet our production requirements without sufficient time to develop an alternative source could have a material adverse effect on our business and financial results. Additionally, if the financial condition of these suppliers deteriorates, our business and financial results could be adversely impacted. Our suppliers' financial condition is affected in large part by conditions and events that are beyond our and their control, including: • competitive and general market conditions in the locations in which they operate; • the availability of capital and other financing resources on reasonable terms; • loss of major customers; • disruptions of operations that may be caused by strikes, work stoppages, labor unrest or natural disasters; • the increase in price of certain ingredients and raw materials used in our products; or • any of the foregoing, among other things, as a result of the Russia- Ukraine conflict or otherwise. Termination or changes of one or more manufacturer, distribution or production agreements, or issues caused by our dependence on the parties to these agreements, could have a material adverse effect on our business and financial results. We manufacture and distribute products of other beverage companies through

various joint venture, licensing, distribution, contract brewing or other similar arrangements, such as our agreement to produce, import, market, distribute and sell certain Heineken brands in Canada, and our arrangements with ABI to brew and distribute Beck's, Stella Artois, and Lowenbrau and to distribute Hoegaarden, Leffe, and Corona in Central Europe. ~~We also have agreements with Asahi for the production and import of Pilsner Urquell and Peroni Nastro Azzurro into the U. S. under a perpetual royalty-free license.~~ In addition, we also have authorizations from The Coca-Cola Company that grant us the right to produce, market, sell and distribute **Simply Spiked branded products in the U. S. and Canada, as well as** Topo Chico Hard Seltzer ~~and Simply Spiked branded products in the U. S. and Canada, and Peace Hard Tea branded products~~ in the U. S. These agreements have varying expiration dates and performance criteria, ~~with several agreements approaching expiration in the near future.~~ The non-renewal or loss of one or more of these arrangements, because of failure to perform or failure to agree to terms of an extension, or as a result of industry consolidation or otherwise, could have a material adverse effect on our business and financial results. As part of our efforts to streamline operations and to manage capital investments, we outsource aspects of our manufacturing processes and other functions and continue to evaluate additional outsourcing. If our contract manufacturers or other outsourcers fail to perform their obligations in a timely manner or at satisfactory quality levels, our ability to bring products to market and our reputation could suffer. For example, during a market upturn, our contract manufacturers may be unable to meet our demand requirements, which may preclude us from fulfilling our customers' orders on a timely basis. The ability of these third parties to perform is largely outside of our control. If one or more of these parties experiences a significant disruption in services or institutes a significant price increase, we may have to seek alternative providers, which could increase our costs or prevent or delay the delivery of our products. Further, our business includes various joint venture and industry agreements which standardize parts of the supply chain ~~system.~~ An example includes our warehousing and customer delivery systems in Canada organized under joint venture agreements with other brewers. Any negative change in these agreements or material terms within these agreements could have a **significant adverse effect on our business and financial results.** **Another example is the secondary distribution in the U. K. which has limited options. If we are unable to continue to outsource our secondary distribution services, we may have to in-source distribution which could have adverse impacts to our business and financial results.** **Risks Related to Legal Matters, Governmental Regulations and our International Operations Changes in tax, environmental, trade or other regulations or failure to comply with existing licensing, trade and other regulations could cause volatility or have a** material adverse effect on our business and financial results. **Risks Our business is highly Related-regulated to Legal by national, state, provincial and local laws and regulations in various jurisdictions regarding such Matters-matters as tariffs.** ~~Changes in tax, environmental, trade or other regulations or failure to comply with existing licensing, trade and other regulations could cause volatility or have a material adverse effect on our business and financial results. Our business is highly regulated by national, state, provincial and local laws and regulations in various jurisdictions regarding such matters as tariffs,~~ licensing requirements, trade and pricing practices, taxation, labeling, advertising, promotion and marketing practices, relationships with distributors, environmental matters, packaging material regulations, ingredient regulations, unclaimed property and other matters. These laws and regulations are subject to frequent **changes and** re-evaluation, varying interpretations and political debate and inquiries from government regulators charged with their enforcement, which could have a material adverse effect on our business and financial results. ~~Future changes~~ **Changes** to U.S. or foreign trade policies, impositions of new or increased tariffs, other trade restrictions or other government actions, including any government shutdown, foreign currency fluctuations, including devaluations and fear of exposure to or actual impacts of a widespread disease outbreak, may lead to the continuation or escalation of such risks and uncertainty. Furthermore, changes to existing tax laws or the adoption of new tax policies, regulations, guidance or laws, particularly in the U.S., U.K. and Canada, could have a material adverse impact to our effective tax rate, future cash tax ~~liabilities~~ **payments** and our financial results in general. In addition, the current economic and political environment, including the focus on corporate tax reform, anti-base erosion rules and tax transparency, may result in significant tax law changes in the numerous jurisdictions in which we operate and could have a material adverse impact to our effective tax rate, future cash tax ~~liabilities~~ **payments** and our financial results in general. In August 2022, the U.S. government enacted the Inflation Reduction Act of 2022 ("IRA"), which included among other provisions, a 15% minimum tax on "adjusted financial statement income" and became effective for the Company beginning January 1, 2023. Recently, intergovernmental organizations such as the Organization for Economic Co-operation and Development ("OECD") and European Union ("EU") have proposed **or enacted** changes to the existing tax laws of member countries. For instance, **in 2021** the OECD ~~has~~ introduced model rules for a new 15% global minimum tax framework, **as well as a proposal on the allocation of profit among tax jurisdictions in which is** companies operate. ~~In December 2022, the EU member states agreed to incorporate the 15% global minimum tax into their respective domestic laws effective for fiscal years beginning on or after December 31, 2023~~ **in jurisdictions with enacted legislation.** Additionally, several non-EU countries, including **Canada and** the U.K., have recently proposed and / or **adopted enacted** legislation consistent with the OECD global minimum tax framework. **The OECD and implementing countries are expected to continue to make further revisions to their minimum tax legislation and release additional guidance. The OECD has also proposed rules on the allocation of profit among tax jurisdictions in which companies operate.** These **enacted** tax laws and regulations **and proposed rules, including the release of additional related guidance,** could adversely impact our financial results **beyond in** fiscal year **2024-2025 and possibly beyond.** Continued economic and political pressures to increase tax revenues in jurisdictions in which we operate, or the adoption of new or reformed tax legislation or regulation, may make resolving tax disputes more difficult, and prior decisions by tax authorities regarding treatments and positions of corporate income taxes could be subject to enforcement activities, as well as legislative investigation and inquiry, which could also result in changes in tax policies or prior tax rulings. The final resolution of tax audits and any related litigation can differ from our historical provisions and accruals, resulting in an adverse effect on our financial performance. **The government (s) of each country in which we sell our products, including state and local jurisdictions in the U.S., levy excise**

taxes at varying rates. Additionally, U.S. modifications of laws and policies governing Governmental governmental entities also levy taxes and may require bonds to ensure compliance with applicable laws and Regulations-regulations. Increases in excise taxes, and such compliance taxes and bonds, could have a material adverse effect on our profitability. Additionally, modifications of laws and policies governing foreign trade and investment, including trade agreements and tariffs such as the United States- Mexico- Canada Agreement, the European Union- United Kingdom Trade and Cooperating Agreement, our- accruals, resulting in an adverse effect on our financial performance. Additionally, modifications of laws and policies governing foreign trade and investment, including trade agreements and tariffs such as the United States- Mexico- Canada Agreement, the European Union- United Kingdom Trade and Cooperating Agreement, or aluminum tariffs, could adversely affect our supply chain, business and results of operations. For example, in June 2018, U.S. tariffs on aluminum imports from Canada, Mexico and EU went into effect (though the U.S. lifted the aluminum tariffs on Canada and Mexico in May 2019), which created volatility in the price of aluminum in the U.S. and increased the price of aluminum used in some of our product packaging. Continued imposition of U.S. aluminum tariffs, the implementation of additional tariffs and retaliatory tariffs from trade partners or related uncertainties could further increase the cost of certain of our imported materials, thereby adversely affecting our profitability. In addition, the European Union- United Kingdom Trade and Cooperating Agreement became effective in May 2021 and resulted in certain disruptions in trade and the movement of goods, including prolonged transportation delays, which affected our ability to source raw materials and packaging for our products as well as our ability to import and export products. Furthermore, various jurisdictions have adopted, or may seek to adopt, additional product labeling or warning requirements or limitations on the availability of our beverages relating to perceived adverse health consequences of some of our beverages. If additional or more severe requirements of this type are imposed on one or more of our beverages under current or future laws or regulations, they could inhibit sales of such beverages in such jurisdictions. In addition, in February 2025, the current U.S. presidential administration imposed tariffs on foreign imports into the United States, including, most relevant to us, an additional 25 % tariff on all imports from Canada, which tariffs were subsequently suspended for 30 days in order to facilitate negotiations. As of the date of this report, the proposed tariffs on all imports from Canada remain suspended. Certain of the products we cannot predict whether our beverages sell are originally manufactured in countries other than the U.S., such as Canada. These tariffs will become subject to increased- increase rules the cost of certain of our products and regulations regarding labeling may negatively impact our results of operations. At this time, it remains unclear what additional actions, if any, will be taken by the U.S. or other governments with respect to International- international trade agreements, the imposition of additional tariffs on goods imported into the U. S., tax policy related to international commerce, increased export control, sanctions and investment restrictions, or other trade matters. Other effects of these changes, including impacts on the price of raw materials, responsive or retaliatory actions from governments, such as retaliatory tariffs on imports into Canada from the U. S., and the opportunity for competitors not subject to such changes to establish a presence in markets where we participate, could also have significant impacts on our results of Operations- operations in June 2018-, though whether any of the foregoing actions will be taken remains unclear. Furthermore, we may not be able to increase prices for our products enough to offset the impact of tariffs, which could negatively impact our margins. If we raise prices in response to tariffs, the demand for our products may decrease, which could also have a negative impact on our sales. We cannot predict what further action may be taken with respect to export restrictions, tariffs or trade relations between the U. S. tariffs and other governments, and any further changes in U.S. or international trade policy could have an adverse impact on aluminum imports from Canada, Mexico and EU went into effect (though the U.S. lifted the aluminum tariffs on Canada and Mexico in May 2019), which created volatility in the price of aluminum in the U.S. and increased the price of aluminum used in some of our product packaging. Continued imposition of U.S. aluminum tariffs, the implementation of additional tariffs and retaliatory tariffs from trade partners or our business related uncertainties could further increase the cost of certain of our imported materials-, financial condition thereby adversely affecting our profitability. In addition, the European Union- United Kingdom Trade and Cooperating Agreement became effective in May 2021 and resulted- results in certain disruptions in trade and the movement of operations goods, including prolonged transportation delays, which affected our ability to source raw materials and packaging for our products as well as our ability to import and export products. Furthermore, various jurisdictions have adopted, or may seek to adopt, additional product labeling or warning requirements or limitations on the availability of our beverages relating to perceived adverse health consequences of some of our beverages. If additional or more severe requirements of this type are imposed on one or more of our beverages under current or future laws or regulations, they could inhibit sales of such beverages in such jurisdictions. In addition, we cannot predict whether our beverages will become subject to increased rules and regulations regarding labeling or warnings which, if enacted, could increase our costs and / or adversely impact sales. In addition, a number of governmental authorities, both in the U.S. and abroad (including the EU), have considered, and / or are expected- planning to introduce consider-, legislation aimed at packaging, reducing the amount of plastic waste- and other types of material . Programs have included recommendations for extended- Extended producer- Producer responsibility- Responsibility (" EPR") , banning certain types of products, mandating certain rates of recycling , re- use and / or the use of recycled materials, imposing deposits- deposit return schemes (" DRS") or for excise- drinks containers or taxes on packaging material, and requiring retailers or manufacturers to take back certain packaging used for their products. Such legislation, as well as voluntary initiatives, aimed at reducing the level of plastic- wastes, could reduce the demand for certain of our products that contain plastic includes in- scope packaging, result in greater costs for manufacturers of plastic products- producers or otherwise impact our business, financial condition and results of operations. Similarly, changes in applicable environmental regulations, including increased or additional regulations to discourage the use of particular materials (or encourage or mandate the use of other materials) may result in increased compliance costs, increased materials costs, capital expenditures, incremental investments and other financial obligations for us and our business partners, which could affect our profitability. We may not be able to implement

price increases for our products to cover any increased costs, and any price increases we do implement may result in lower sales volumes. **Failure to comply with existing and regulations**, including state and local jurisdictions in the **those related to U.S.**, levies excise taxes -- **tax** at varying rates. Additionally, **environment** U.S. governmental entities also levy taxes and **health, or changes in these** may require bonds to ensure compliance with applicable laws and regulations. Increases in excise taxes, **regulations** and such compliance taxes and bonds, **or interpretations thereof, could result in the loss, revocation or suspension of our licenses, permits or approvals and** could have a material adverse effect on our profitability. Failure to comply with existing laws and regulations or changes in these laws, regulations, or interpretations thereof, specifically tax and environmental laws or any other laws or regulations could result in the loss, revocation or suspension of our licenses, permits or approvals and could have a material adverse effect on our business, financial condition and results of operations. **Additionally, uncertainties exist with respect to the interpretation of, and potential future developments in, complex domestic and international tax laws and regulations, the amount and timing of future taxable income and the interaction of such laws and regulations among jurisdictions. Given the wide range of international business relationships and the long- term nature and complexity of existing contractual agreements, differences arising between the actual results and assumptions made, or future changes to such assumptions, could necessitate future adjustments to taxable income and expense already recorded.** Unfavorable outcomes of legal or regulatory matters may adversely affect our business and financial condition and damage our reputation. **We** ~~There is a risk of, and we~~ are from time to time involved in or subject to a variety of litigation, claims, legal or regulatory proceedings or matters related to our business, the alcohol industry in general, our advertising and marketing practices, product claims, product labeling and ingredients, our intellectual property rights, alleged infringement or misappropriation by us of intellectual property rights of others, tax, environmental, privacy, insurance, ERISA and employment matters. Such matters, even those that are ultimately non- meritorious, can be complex, costly, and highly disruptive to business operations by diverting the attention and energies of management and other key personnel, and may generate adverse publicity that damages our reputation or brand image. The assessment of the outcome of such matters, including our potential liability, if any, is a highly subjective process that requires judgments about future events that are not within our control and are based on the information available to management at that time. The outcome of such matters, including amounts ultimately received or paid upon judgment or settlement, may differ materially from management' s outlook or estimates, including any amounts accrued in the financial statements. Actual outcomes, including judgments, awards, settlements or orders, could have a material adverse effect on our business, financial condition, operating results, or cash flows and damage our corporate reputation and our brands. **See Part II — Item 8 Financial Statements and Supplementary Data, Note 13, " Commitments and Contingencies" in this Annual Report on Form 10- K for additional information regarding the status of pending legal outcomes.** Our operations in developing and emerging markets expose us to additional risks, which could harm our business and financial results. We continue to operate in developing and emerging markets. In certain of these markets, we have limited operating experience and may not succeed. In addition to risks described elsewhere in this report, our operations in these markets expose us to additional heightened risks, including: • changes in local political, economic, social and labor conditions; • restrictions on foreign ownership and investments; • repatriation of cash earned in countries outside the U. S.; • import and export requirements, **including tariffs; • poor product quality due to distance travelled for export product and the relatively short shelf life of beer**; • increased costs to ensure compliance with complex foreign laws and regulations; • currency exchange rate fluctuations; • a less developed and less certain legal and regulatory environment, which among other things can create uncertainty with regard to liability issues; • longer payment cycles, increased credit risk and higher levels of payment fraud; • increased exposure to global disease outbreaks or pandemics; and • other challenges caused by distance, language, and cultural differences. In addition, as a global company, we are subject to foreign and U. S. laws and regulations designed to combat governmental corruption, including the U. S. Foreign Corrupt Practices Act, the U. K. Bribery Act and the U. K. Proceeds of Crime Act. Violations of these laws and regulations could result in fines and penalties, criminal sanctions against us, our officers, or our employees, prohibitions on the conduct of our business and prohibitions on our ability to offer our products and services in one or more countries, each of which could have a materially negative effect on our reputation, brands and our operating results. Although we have implemented policies and procedures designed to ensure compliance with these foreign and U. S. laws and regulations, ~~including the U. S. Foreign Corrupt Practices Act and the U. K. Bribery Act~~, there can be no assurance that our employees, business partners or agents will not violate our policies and procedures. Changes to the regulation of the distribution systems for our products could adversely affect our business and financial results. Many countries in which we operate regulate the distribution of alcohol products and if those regulations were changed, it could alter our business practices and have a material adverse effect on our business and financial results. For example, in the U. S. market, there is a three- tier distribution system that governs the sale of malt beverage products. That system, requiring separation of manufacturers, distributors and retailers, dates back to the repeal of prohibition and is periodically subject to legal challenges. To the extent that such challenges are successful and change the three- tier system, including through the expansion of e- commerce and direct- to- consumer offerings, such changes could have a material adverse effect on our Americas segment results of operations. Further, in Canada, our products are required to be distributed through each province' s respective provincial liquor board. Additionally, in certain Canadian provinces, we rely on our joint venture arrangements with BRI and BDL to distribute our products via retail outlets that are ~~mandated and~~ regulated by provincial government regulators. BRI owns and operates commercial retail outlets, known as The Beer Store, in Ontario, **and performs delivery services of beer throughout Ontario.** BDL facilitates the distribution of our products in the western Canadian provinces. If provincial regulation should change, the costs to adjust our distribution methods could have a material adverse effect on our business and financial results. Our consolidated financial statements are subject to fluctuations in foreign exchange rates, most significantly the Canadian dollar and the European operating currencies such as, ~~Euro~~, British Pound, Czech Koruna, **Euro and** Serbian Dinar, New Romanian Leu, ~~Bulgarian Lev and Hungarian Forint~~. We hold assets and incur

liabilities, earn revenues and pay expenses in different currencies, most significantly in Canada and throughout Europe. Because our financial statements are presented in USD, we must translate our assets, liabilities, income and expenses into USD. Increases and decreases in the value of the USD will affect, **perhaps at times** adversely, the value of these items in our financial statements, even if their local currency value has not changed. Additionally, we are exposed to currency transaction risks related to transactions denominated in currencies other than one of the functional currencies of our operating entities, such as the purchase of certain raw material inputs or capital expenditures, as well as sales transactions and debt issuances or other incurred obligations. Further, certain actions by the government of any of the jurisdictions in which we operate could adversely affect our results and financial position. To the extent that we fail to adequately manage these risks through our risk management policies intended to protect our exposure to currency movements, ~~which may affect our operations,~~ including if our hedging arrangements do not effectively or completely hedge changes in foreign currency rates, our results of operations may be materially and adversely affected. For instance, the strengthening of the USD against the Canadian dollar, European currencies and various other global currencies would adversely impact our USD reported results due to the impact on foreign currency translation. **Changes in tax, environmental, trade..... tax income and expense already recorded.** Risks Related to Acquisitions and Joint Ventures Risks associated with operating our joint ventures **or other strategic partnerships** may materially adversely affect our business and financial results. We have entered into several joint ventures, including our joint ventures with Ball Corporation (i. e., Rocky Mountain Metal Container), and with Owens- Brockway Glass Container Inc. (i. e., Rocky Mountain Bottle Company), for a portion of our aluminum and glass packaging supply in the U. S., respectively. We have also entered into a joint venture with The Yuengling Company LLC to expand the distribution of Yuengling beer in the western U. S. ~~We also have a joint venture in the U. K. regarding the production and distribution of Cobra beer.~~ Additionally, in certain Canadian provinces, we rely on joint venture agreements with BRI and BDL to distribute our products via retail outlets that are mandated and regulated by provincial government regulators. As previously referenced, BRI owns and operates commercial retail outlets, known as **TBS or "The Beer Store"**, in Ontario, and BDL facilitates the distribution of our products in the western Canadian provinces. **In the U. S. in October 2024, we took a majority ownership stake in ZOA Energy LLC ("ZOA").** We may enter into additional joint ventures **or other strategic partnerships** in the future. Our ~~joint venture~~ partners may at any time have economic, business or legal interests or goals that are inconsistent with our goals or with the goals of the joint venture **or partnership**. In addition, we compete against our ~~joint venture~~ partners in certain of our other markets. Disagreements with our business partners may impede our ability to maximize the benefits of our partnerships. Our joint venture arrangements **or other partnerships** may require us, among other matters, to pay certain costs or to make certain capital investments or to seek our ~~joint venture~~ partner's consent to take certain actions. In addition, our ~~joint venture~~ partners may be unable or unwilling to meet their economic or other obligations under the operative documents, or may become insolvent or file for bankruptcy protection and we may be required to either fulfill those obligations alone to ensure the ongoing success of ~~the partnership a joint venture~~ or to dissolve and liquidate ~~a joint venture~~. **Post- pandemic trends of consumers transitioning between channels and categories could impact the revenue growth expectations of partnership brands or newly owned brands. Moreover, as we further develop our own portfolio, we may face challenges meeting all contractual obligations within our current partnerships or having to invest in more marketing assets to sustain partnership brands**. Failure to successfully identify, complete or integrate attractive acquisitions ~~and,~~ joint ventures **and other strategic partnerships** into our existing operations could have an adverse effect on our business and financial results. We have made a number of acquisitions and entered into several strategic joint ventures **and partnerships**. In order to compete in the consolidating global brewing and beverage industry, we anticipate that we may, from time to time, in the future acquire additional businesses like the Blue Run Spirits, Inc ("Blue Run") acquisition in the third quarter of 2023, **the increase in our investment in ZOA in the fourth quarter of 2024 and the entry into the partnership with Fever- Tree in the first quarter of 2025,** or enter into additional joint ventures **or other partnerships** that we believe would provide a strategic fit with our business. Potential risks associated with acquisitions and joint ventures could include, among other things: • our ability to identify attractive acquisitions ~~and,~~ joint ventures **and other strategic partnerships**; • our ability to offer potential acquisition targets and joint venture partners' competitive transaction terms; • our ability to raise capital on reasonable terms to finance attractive acquisitions ~~and,~~ joint ventures **and other strategic partnerships**; • our ability to realize the benefits or cost savings that we expect to realize as a result of the acquisition ~~or,~~ joint venture **or other strategic partnerships**; • diversion of management's attention; • our ability to successfully integrate ~~our businesses with~~ the business of the acquired company **with our business**; • motivating, recruiting and retaining key employees; • conforming standards, controls, procedures and policies, **systems,** business cultures and compensation structures among our company and the acquired company; • consolidating and streamlining sales, marketing and corporate operations; • potential exposure to unknown liabilities of acquired companies; • potential exposure to unknown or future liabilities or costs that affect the markets in which acquired companies ~~or,~~ joint ventures **or strategic partnerships** operate; • reputational or other damage due to the conduct of a joint venture **or other** partner or the prior conduct of an acquired company; • loss of key employees and customers of an acquired company; ~~and~~ managing tax costs or inefficiencies associated with integrating our operations following completion of an acquisition or entry into a joint venture **or other partnerships**; • **exposure to unfamiliar legal and regulatory requirements entering a new market or jurisdiction;** • **incompatibility of technology systems delaying realization of assumed synergies;** and • **exchange rate fluctuations triggering material variances between expected financial returns and actual financial returns**. Additional Risks Related to our Americas Segment Our U. S. business is highly dependent on independent distributors to sell our products, with no assurance that these distributors will effectively sell our products, and distributor consolidation in the U. S. could harm our business and financial results. We sell nearly all of our products, including ~~all of~~ our imported products, in the U. S. to independent distributors for resale to retail outlets. These independent distributors are entitled to exclusive territories and **are** protected from termination by state statutes and regulations. Consequently, if we are not allowed, or are unable under acceptable terms or at all, to replace

unproductive or inefficient distributors, our business, financial position and results of operation may be adversely affected, which could have a material adverse effect on our business and financial results. Further, in recent years, there has been a consolidation of independent distributors, resulting in distributors with increased leverage over suppliers due to the distributor's share of the supplier business, exclusive territorial appointments and regulatory protection of distribution agreements. We have limited ability to influence decisions regarding distributor consolidation, which, regardless of size, carries a risk of decreased investment in service and local marketing in the interest of paying down the leverage required to fund a transaction. Consolidation among distributors could create a more challenging competitive landscape for our products and could hinder the distribution and sale of our products **as distributors could put focus on other brands within their portfolio instead of ours**. There is a risk that consolidation of distributors could further increase due to potential changes in tax laws in the markets in which we operate. This could negatively impact sales of **our certain growth driver products, such as hard seltzers and ready-to-drink beverages**, and increase prices. Our unique portfolio may require more brand building than our competitors, which could be adversely affected in the event of distributor consolidation. Changes in distributors' strategies, including a reduction in the number of brands they carry, may adversely affect our growth, business, financial results and market share. Government mandated changes to the retail distribution model resulting from new regulations may have a material adverse effect on our Canada business. **The In Canada, the retail distribution of beer and certain other alcohol is primarily a provincial responsibility. An Early Implementation Agreement ("EIA") was entered into in May 2024 between the** Province of Ontario **and, Molson Canada 2005, a wholly owned indirect subsidiary of our Company, Labatt Brewing Company Limited, Sleeman Breweries Ltd. (collectively, the "Representative Owners") and Brewers Retail Inc., operating under the name "The Beer Store" ("TBS"), are parties to a Master Framework Agreement ("MFA") that dictates the terms of the beer distribution and retail systems in Ontario. The EIA was effective July 18, 2024 and continues** initial term of the Master Framework Agreement **does not expire until December 31, 2030. The EIA removed grocery store pack size restrictions on beer, wine, cider and ready-to-drink alcoholic beverages as of July 18, 2024, and allowed for the expansion of licensed sale of beer, wine and ready-to-drink alcoholic beverages to all convenience stores which began on September 5, 2024 and all eligible grocery and big-box grocery stores as of October 31, 2024. The EIA requires TBS to maintain at least 386 retail locations in Ontario to support recycling, cash and carry and to preserve employment through June 30, 2025, and the MFA contains a provision requiring two-year advance notice of the government's intention to not renew the MFA. In December From July 1, 2023-2025 until**, the Province of Ontario notified the Representative Owners and TBS that it would not be renewing the MFA after the initial term of the MFA expires on December 31, 2025, **TBS has the right to close additional retail locations to maintain a minimum of 300 stores. The requirements to keep a certain number of TBS stores open may result in the inefficient operations of TBS stores during that period of time. As a result, under the EIA, the Province of Ontario simultaneously announced a set will provide financial support to TBS and the representative owners of non-binding Key Principles up to CAD 225 million through reimbursement of costs incurred in connection with the early implementation and to TBS in connection with the operation of the agreed upon retail footprint during the interim period between the Province commencement date of Ontario, the EIA Representative Owners, and TBS December 31, 2025. From** concerning the intended features of the future marketplace for beer distribution and retail systems in the Province of Ontario to be introduced no later than January 1, 2026 **onward. Under the Key Principles, TBS will continue its have the sole and absolute discretion to maintain or close any retail location. If TBS cannot transition quickly from a retail-led organization to a distribution-led organization, it may adversely impact our business, our results of operations and financial condition. In addition, the taxes and fee structure, as well as continue to be the other primary distributor of beer regulatory elements are under review and are subject to change in the Province of Ontario at least through 2031 year ended December 31, 2025 which could have a significant adverse impact on our business. The EIA requires licensed Key Principles also state grocery stores, convenience stores, gas stations, and big-box retailers in the Province of Ontario will be able more than five kilometers from a TBS store to apply accept and sort empty beverage alcohol containers for recycling as of the commencement date of the EIA, and beginning in 2026, all licenses licensed grocery to sell beer, wine, cider, and ready-big-to-drink cocktails starting in 2026 box stores must accept and sort empty beverage alcohol containers for recycling. The expansion of the recycling program to all grocery stores could interrupt the flow of returnable bottles and may impact the quality of the returnable bottle. This could cause inefficiencies in our operations, increase the costs of packaging materials and hinder the quality of our packaging materials. Such impacts of the EIA Key Principles are still being analyzed and could have a negative impact on the results of operations, cash flows and financial position of our Americas Segment segment. Similar changes to the beer distribution and retail systems in other Canadian provinces could adversely impact our business, our results of operations and financial condition**. Indemnities provided to the purchaser of our previous interest in the Cervejarias Kaiser Brasil S. A. ("Kaiser") business in Brazil could result in future cash outflows and statement of operations charges. In 2006, we sold our previous ownership interest in Kaiser, which was held by our Canadian business, to FEMSA Cerveza S. A. de C. V. ("FEMSA"). The terms of the sale agreement require us to indemnify FEMSA for exposures related to certain tax, civil and labor contingencies and certain purchased tax credits. The ultimate resolution of these claims is not under our control. These **Any probable** indemnity obligations are recorded as liabilities on our consolidated balance sheets **as appropriate**; however, we could incur future statement of operations charges due to changes to our estimates or changes in our assessment of probability of loss on these items as well as due to fluctuations in foreign exchange rates. Due to the uncertainty involved in the ultimate outcome and timing of these contingencies, significant adjustments to the carrying value of our indemnity liabilities and corresponding statement of operations **impacts charges / credits** could result in the future. Additional Risks Related to our EMEA & APAC Segment Economic trends and intense competition in European markets could unfavorably affect our profitability. Our European businesses have been, and, in the future may be, adversely affected by conditions in the global financial markets and general economic and political conditions, as well as a weakening of their

respective currencies versus the U. S. dollar, in each case, in addition to the other impacts of the Russia- Ukraine conflict. Additionally, we face intense competition in certain of our European markets, particularly with respect to pricing, which could lead to reduced sales or profitability. In particular, the on- going focus by large competitors in Europe to drive increased market share through aggressive pricing strategies could adversely affect our sales and results of operations. We may also face pressures resulting from a reduction in disposable incomes of consumers to spend on our products due to inflation, recessionary conditions and an increase in the cost of energy, ~~primarily in countries located in central and eastern Europe~~, which could unfavorably affect our profitability. In addition, ~~over time in recent years~~, beer volume sales in ~~Europe~~ **the U. K.** have been shifting from on- premise, such as pubs and restaurants, to off- premise, such as retail stores, for the industry as a whole. Margins in sales to off- premise customers tend to be lower than margins from sales to on- premise customers, and, as a result, continuation or acceleration of this trend could further adversely affect our profitability. Risks Related to Ownership of our Class B Common Stock If Pentland and the Coors Trust do not agree on a matter submitted to our stockholders or if a super- majority of the Board do not agree on certain actions, generally the matter will not be approved, even if beneficial to us or favored by other stockholders or a majority of the Board. Pentland Securities (1981) Inc. (" Pentland") (a company controlled by the Molson family and related parties) and the Adolph Coors, Jr. Trust (the" Coors Trust") (a trust controlled by the Coors family and related parties), which together control more than 90 % of our Class A common stock and Class A exchangeable shares, have a voting trust agreement through which they have combined their voting power over the shares of our Class A common stock and the Class A exchangeable shares that they own. If these two stockholders do not agree to vote in favor of a matter submitted to a stockholder vote (other than the election of directors), the voting trustees are required to vote all of the Class A common stock and Class A exchangeable shares deposited in the voting trust against the matter. There is no other mechanism in the voting trust agreement to resolve a potential deadlock between these stockholders. Therefore, if either Pentland or the Coors Trust is unwilling to vote in favor of a proposal that is subject to a stockholder vote, we would be unable to implement the proposal even if the Board, management or other stockholders believe the proposal is beneficial to us. Similarly, our bylaws require the authorization of a super- majority (two- thirds) of the Board to take certain transformational actions. Thus, it is possible that our Company will not be authorized to take action even if it is supported by a simple majority of the Board. The interests of the controlling stockholders may differ from those of other stockholders and could prevent our Company from making certain decisions or taking certain actions that would be in the best interest of the other stockholders. Our Class B common stock has fewer voting rights than our Class A common stock and holders of our Class A common stock have the ability to effectively control or have a significant influence over certain of our actions requiring stockholder approval, which could have a material adverse effect on Class B stockholders. See Part II — Item 8 Financial Statements and Supplementary Data, Note 14," Stockholders' Equity" in this Annual Report on Form 10- K for additional information regarding voting rights of Class A and Class B stockholders. Shareholder activism efforts or unsolicited ~~takeover proposals~~ **offers from a third- party** could cause a material disruption to our business and financial results. We may be subject to various legal and business challenges due to actions instituted by ~~activist shareholder~~ **shareholders** ~~activists~~ or unsolicited ~~third- party offers~~ **takeover proposals or other advocacy efforts**. Perceived uncertainties as to our future direction as a result of shareholder activism may lead to the perception of a change in the direction of the business or other instability and may affect our relationships with vendors, customers, prospective and current employees and others, **as well as potentially increase the chance of additional shareholder activism or other advocacy efforts**. Similarly, ~~Proposed~~ **proposed** or future laws and regulations may **also** increase the chance we become the target of shareholder activist campaigns, including **ESG sustainability, human rights and human capital**- related actions. If shareholder activist campaigns are initiated against us, our response to such actions could be costly and time- consuming, which could divert the attention and resources of the Board, Chief Executive Officer and senior management from the pursuit of our business strategies, which could harm our business, negatively impact our stock price, and have an adverse effect on our business and financial results.