

SECURITIES AND EXCHANGE COMMISSION
SEC FORM - I-ACGR

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

1. For the fiscal year ended
Dec 31, 2024
2. SEC Identification Number
0000086335
3. BIR Tax Identification Number
000-417-352-000
4. Exact name of issuer as specified in its charter
Monde Nissin Corporation
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
Felix Reyes St., Brgy. Balibago, Santa Rosa City, Laguna
Postal Code
4026
8. Issuer's telephone number, including area code
+63277597595
9. Former name, former address, and former fiscal year, if changed since last report
N/A

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



Monde Nissin Corporation

MONDE

PSE Disclosure Form I-ACGR - Integrated Annual Corporate Governance Report
Reference: SEC Code of Corporate Governance for Publicly-Listed Companies, PSE
Corporate Governance Guidelines, and ASEAN Corporate Governance Scorecard

Description of the Disclosure

Attached is Monde Nissin Corporation's Integrated Annual Corporate Governance Report for the year ended December 31, 2024.

Filed on behalf by:

Name	Aaron Jeric Legaspi
Designation	Alternate CIO



MONDE NISSIN CORPORATION

Felix Reyes St., Brgy. Balibago
Santa Rosa City, Laguna 4026

21st Floor, 6750 Office Tower
6750 Ayala Avenue, Makati 1223

Tel: (+632) 7759 7500
www.mondenissin.com
corporate.compliance@mondenissin.com

May 29, 2025

SECURITIES AND EXCHANGE COMMISSION

The SEC Headquarters
7907 Makati Avenue
Salcedo Village, Bel-Air,
Makati 1209

THE PHILIPPINE STOCK EXCHANGE, INC.

6/F PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City
Taguig 1634

Attention: Atty. Rachel Esther J. Gumtang-Remalante
Director, SEC Corporate Governance and Finance Department

Atty. Johanne Daniel M. Negre
Officer-in-Charge, PSE Disclosure Department

Re: **Monde Nissin Corporation – 2024 I-ACGR**

Ladies and Gentlemen:

We hereby submit Monde Nissin Corporation's Integrated Annual Corporate Governance Report as of December 31, 2024, in compliance with SEC M.C. No. 15, S. 2017 and the PSE's Consolidated Listing and Disclosure Rules.

We trust you will find the foregoing in order. Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Jon Castillo', written over a horizontal line.

Atty. Jon Edmarc R. Castillo
Chief Compliance Officer and
PSE Company Information Officer
Monde Nissin Corporation
(PSE: MONDE)

COVER SHEET

0000086335

S.E.C. Registration Number

M O N D E N I S S I N C O R P O R A T I O N

(Company's Full Name)

F E L I X R E Y E S S T . ,

B R G Y . B A L I B A G O ,

S A N T A R O S A C I T Y , L A G U N A 4 0 2 6

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

Atty. Jon Edmarc R. Castillo
Chief Compliance Officer

Contact Person

7759 7595

Company Telephone Number

1 2 3 1

Month Day
Fiscal Year

I-ACGR

Form Type

Month Day

Annual Meeting

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

**Issuer of Securities under SEC-MSRD
No. 27, Series of 2021**

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

S T A M P S

Remarks = pls. use black ink for scanning purposes



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MONDE NISSIN CORPORATION ("MONDE") - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2024

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
The Board's Governance Responsibilities			
Principle 1: The company should be headed by a competent, working board to foster the long-term success of the corporation, and to sustain its competitiveness and profitability in a manner consistent with its corporate objectives and the long-term best interests of its shareholders and other stakeholders.			
Recommendation 1.1			
1. Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.	Compliant	Consistent with Republic Act No. 11232, or the Revised Corporation Code of the Philippines ("RCC"), Monde's Amended By-Laws ("By-Laws") establishes that the Board of Directors ("Board") is Monde's shareholder-elected governing body. It shall comprise men and women with a collective working knowledge, experience, or expertise that are relevant to Monde's business.	
2. Board has an appropriate mix of competence and expertise.	Compliant	As stated in Monde's Revised Manual on Corporate Governance ("CG Manual"), Monde shall be headed by a competent, working Board to foster Monde's long-term success, and to sustain its competitiveness and profitability in a manner consistent with Monde's objectives and the long-term best interests of shareholders and other stakeholders. The Board spearheads the promotion of corporate governance ("CG") and the adoption of CG best practices.	
3. Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities and respond to the needs of the organization.	Compliant	<p>The By-Laws, CG Manual, and Charter of the Board of Directors ("Board Charter") provide for the qualifications (and disqualifications), duties, and functions for both Monde's regular and Independent Directors. Pursuant to the Charter of the Corporate Governance, Nomination, and Remuneration Committee ("CGNRC"), the CGNRC is tasked with identifying and recommending individuals who possess the qualifications and attributes aligned with the needs of the Board, taking into account diversity, professional background and industry-specific experience, so that the Board maintains an appropriate mix of competence and expertise to enable it to perform its oversight functions effectively and uphold high standards of governance.</p> <p>To further emphasize the critical importance of having a Board with an appropriate mix of competence and expertise, and collective working knowledge to adequately champion governance and exercise corporate powers, the Board has adopted a Diversity Policy (see link below). This policy supports the Board's ability to adequately champion governance, respond to organizational needs, and exercise corporate powers with accountability and strategic foresight.</p>	

MONDE NISSIN CORPORATION (“MONDE”) - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2024

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Links/References/Information: Monde’s 2024 Annual Report (“Annual Report”), Part IV, Item 13 (pdf. pp. 63-64) and Part III, Item 9 (pdf pp. 51-53) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>Monde’s Definitive Information Statement (“DIS”) for its 2024 Annual Stockholders’ Meeting (“ASM”), Annex B – Information on Directors and Executive Officers (pdf pp. 48-51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>By-Laws, Art. I, Secs. 2.1-2.5 (pp. 1-2) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Secs. 1-6 (pp. 1-3) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. III, Secs. 1-2 (pp. 5-6) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>CGNRC Charter, Secs 3.7, 3.12, and 4.2 (pp. 2-4) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p> <p>Board Diversity Policy https://mondenissin.com/board-diversity-policy/</p>	
Recommendation 1.2			
1. Board is composed of a majority of non-executive directors.	Compliant	The CG Manual provides that at least a third of the members of the Board shall be, as much as possible, non-executive directors (“ NEDs ”) to help secure objective and independent judgment in corporate affairs.	

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		<p>Thus, to enhance its ability to perform its oversight function over management, six (6) out of nine (9) members of the current Board are NEDs who are not involved in Monde’s day-to-day operations. Of the six (6) NEDs, three (3) are Independent Directors.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 5 (p. 2) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Annual Report, Part IV, Item 13, Corporate Governance, par. 3 (pdf. p. 72) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 48-51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>Monde’s website (“Website”), Governance, Board of Directors page https://mondenissin.com/our-company-board-of-directors/</p>	
Recommendation 1.3			
<p>1. Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> Board Charter, Art. III, Sec. 4 (p. 6) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>CG Manual, Art. I, Sec. 7 (p. 3) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	

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<p>2. Company has an orientation program for first time directors.</p>	<p>Compliant</p>	<p>Under Monde’s CG Manual, new directors undergo a training program for such number of hours and on such topics as the SEC may prescribe. First-time Monde directors are also provided with copies of, and given an orientation on, Monde’s organic documents, charters, and governance policies.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 7 (p. 3) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. III, Sec. 4 (p. 6) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>					
<p>3. Company has relevant annual continuing training for all directors.</p>	<p>Compliant</p>	<p>Monde conducts annual continuing CG training for all directors on topics relevant to Monde’s business. In 2021, 2022, 2023, Monde’s Board and senior management attended CG training sessions facilitated by the Institute of Corporate Directors, Inc. (“ICD”), covering a variety of topics relevant to Monde including modules on business resilience and disruptive strategies, building a corporate culture centered on ethics and compliance, and strengthening internal controls, and a review of Monde’s corporate governance performance.</p> <p>In 2024, Monde engaged SEC-accredited Good Governance Advocates & Practitioners of the Philippines, Inc. (“GGAPP”) to conduct and facilitate CG training sessions for Monde’s Board and senior management in accordance with the Securities and Exchange Commission’s (“SEC’s”) requirements. Details of the GGAPP-facilitated 2024 CG Training for Monde are as follows:</p> <table border="1" data-bbox="745 1193 1727 1326"> <thead> <tr> <th data-bbox="745 1193 1236 1241">Topic/Subject Matter</th> <th data-bbox="1236 1193 1727 1241">Speaker/Facilitator</th> </tr> </thead> <tbody> <tr> <td data-bbox="745 1241 1236 1326">Social Media Policy</td> <td data-bbox="1236 1241 1727 1326">Atty. Vincent Edward Festin</td> </tr> </tbody> </table>	Topic/Subject Matter	Speaker/Facilitator	Social Media Policy	Atty. Vincent Edward Festin	
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			<table border="1"> <tr> <td align="center">Sustainable Business Models and Innovation</td> <td align="center">Ms. Rochelle Dichaves</td> </tr> </table> <p>All directors have participated in and complied with the mandatory CG training for 2024.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 7 (p. 3) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. III, Sec. 4 (p. 6) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Directors' Certificates of Attendance for Monde's 2024 Annual CG Training for Directors and Officers ("CG Training") can be accessed at: https://mondenissin.com/wp-content/uploads/2025/05/2024-Directors-Corp-Sec-and-CCO-CG-Training-Certificates.pdf</p>	Sustainable Business Models and Innovation	Ms. Rochelle Dichaves	
Sustainable Business Models and Innovation	Ms. Rochelle Dichaves					
Recommendation 1.4						
1. Board has a policy on board diversity.	Compliant	<p>To emphasize the critical importance of having a Board with an appropriate mix of competence and expertise, and collective working knowledge to adequately champion governance and exercise corporate powers, the Board has adopted a Diversity Policy. To underscore its core relevance as a good governance best practice, the Board has enshrined this Diversity Policy in no less than Monde's CG Manual.</p> <p>Accordingly, Monde's Board comprises individuals of diverse age, nationality, religion, and gender, and spans a broad range of business and educational backgrounds. MNC recognizes that diversity enables the Board to be agile and creative when addressing challenges, and affords it wider breadth and greater depth in seeking opportunities and addressing business risks. The diversity of MNC's Board puts it in the best position to provide meaningful value to MNC and its shareholders consistent with MNC's core aspiration to improve the wellbeing of</p>				

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		<p>people and the planet, and create sustainable solutions for food security. To underscore its key role as a governance best practice, it has been enshrined in Monde’s CG Manual.</p> <p>As to nationality –</p> <table border="1" data-bbox="835 475 1610 815"> <thead> <tr> <th>Director</th> <th>Nationality</th> </tr> </thead> <tbody> <tr> <td>Hartono Kweefanus</td> <td>Indonesian</td> </tr> <tr> <td>Hoediono Kweefanus</td> <td>Indonesian</td> </tr> <tr> <td>Betty T. Ang</td> <td>Filipino</td> </tr> <tr> <td>Henry Soesanto</td> <td>Indonesian</td> </tr> <tr> <td>Monica Darmono</td> <td>Indonesian</td> </tr> <tr> <td>Kataline Darmono</td> <td>Indonesian</td> </tr> <tr> <td>Nina Perpetua D. Aguas</td> <td>Filipino</td> </tr> <tr> <td>Anabelle L. Chua</td> <td>Filipino</td> </tr> <tr> <td>Ramon Felicisimo M. Lopez</td> <td>Filipino</td> </tr> </tbody> </table> <p>As to background –</p> <table border="1" data-bbox="835 914 1610 1361"> <thead> <tr> <th>Director</th> <th>Industry/Background</th> </tr> </thead> <tbody> <tr> <td>Hartono Kweefanus</td> <td>Manufacturing, distribution, business</td> </tr> <tr> <td>Hoediono Kweefanus</td> <td>Manufacturing, distribution, commerce</td> </tr> <tr> <td>Betty T. Ang</td> <td>Manufacturing, distribution, business</td> </tr> <tr> <td>Henry Soesanto</td> <td>Manufacturing, distribution, business, chemical engineering, nutrition, food technology</td> </tr> <tr> <td>Monica Darmono</td> <td>Manufacturing, distribution, finance</td> </tr> <tr> <td>Kataline Darmono</td> <td>Manufacturing, distribution, finance, business management</td> </tr> <tr> <td>Nina Perpetua D. Aguas</td> <td>Insurance, banking, finance</td> </tr> <tr> <td>Anabelle L. Chua</td> <td>Banking, finance, telecommunications, power, media</td> </tr> <tr> <td>Ramon Felicisimo M. Lopez</td> <td>Manufacturing, distribution, economics, trade and export</td> </tr> </tbody> </table>	Director	Nationality	Hartono Kweefanus	Indonesian	Hoediono Kweefanus	Indonesian	Betty T. Ang	Filipino	Henry Soesanto	Indonesian	Monica Darmono	Indonesian	Kataline Darmono	Indonesian	Nina Perpetua D. Aguas	Filipino	Anabelle L. Chua	Filipino	Ramon Felicisimo M. Lopez	Filipino	Director	Industry/Background	Hartono Kweefanus	Manufacturing, distribution, business	Hoediono Kweefanus	Manufacturing, distribution, commerce	Betty T. Ang	Manufacturing, distribution, business	Henry Soesanto	Manufacturing, distribution, business, chemical engineering, nutrition, food technology	Monica Darmono	Manufacturing, distribution, finance	Kataline Darmono	Manufacturing, distribution, finance, business management	Nina Perpetua D. Aguas	Insurance, banking, finance	Anabelle L. Chua	Banking, finance, telecommunications, power, media	Ramon Felicisimo M. Lopez	Manufacturing, distribution, economics, trade and export	
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		<p>As to gender – currently, five out of nine (~56%) directors are female. At the SEC’s 2022 and 2023 Gender and Development Awards, the SEC recognized Monde for being the publicly-listed company with the most number of women directors.</p>  <p>Monde Corporate Secretary and Chief Legal Counsel Atty. Helen G. Tiu, receiving the award on behalf of Monde at the SEC’s 2023 Gender and Development Awards held at the SEC Headquarters on November 24, 2023. Also pictured: SEC Commissioner McJill Bryant T. Fernandez, PSE EVP and COO Atty. Roel A. Refran, Global Reporting Initiative Country Manager Ms. Ma. Katreena Pillejera, and United Nations Development Programme Philippines’ Deputy Resident Representative Mr. Edwine Carrie.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Secs. 10 (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. III, Sec. 2 (pp. 5-6) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	

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Optional: Recommendation 1.4			
<p>1. Company has a policy on and discloses measurable objectives for implementing its board diversity and reports on progress in achieving its objectives.</p>	Compliant	<p><u>Links/References/Information:</u> Annual Report, Part IV, Item 13, Corporate Governance, par. 3 (pdf. p. 63) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation-2024-Annual-Report-17A-with-Annexes-15April2025.pdf</p> <p>CG Manual, Art. I, Secs. 10 (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. III, Sec. 2 (pp. 5-6) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Board Diversity Policy https://mondenissin.com/board-diversity-policy/</p>	
Recommendation 1.5			
<p>1. Board is assisted by a Corporate Secretary.</p>	Compliant	<p>The Board is assisted by Monde’s Corporate Secretary, Atty. Helen G. Tiu. Atty. Tiu is a certified public accountant and a lawyer with almost four decades of experience, and a well-respected practitioner in the fields of tax, corporate restructuring, and mergers and acquisitions, among others. She is an alumna of the University of the Philippines College of Law and of Harvard Law School. Atty. Tiu has been Monde’s Corporate Secretary since 2014.</p>	
<p>2. Corporate Secretary is a separate individual from the Compliance Officer.</p>	Compliant		

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<p>3. Corporate Secretary is not a member of the Board of Directors.</p>	<p>Compliant</p>	<p>In 2021, she was awarded the In-House Lawyer of the Year at the Asian Legal Business Philippine Law Awards. She is also listed in the Legal 500's 2024 GC Powerlist Philippines.</p> <p>The Corporate Secretary is assisted by two Assistant Corporate Secretaries who are both lawyers.</p> <p>As prescribed under the RCC, and Art. III, Sec. 12.1 of Monde's By-Laws, the directors must formally organize to elect a Corporate Secretary who must be a Philippine citizen and resident. Monde's Corporate Secretary is a citizen and resident of the Philippines.</p> <p>Atty. Tiu does not concurrently hold the position of Compliance Officer as the same is proscribed by Art. III, Sec. 12.1 of Monde's By-Laws, consistent with the recommendations of the CG Code. She is also not a member of the Board.</p> <p><u>Links/References/Information:</u> Annual Report, Part III, Item 9 (pdf p. 54) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation-2024-Annual-Report-17A-with-Annexes-15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation-SEC-Form-20-IS-DIS-6June2024.pdf</p> <p>Website, Governance, Corporate Officers page https://mondenissin.com/corporate-officers/</p> <p>By-Laws, Art. III, Sec. 12.1 (p. 10) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. III, Sec. 7 (p. 13) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021-compressed-1.pdf</p>	

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<p>4. Corporate Secretary attends training/s on corporate governance.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> The Corporate Secretary has participated in the 2024 CG Training.</p> <p>The Corporate Secretary's Certificate of Attendance for Monde's 2024 CG Training can be accessed at: https://mondenissin.com/wp-content/uploads/2025/05/2024-Directors-Corp-Sec-and-CCO-CG-Training-Certificates.pdf</p> <p>Please refer to our responses in Recommendation 1.3.3 for additional information on the CG Training.</p>	
<p>Optional: Recommendation 1.5</p>			
<p>1. Corporate Secretary distributes materials for board meetings at least five business days before [a] scheduled meeting.</p>	<p>Compliant</p>	<p>Consistent with the recommendation and good practice of ensuring that decision makers are adequately informed, the Corporate Secretary sends meeting materials one week before a scheduled Board or Board Committee meeting, and adheres as far as practicable to the advance 5-day period as recommended. Moreover, the Corporate Secretary disseminates updates and supplements to the materials as more current or relevant governance and/or business information are obtained as the meeting hour nears.</p> <p>Circulating pre-reads as soon as these become available, in fact at times even earlier than the 5-day recommended period, affords directors and other meeting participants the opportunity to absorb the substance of the materials and adequately prepare for the meeting. This enables effective and efficient Board and Board Committee meetings.</p>	
<p>Recommendation 1.6</p>			
<p>1. Board is assisted by a Compliance Officer.</p>	<p>Compliant</p>	<p>Pursuant to Art. III, Sec.2 of Monde's By-Laws, the Board has appointed Atty. Jon Edmarc R. Castillo as Monde's Chief Compliance Officer. As prescribed under Art. III, Sec. 13 of Monde's By-Laws, he is not a member of the Board and does not concurrently hold the position of Corporate Secretary. The Chief Compliance Officer attends monthly business reviews with top management/leadership team to obtain critical business information and provide compliance-related advice and guidance to management.</p>	
<p>2. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.</p>	<p>Compliant</p>	<p>Atty. Castillo heads Monde's compliance function and reports directly to the Board and to the Board's CGNRC. He is also the Company Information Officer with respect to The</p>	

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<p>3. Compliance Officer is not a member of the board.</p>	<p>Compliant</p>	<p>Philippine Stock Exchange, Inc. ("PSE") and, as such, is primarily responsible for all company disclosures to the SEC and the PSE, the market and the investing public, and to other regulators. As Chief Compliance Officer, he spearheaded Monde's compliance function during the preparations leading to Monde's initial public offering, and has introduced several key compliance policies such as Monde's Permits Oversight and Escalation Policy, Amended Material Related Party Transactions Policy, Revised Conflict of Interest Policy, and Insider Trading Policy.</p> <p>The Chief Compliance Officer is assisted by a Compliance Officer who is also a lawyer and also a Certified Compliance Officer, and a Compliance Specialist with over a decade of experience in the field of compliance, licensing, and permitting.</p> <p><u>Links/References/Information:</u> Annual Report, Part III, Item 9 (pdf p. 64) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf p. 52) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>Website, Governance, Corporate Officers page https://mondenissin.com/corporate-officers/</p> <p>By-Laws, Art. III, Sec. 13 (p. 11) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. III, Sec. 9 (pp. 14-15) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	

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4. Compliance Officer attends training/s on corporate governance.	Compliant	<p><u>Links/References/Information:</u> Monde’s Chief Compliance Officer organized, and participated in, the 2024 CG Training. His Certificate of Attendance for Monde’s CG Training can be accessed at: https://mondenissin.com/wp-content/uploads/2025/05/2024-Directors-Corp-Sec-and-CCO-CG-Training-Certificates.pdf</p> <p>Please refer to our responses in Recommendation 1.3.3 for additional information on the CG Training.</p>	

Principle 2: The fiduciary roles, responsibilities and accountabilities of the Board as provided under the law, the company’s articles and by-laws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to stockholders and other stakeholders.

Recommendation 2.1

1. Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.	Compliant	<p>The Board holds meetings based on a pre-defined and pre-circulated agenda and with relevant materials provided in advance to the directors as pre-reads and background information. Presentations or briefings are delivered by key management/senior officers led by the CEO and the CFO, along with the Corporate Secretary, the Chief Compliance Officer, Chief Internal Audit Executive, and Chief Risk Management Officer, and other leaders, to apprise the Board of matters requiring its consideration.</p> <p><u>Links/References/Information:</u> Board Charter, Art. VII, Secs. 1-2 (pp. 10-15) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>CG Manual, Art. I, Secs. 8-9 (pp. 3-5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	
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Recommendation 2.2

1. Board oversees the development, review and approval of the company’s business objectives and strategy.	Compliant	<p>The Board, as the governing body elected by Monde’s stockholders, exercises all the corporate powers, controls all properties, and conducts all of Monde’s business. Among its other duties and responsibilities, the Board is charged with overseeing the development, review, and approval of Monde’s business objectives and strategy, and overseeing and</p>	
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<p>2. Board oversees and monitors the implementation of the company's business objectives and strategy.</p>	<p>Compliant</p>	<p>monitoring the implementation of the same. The Board meets regularly and as often as may be necessary to discharge this function.</p> <p><u>Links/References/Information:</u> Board Charter, Art. VII, Sec. 1(a) (p. 10) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>CG Manual, Art. I, Sec. 8(a) (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Results of the Organizational Board of Directors' Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p>	
Supplement to Recommendation 2.2			
<p>1. Board has a clearly defined and updated vision, mission and core values.</p>	<p>Compliant</p>	<p>Pursuant to the Board Charter's Art. VII., Sec. 1.b, the Board is responsible for ensuring that Monde has a clearly defined vision, mission, and statement of core values. Monde, under the Board's leadership, aspires to improve the wellbeing of people and the planet, and to create sustainable solutions for food security, guided by its core values of collaborating with empathy, continuous learning with a growth mindset, and caring with action.</p> <p><u>Links/References/Information:</u> Website, Investors, Company Overview page https://mondenissin.com/company-overview/</p> <p>Website, Who We Are page https://mondenissin.com/who-we-are/</p> <p>CG Manual, Art. I, Sec. 8(b) (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	

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		Board Charter, Art. VII, Sec. 1.b (p. 10) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf	
2. Board has a strategy execution process that facilitates effective management performance and is attuned to the company's business environment, and culture.	Compliant	The Board leads discussions on strategy execution and implementation of key company initiatives during its meetings. For an indicative summary of the Board's acts in 2024, please refer to DIS, Part D., Item 18(b) (pdf pp. 37-39) accessible at the following link: https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf During meetings, management provides the Board with updates on financial performance and strategy execution. The Board, as a whole and through its committees, engage with management and the heads of Monde's legal, compliance, audit, and risk functions during meetings to discuss and provide guidance in achieving key business objectives and implementing strategic initiatives. <u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8(c) (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf Board Charter, Art. VII, Secs. 1-2 (pp. 10-15) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf	
Recommendation 2.3			
1. Board is headed by a competent and qualified Chairperson.	Compliant	Ms. Kataline Darmono served as Board chairperson in 2024. Ms. Darmono is highly competent and qualified to discharge the duties of Monde's chairperson. Please refer to the links below for Ms. Darmono's relevant qualifications. <u>Links/References/Information:</u> Annual Report, Part III, Item 9 (pdf p. 61) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	

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		<p>DIS, Annex B – Information on Directors and Executive Officers (pdf p. 49) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>Website, Governance, Board of Directors page https://mondenissin.com/our-company-board-of-directors/</p>	
Recommendation 2.4			
1. Board ensures and adopts an effective succession planning program for directors, key officers and management.	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. I, Secs. 8(e) (p. 4), and 11 (pp. 5-6); and Art. IV., Sec. 4. https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.e (p. 10) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
2. Board adopts a policy on the retirement for directors and key officers.	Compliant	<p>CGNRC Charter, Secs. 2.2 (p. 1), 3.4 (p. 2), 3.14 (p. 3), 5.2 (p. 5) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p>	
Recommendation 2.5			
1. Board aligns the remuneration of key officers and board members with long-term interests of the company.	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8.f-g (p. 4); Art. I, Sec. 9.b (p.5); Art. II, Sec. 3.2.c and 3.2 par. 2 (p.9); and Art. IV, Sec. 4 (p. 16) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	
2. Board adopts a policy specifying the relationship between remuneration and performance.	Compliant	<p>Board Charter, Art. VII, Secs. 1.f-g (p. 10), 1.gg (p. 13), and 2.b (p.14) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
3. Directors do not participate in discussions or deliberations	Compliant	<p>CGNRC Charter, Secs. 1 (p. 1), 3.4 (p. 2), and 3.13 (p. 3)</p>	

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involving his/her own remuneration.		<p>https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p> <p>Annual Report, Part III, Item 10(b) – Compensation of Directors (pdf pp. 68-69) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Part B., Item 6(a) and (b) Compensation of Directors and of Executive Officers (pdf pp. 32-34) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>Directors who are not independent directors do not receive meeting fees nor any other form of remuneration as directors. The current per diems payable to independent directors were determined by the Board on March 1, 2021, <i>i.e.</i>, before any of the independent directors came on board. No other director remuneration has been approved to date.</p>	
Optional: Recommendation 2.5			
1. Board approves the remuneration of senior executives.			
2. Company has measurable standards to align the performance-based remuneration of the executive directors and senior executives with long-term interest, such as claw back provision and deferred bonuses.			
Recommendation 2.6			

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1. Board has a formal and transparent board nomination and election policy.	Compliant	<p>Pursuant to Monde's By-Laws, CG Manual, Board Charter, and CGNRC Charter, the Board, through the CGNRC, is responsible for ensuring that Monde has a formal and transparent nomination and election policy. Consistent with this mandate, the CGNRC promulgated the Rules Governing the Nomination and Election of Directors ("Nomination and Election Rules") and has caused the same to be published on Monde's Website from the opening of the nomination period until the close of nominations, which is sixty (60) calendar days before the date of the stockholders' regular meeting. As stated in the CG Manual's Art. V, Sec. 1, all holders of common shares, including minority shareholders, have the right to nominate and elect directors in accordance with the RCC, Monde's By-Laws, and the Nomination and Election Rules. Shareholders (including minority shareholders) wishing to nominate a person for membership on Monde's Board are able to do so by submitting a nomination in the proper form and with the proper content to Monde's Corporate Secretary within the nomination period.</p> <p>As stated in Monde's By-Laws, CG Manual, Board Charter, and CGNRC Charter, the CGNRC is responsible for screening and shortlisting candidates to ensure that only those that possess all the qualifications and none of the disqualifications for directorship will be considered and included in the final list of qualified candidates. The qualifications and disqualifications applicable to nominees for directorship can also be found in Monde's By-Laws, CG Manual, Board Charter, and CGNRC Charter. The CGNRC then endorses its findings to the Board, which then conducts its own assessment of the nominees before approving the final list of nominees, guided by the CGNRC's endorsement.</p> <p>An assessment of the effectiveness of Monde's director nomination, election and replacement processes was included in the Board's annual evaluation for 2024.</p> <p><u>Links/References/Information:</u> Nomination and Election Rules https://mondenissin.com/wp-content/uploads/2024/04/MNC-CGNRC-2024-Nomination-Rules-with-forms_05April2024.pdf</p> By-Laws, Art. I, Secs. 2.3-2.6 (pp. 1-2) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf	
2. Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	Compliant		
3. Board nomination and election policy includes how the company accepted nominations from minority shareholders.	Compliant		
4. Board nomination and election policy includes how the board shortlists candidates.	Compliant		
5. Board nomination and election policy includes an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.	Compliant		
6. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.	Compliant		

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		<p>CG Manual, Art. I, Secs. 3-4, 6, and 8.h (pp. 1-4); Art. II, Secs. 3 and 3.2 (pp. 8-9); and Art. V, Sec.1 (p. 17) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. IV, Secs. 1-2 (p.7) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>CGNRC Charter, Sec. 4 (pp. 3-5); and Secs. 7.4 and 7.6 (p. 6) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p>	
Optional: Recommendation to 2.6			
<p>1. Company uses professional search firms or other external sources of candidates (such as director databases set up by director or shareholder bodies) when searching for candidates to the board of directors.</p>	Compliant	<p>In 2022, following the resignation of former Independent Director Delfin L. Lazaro due to personal reasons, Monde promptly identified and appointed a highly qualified successor, Mr. Romeo L. Bernardo, to serve the remainder of Mr. Lazaro’s term. Mr. Bernardo, currently a member of the Bangko Sentral ng Pilipinas’ Monetary Board, brought with him extensive experience in the banking industry. He has served on the boards of several publicly listed companies, including Bank of the Philippine Islands, Aboitiz Equity Ventures, Inc., RFM Corporation, and Globe Telecom, Inc. Likewise, in 2023, upon Mr. Bernardo’s resignation from Monde’s Board following his appointment to the Monetary Board, the Board once again ensured a seamless transition by appointing Ms. Anabelle L. Chua, former member of the Board of Directors of the Philippine Stock Exchange, to serve Mr. Bernardo’s unexpired term. Ms. Chua, who still currently serves as an Independent Director of Monde, brings to the Board her considerable expertise in finance, audit, risk management, and corporate governance.</p> <p>In 2024, former Independent Director Marie Elaine Teo chose not to seek re-election upon the expiration of her term on June 28, 2024. The Board, upon nomination duly received and endorsed by the CGNRC, identified current Independent Director Mr. Ramon Felicisimo M. Lopez as a qualified replacement and a valuable addition to the Board. Mr. Lopez, a former Secretary of the Department of Trade and Industry, is a well-respected figure in the business</p>	

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		<p>world. He has received multiple accolades including the 2016 Nation Builders Award for Government Service, the 2017 Philippine Innovation Man of the Year, the Presidential Order of Sikatuna (with a rank of Datu), the 2020 People of the Year by People Asia, the Presidential Medal of Merit in 2022, and the Lifetime Contributor of the Year by The Asia CEO Awards 2022.</p>	
Recommendation 2.7			
<p>1. Board has overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.</p>	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. II, Secs. 4 and 4.2 (pp. 9-11) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.II (pp. 13-14) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
<p>2. RPT Policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.</p>	Compliant	<p>Amended Material Related Party Transactions Policy (“MRPT Policy”) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p> <p>Disclosure re: amended MRPT Policy on PSE Electronic Disclosure Generation Technology portal (“PSE EDGE”) https://edge.pse.com.ph/openDiscViewer.do?edge_no=0f0744bb2476d95f3470cea4b051ca8f</p>	
<p>3. RPT Policy encompasses all entities within the group, taking into account their size, structure, risk profile and complexity of operations.</p>	Compliant	<p>Monde’s Risk and Related Party Transactions Committee (“RRPTC”) Charter, Secs. 3.17-3.22 (pp. 3-4) https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p> <p>Annual Report, Part III, Item 12 – Certain Relationships and Related Transactions (pdf p. 72); Annex A - 2024 Consolidated Audited Financial Statements and Supplementary Schedules, Notes 4 and 23 for related party relationships and transactions (pdf pp. 117-121, and 149-150)</p>	

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		https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	
Supplement to Recommendations 2.7			
<p>1. Board clearly defines the threshold for disclosure and approval of RPTs and categorizes such transactions according to those that are considered <i>de minimis</i> or transactions that need not be reported or announced, those that need to be disclosed, and those that need prior shareholder approval. The aggregate amount of RPTs within any twelve (12) month period should be considered for purposes of applying the thresholds for disclosure and approval.</p>	Compliant	<p>Consistent with the requirements of SEC Memorandum Circular No. 10, Series of 2019 or the Rules on Material Related Party Transactions for Publicly-Listed Companies, Monde’s Board promulgated Monde’s MRPT Policy in 2021. The same was subsequently amended in November 2022.</p> <p>Material related party transactions (“MRPTs”) are subject to review pursuant to Monde’s MRPT Policy. MRPTs require the approval of at least two-thirds (2/3) vote of Monde’s Board, with at least a majority of the independent directors voting to approve the MRPT under review. Where the required number of independent directors’ votes are not obtained, the MRPT may be ratified by the vote of stockholders representing at least two-thirds of Monde’s outstanding capital stock.</p> <p><u>Links/References/Information:</u> MRPT Policy, Sec. 3 (pp. 2-3) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p> <p>Disclosure re: amended MRPT Policy on PSE EDGE https://edge.pse.com.ph/openDiscViewer.do?edge_no=0f0744bb2476d95f3470cea4b051ca8f</p>	
<p>2. Board establishes a voting system whereby a majority of non-related party shareholders approve specific types of related party transactions during shareholders’ meetings.</p>	Compliant	<p>MRPTs are subject to review pursuant to Monde’s MRPT Policy. MRPTs require the approval of at least two-thirds (2/3) vote of Monde’s Board, with at least a majority of the independent directors voting to approve the MRPT under review. Where the required number of independent directors’ votes are not obtained, the MRPT may be ratified by the vote of stockholders representing at least two-thirds of Monde’s outstanding capital stock.</p> <p>Notably, all actions by the Board and management, including those pertaining to related party transactions (“RPTs”), whether material or not, are submitted for the approval and ratification of the shareholders at Monde’s annual stockholders’ meeting.</p>	

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		<p><u>Links/References/Information:</u> MRPT Policy, Sec. 4 par. 2 (p. 3) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p> <p>DIS, Part D, Item 15(a)iv. (pdf p. 37) and Item 18(b) (pdf pp. 37-39) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
Recommendation 2.8			
<p>1. Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).</p>	<p>Compliant</p>	<p>Pursuant to the By-Laws, Monde’s officers are primarily accountable to the Board. Monde’s officers, as defined in the By-Laws and CG Manual, include the President, the Chief Executive Officer, the Executive Vice President, the Treasurer, the Corporate Secretary, the Chief Financial Officer, the Chief Compliance Officer, the Chief Risk Management Officer, the Chief Internal Audit Executive, and such other officers as may from time to time be elected or appointed by the Board. Monde’s CG Manual and Board Charter states that the Board is responsible for approving the selection and assessing the performance of management led by the President, the Chief Executive Officer, the Executive Vice President, the vice presidents, the functional directors, and/or other department, division, or group heads, and leaders of other units performing control functions.</p> <p>At the organizational meeting of the Board held immediately after the ASM on June 28, 2024, the Board appointed the President, the Chief Executive Officer & Executive Vice President, the Treasurer, the Chief Financial Officer, the Corporate Secretary, the Assistant Corporate Secretaries, the Chief Compliance Officer, the Chief Risk Management Officer, and the Chief Internal Audit Executive.</p> <p><u>Links/References/Information:</u> By-Laws, Art. III, Secs. 1-2 (pp. 6-7) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Sec. 8(i) (p. 4); and Art. III, Secs. 4 and 7-12 (pp. 12-16)</p>	

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		<p>https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.i (pp. 11) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Website, Governance, Corporate Officers page https://mondenissin.com/corporate-officers/</p> <p>Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p> <p>Amended Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/Amended-117-C-Results-of-OBM_28June2024.pdf</p>	
<p>2. Board is primarily responsible for assessing the performance of Management led by the President, the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).</p>	<p>Compliant</p>	<p>The Board is responsible for assessing the performance of management, including the President, the Chief Executive Officer and the heads of Monde’s other control functions. An assessment of the effectiveness of Monde’s management was included in the Board’s annual evaluation for 2024.</p> <p><u>Links/References/Information:</u> By-Laws, Art. III, Sec. 1 (p. 6) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Sec. 8(j) (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.i-j (pp. 11); and Annex A (pp. 19-20)</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf	
Recommendation 2.9			
<p>1. Board establishes an effective performance management framework that ensures that Management’s performance is at par with the standards set by the Board and Senior Management.</p>	Compliant	<p>The Board’s responsibility for establishing an effective performance management framework and ensuring that management’s performance is at par with the standards set by the Board is embodied in Monde’s CG Manual and Board Charter. The Board is responsible for assessing the performance of management. An assessment of the effectiveness of Monde’s management was included in the Board’s annual evaluation for 2024.</p>	
<p>2. Board establishes an effective performance management framework that ensures that personnel’s performance is at par with the standards set by the Board and Senior Management.</p>	Compliant	<p>Before every Board and Board committee meeting, directors are provided materials and pre-reads in advance. During Board and Board committee meetings, management provides the directors with updates on financial performance and strategy execution, as well as explanations and presentations on agenda items requiring approval. The Board, as a whole and through its committees, engage with management and the heads of Monde’s legal, compliance, audit, and risk functions during meetings to discuss and provide guidance in achieving key business objectives and implementing strategic initiatives.</p> <p><u>Links/References/Information:</u> By-Laws, Art. III, Sec. 1 (p. 6) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Sec. 8(j) (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.i-j (pp. 11); and Annex A (pp. 19-20) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
Recommendation 2.10			

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1. Board oversees that an appropriate internal control system is in place.	Compliant	The Board’s responsibility for overseeing that an appropriate internal control system is in place is embodied in Monde’s CG Manual and Board Charter. Part of this internal control system is Monde’s Revised Conflict of Interest Policy which provides for monitoring and management mechanisms for actual or potential conflicts of interest of Monde’s directors, officers, employees, and other stakeholders.	
2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management, members and shareholders.	Compliant	<p>Monde’s Revised Conflict of Interest Policy, promulgated by the Board on December 19, 2023, mandates the submission by all directors, officers, employees, agents and other authorized representatives of Monde or any of its majority-owned subsidiaries of both Initial and Annual form-based COI declarations to cover any activity or transaction that might give rise to a conflict of interest, or even the appearance of a conflict of interest.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8.k (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1. k (pp. 11) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Revised Conflict of Interest Policy https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</p>	
3. Board approves the Internal Audit Charter.	Compliant	<p>On June 22, 2021, the Board, upon the recommendation and endorsement of the Audit Committee, approved the company’s Internal Audit Charter. On December 18, 2024, the Board approved the amended Internal Audit Charter which had been updated to comply with revised global internal audit standards.</p> <p>Under the CG Manual and Board Charter, the Board adopts and approves the internal audit charter.</p> <p><u>Links/References/Information:</u></p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>CG Manual, Art. I, Sec. 8.l (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.m (pp. 11); and Annex A (pp. 19-20) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Monde’s Corporate Internal Audit (“CIA”) Charter https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</p>	
Recommendation 2.11			
<p>1. Board oversees that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.</p>	<p>Compliant</p>	<p>At its meeting on March 1, 2021, the Board established a dedicated committee (<i>i.e.</i>, the Risk and Related Party Transactions Committee or RRPTC) which oversees Monde’s risk management activities. Throughout 2024 (and in fact, from the RRPTC’s constitution in 2021), the members of Monde’s RRPTC, as with the Audit and CGNR Committees, have all been Independent Directors.</p> <p>On July 13, 2022, the RRPTC approved Monde’s ERM framework to effectively manage existing and emerging risks and to enhance Monde’s risk management infrastructure and capabilities. The ERM framework is being managed by an ERM team, led by Monde’s Chief Risk Management Officer.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8.m (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.m (pp. 11); and Annex A (pp. 19-20) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	

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		RRPTC Charter, Sec. 1 https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf Monde’s ERM Framework https://mondenissin.com/enterprise-risk-management/	
2. The risk management framework guides the board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.	Compliant	<p>On July 13, 2022, the RRPTC approved Monde’s enterprise risk management (“ERM”) framework to effectively manage existing and emerging risks and to enhance Monde's risk management infrastructure and capabilities. Beginning late 2024, the ERM framework has been implemented by a dedicated ERM team, led by Monde’s Chief Risk Management Officer, and supported by a Risk Manager.</p> <p>Monde’s Chief Risk Management Officer leads the ERM program and reports directly to the Board and the RRPTC. He oversees the identification, assessment, and mitigation of risks at both strategic and operational levels, and develops ERM strategies, framework, and policy, including calibration of risk appetite, risk tolerance and risk capacity.</p> <p>The ERM team supports the Chief Risk Management Officer in conducting enterprise-wide risk assessments/targeted risk analysis, and escalates issues to him, and where applicable or required, to the RRPTC. It also supports business units (<i>i.e.</i>, the risk champions and owners) in managing their risk exposures, develops Monde’s Risk Training Program, conducts risk awareness sessions, orientations, and trainings, and facilitates the updating of Monde’s risk register.</p> <p><u>Links/References/Information:</u> Monde’s ERM Framework https://mondenissin.com/enterprise-risk-management/</p>	
Recommendation 2.12			
1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities and	Compliant	<p><u>Links/References/Information:</u> Board Charter</p>	

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accountabilities in carrying out its fiduciary role.		https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf	
2. Board Charter serves as a guide to the directors in the performance of their functions.	Compliant	Website, Governance, Board of Directors page https://mondenissin.com/our-company-board-of-directors/	
3. Board Charter is publicly available and posted on the company's website.	Compliant		
Additional Recommendation to Principle 2			
1. Board has a clear insider trading policy.	Compliant	Part of ensuring that Monde adheres not only to good governance best practices but also to the strictures of Republic Act No. 8799 or The Securities Regulation Code of 2000, as well as the PSE's requirements under the PSE Disclosure and Listing Rules, the Board on March 1, 2021 promulgated Monde's Insider Trading Policy. The same policy was amended on December 20, 2021 to further tighten controls against insider trading and illegal market practices, and to provide more stringent controls on how material, non-public information are to be treated by Covered Persons (as defined in the policy). <u>Links/References/Information:</u> Insider Trading Policy https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf	
Optional: Principle 2			
1. Company has a policy on granting loans to directors, either forbidding the practice or ensuring that the transaction is conducted at arm's length basis and at market rates.	Compliant	Monde's Revised Conflict of Interest Policy prohibits Monde from granting personal loans to directors or officers unless the same is a regular employment benefit given by Monde to employees in the same benefit group and unless allowed by applicable laws and regulations. <u>Links/References/Information:</u> Revised Conflict of Interest Policy, Sec. 3.4 (p. 4) https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf	

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		<p>CG Manual, Art. I, Sec. 8.o (p. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.o (pp. 11) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
<p>2. Company discloses the types of decision requiring board of directors' approval.</p>	Compliant	<p>Monde rigorously adheres to the disclosure requirements under Republic Act No. 8799, or the Securities Regulation Code ("SRC"), the SRC's implementing rules and regulations ("IRR"), and the SEC's relevant issuances, as well as the PSE's Disclosure Rules, in relation to the disclosure of certain matters that are taken up and approved by the Board during its meetings. In 2024, Monde had 63 disclosures, and was not cited by the SEC or the PSE for any disclosure-related violation.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8.p (pp. 4) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.p (pp. 11) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
<p>Principle 3: Board committees should be set up to the extent possible to support the effective performance of the Board's functions, particularly with respect to audit, risk management, related party transactions, and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all committees established should be contained in a publicly available Committee Charter.</p>			
<p>Recommendation 3.1</p>			
<p>1. Board establishes board committees that focus on specific board functions to aid in the</p>	Compliant	<p>At its meeting on March 1, 2021, pursuant to the authority granted it under Monde's By-Laws, the Board established the following committees: the Executive Committee, the Audit Committee, the CGNRC, and the RRPTC. The Board is also empowered to establish any other Board committees that focus on specific board functions that it may deem necessary or</p>	

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<p>optimal performance of its roles and responsibilities.</p>		<p>advisable in respect of Monde’s affairs. The composition, functions, and responsibilities of the committees established by the Board are set out in the CG Manual, and the committees’ respective charters.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Sec. 1 (p.4) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Secs. 1-4 (pp. 6-11) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VIII, Secs 1-4 (pp. 16-17) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Executive Committee Charter https://mondenissin.com/wp-content/uploads/2021/12/7-MNC-Executive-Committee-Charter-as-of-June-22-2021.pdf</p> <p>Audit Committee Charter https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>CGNRC Charter https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p> <p>RRPTC Charter https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p> <p>Website, Governance, Board Committees page</p>	

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		https://mondenissin.com/board-committees/	
Recommendation 3.2			
<p>1. Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.</p>	Compliant	<p>At its meeting on March 1, 2021, pursuant to the authority granted it under Monde's By-Laws, the Board established the Audit Committee which serves to enhance the Board's oversight capability over Monde's financial reporting, internal control system, internal and external audit processes, and compliance functions. The Audit Committee's composition, functions, and responsibilities are set out in the CG Manual and the Audit Committee Charter. Throughout 2024 (and in fact, from the Audit Committee's constitution in 2021), the members of Monde's Audit Committee have all been Independent Directors.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Secs. 1 (p.4) and 3.1 (p.5) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Sec. 2 (pp.6- 8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VIII, Secs 1-4 (pp. 16-17) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Audit Committee Charter https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p>	
<p>2. Audit Committee is composed of at least three appropriately qualified non-executive directors, the majority of whom, including the Chairman is independent.</p>	Compliant	<p>Under Monde's By-Laws and CG Manual, the Audit Committee shall be composed of not less than three appropriately qualified NEDs, the majority of whom, including the Audit Committee's chairperson, should be Independent Directors. At its organizational meeting on June 28, 2024, the Board appointed Ms. Anabelle L. Chua (chairperson), Ms. Nina Perpetua D. Aguas, and Mr. Ramon Felicisimo M. Lopez, all Independent Directors, as members of the</p>	

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<p>3. All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.</p>	<p>Compliant</p>	<p>Audit Committee. The qualifications of the Audit Committee members are set out in the DIS and the Website.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Sec. 3.1 (p.5) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Sec. 2 par. 1 (pp. 6-7) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Audit Committee Charter https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 61-62) and Part IV, Item 13, Corporate Governance (pdf p. 72, par. 4) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>Website, Governance, Board Committees page https://mondenissin.com/board-committees/</p> <p>Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p> <p>Amended Results of the Organizational Board of Directors’ Meeting held on June 28, 2024</p>	

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		https://mondenissin.com/wp-content/uploads/2024/06/Amended-117-C-Results-of-OBM_28June2024.pdf	
<p>4. The Chairman of the Audit Committee is not the Chairman of the Board or of any other committee.</p>	<p>Compliant</p>	<p>Under Monde’s By-Laws and CG Manual, the Audit Committee’s chairperson should not be the chairperson of the Board or of any other Board committees. At its organizational meeting on June 28, 2024, the Board appointed Independent Director Ms. Anabelle L. Chua as chairperson of the Audit Committee. Ms. Chua does not chair the Board or any other Board committee.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Sec. 3.1 (p.5) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Sec. 2 par. 1 (pp. 6-7) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Audit Committee Charter, Sec. 2.1, par. 2 (p. 1) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>Website, Governance, Board Committees page https://mondenissin.com/board-committees/</p> <p>Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p> <p>Amended Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/Amended-117-C-Results-of-OBM_28June2024.pdf</p>	

Supplement to Recommendation 3.2

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<p>1. Audit Committee approves all non-audit services conducted by the external auditor.</p>	<p>Compliant</p>	<p>The Audit Committee Charter and CG Manual provide for the Audit Committee’s duty and responsibility to evaluate and determine the non-audit services (“NAS”), if any, of Monde’s external auditor (“External Auditor”), and to periodically review the non-assurance fees paid to the External Auditor in relation to the total fees paid to such External Auditor and Monde’s overall consultancy expenses, among others.</p> <p>The Audit Committee has an existing policy to review and to pre-approve the audit and non-audit services rendered by the independent External Auditor. MONDE is proscribed from engaging the External Auditor for certain non-audit services which are expressly prohibited by prevailing SEC regulations to be performed by an independent auditor for its audit clients. This is to ensure that the independent auditor maintains the highest level of independence from the company, both in fact and appearance.</p> <p><u>Links/References/Information:</u> CG Manual, Art. II, Sec. 2.g (p. 7) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Audit Committee Charter, Sec. 3.8 (p. 3) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p>	
<p>2. Audit Committee conducts regular meetings and dialogues with the external audit team without anyone from management present.</p>	<p>Compliant</p>	<p>Members of the Audit Committee separately met with Monde’s External Auditor without management present in 2024.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I. Sec. 5 (p. 2) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. I, Sec. 5 (pp. 2-3); and Art. VI., Sec. 9 (p. 9) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	

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		Audit Committee Charter, Sec. 3 (p. 4, par. 3) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf	
Optional: Recommendation 3.2			
1. Audit Committee meets at least four times during the year.	Compliant	In 2024, the Audit Committee met six (6) times. <u>Links/References/Information:</u> Annual Report, Part IV, Item 13, Corporate Governance, Corporate Governance, (pdf p. 72, par. 5) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	
2. Audit Committee approves the appointment and removal of the internal auditor.	Compliant	Monde's CG Manual and Audit Committee Charter set out the authority of the Audit Committee to appoint and remove the internal auditor. The roles and responsibilities of the Chief Internal Audit Executive are defined in the CG Manual and CIA Charter. At the organizational meeting of the Board on June 28, 2024, the Board appointed Mr. Daniel Teichert as MONDE's Chief Internal Audit Executive following the recommendation of the Audit Committee. <u>Links/References/Information:</u> CG Manual, Art. II, Sec. 2.c (p. 7) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf CIA Charter https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf Audit Committee Charter, Sec. 3.4 (p. 2) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf	

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		<p>Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p> <p>Amended Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/Amended-117-C-Results-of-OBM_28June2024.pdf</p> <p>Disclosure on change in designation of Chief Internal Audit Executive Daniel Teichert https://edge.pse.com.ph/openDiscViewer.do?edge_no=9a4e88781755bb48abca0fa0c5b4e4d0</p> <p>https://mondenissin.com/wp-content/uploads/2024/12/17-C-Change-in-Directors-and-Officers-sgd_18-December-2024.pdf</p>	
Recommendation 3.3			
<p>1. Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.</p>	Compliant	<p>At its meeting on March 1, 2021, pursuant to the authority granted it under Monde’s By-Laws, the Board established the CGNRC which is responsible for overseeing compliance with and proper observance of CG principles and best practices. The CGNRC’s duties include overseeing the periodic performance evaluation of the Board and its committees, recommending relevant trainings for the members of the Board, installing and maintaining a process to ensure that all directors to be nominated for election have the qualifications and none of the disqualifications, and establishing a formal and transparent policy for determining the remuneration of Directors. The composition, functions, and responsibilities of the CGNRC are set out in the CG Manual and the CGNRC Charter. Throughout 2024 (and in fact, from the CGNRC’s constitution in 2021), the members of Monde’s CGNRC have all been Independent Directors.</p> <p>For Monde’s 2024 ASM, the CGNRC evaluated the qualifications of the nominees and prepared the final list of qualified candidates in accordance with the SRC’s IRR and Monde’s By-Laws. The Board approved the final list of qualified candidates for election as directors following the recommendation and endorsement by the CGNRC on May 8, 2024.</p>	

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<p>2. Corporate Governance Committee is composed of at least three members, all of whom should be independent directors.</p>	<p>Compliant</p>	<p>Throughout 2024 (and in fact, from the CGNRC’s constitution in 2021), the members of Monde’s CGNRC have all been Independent Directors. Under Monde’s By-Laws and CG Manual, the CGNRC shall be composed of at least three (3) NEDS, all of whom, as much as possible, should be Independent Directors, including its chairperson. At its organizational meeting on June 28, 2024, the Board appointed Mr. Ramon Felicisimo M. Lopez (chairperson), Ms. Nina Perpetua D. Aguas, and Ms. Anabelle L. Chua as members of the CGNRC.</p> <p><u>Links/References/Information:</u></p>	

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<p>3. Chairman of the Corporate Governance Committee is an independent director.</p>	<p>Compliant</p>	<p>The Chairperson of Monde’s CGNRC is, and has always been, an Independent Director.</p> <p>Under Monde’s By-Laws and CG Manual, the CGNRC’s chairperson should, as much as possible, be an Independent Director. At its organizational meeting on June 28, 2024, the Board appointed Independent Director and former Department of Trade and Industry Secretary Mr. Ramon Felicisimo M. Lopez as chairperson of Monde’s CGNRC.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Sec. 4.1 (p. 5) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Sec. 3, par. 1 (p. 8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>CGNRC Charter, Sec. 2.1 (p. 1) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p> <p>Annual Report, Part IV, Item 13, Corporate Governance, par. 4 (pdf p. 72) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>Website, Governance, Board Committees page https://mondenissin.com/board-committees/</p> <p>Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p> <p>Amended Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/Amended-117-C-Results-of-OBM_28June2024.pdf</p>	

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Optional: Recommendation 3.3.			
1. Corporate Governance Committee meet at least twice during the year.	Compliant	The CGNRC met three (3) times in 2024. <u>Links/References/Information:</u> Annual Report, Part IV, Item 13, Corporate Governance, par. 5 (pdf p. 72) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation-2024-Annual-Report-17A-with-Annexes-15April2025.pdf	
Recommendation 3.4			
1. Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.	Compliant	<p>In line with the SEC's recommendation in SEC Memorandum Circular No. 19 series of 2016, or the Code of Corporate Governance for Publicly Listed Companies, ("CG Code for PLCs") which states that the establishment of a board risk oversight committee is subject to a corporation's size, risk profile, and complexity of operations, and the SEC's explanation of the same recommendation that a board risk oversight committee is generally for conglomerates and companies with a high risk profile, Monde's Board established the RRPTC to aid the Board in the discharge of its functions related to risk and related party transactions. Pursuant to Monde's By-Laws and CG Manual, and in relation to the RRPTC's risk function, the RRPTC is responsible for overseeing Monde's ERM system to ensure that Monde has an effective integrated risk management process to enable the Board and management to make well-informed decisions taking into consideration risks related to significant business activities, plans and opportunities. The composition, functions, and responsibilities of the RRPTC are set out in Monde's CG Manual and the RRPTC Charter.</p> <p>At its organizational meeting on June 28, 2024, the Board appointed Ms. Nina Perpetua D. Aguas (chairperson), Ms. Anabelle L. Chua, and Mr. Ramon Felicisimo M. Lopez, all Independent Directors, as the RRPTC's members.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Secs. 1 (p.4) and 5 (p.6) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Sec. 4 (pp. 9-11)</p>	

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<p>2. BROCC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.</p>	<p>Compliant</p>	<p>All members of Monde’s RRPTC are, and have always been, Independent Directors. Under Monde’s By-Laws and CG Manual, the RRPTC should be composed of at least three (3) NEDs, the majority of whom should be Independent Directors, including the chairperson. Executive directors are prohibited from sitting as members of the RRPTC. At its organizational meeting on June 28, 2024, the Board appointed Ms. Nina Perpetua D. Aguas (chairperson), Ms. Anabelle L. Chua, and Mr. Ramon Felicisimo M. Lopez, all Independent Directors, as RRPTC members.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Sec. 5 (p.6) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Sec. 4 par. 1 (p. 9)</p>	

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<p>3. The Chairman of the BROCC is not the Chairman of the Board or of any other committee.</p>	<p>Compliant</p>	<p>RRPTC chairperson Nina Perpetua D. Aguas did not chair the Board or any other Board committee while acting as RRPTC chairperson, consistent with Monde’s By-Laws and CG Manual which provide that the RRPTC’s chairperson should not be the chairperson of the Board or of any other Board committees.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Sec. 5 (p.6)</p>	

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<p>4. At least one member of the BROCC has relevant thorough knowledge and experience on risk and risk management.</p>	<p>Compliant</p>	<p>Under Monde’s By-Laws, CG Manual, and RRPTC Charter, at least one member of the RRPTC should have relevant thorough knowledge and experience on risk and risk management. All the members of the RRPTC in 2024, <i>i.e.</i>, Ms. Nina Perpetua D. Aguas (chairperson), Ms. Anabelle L. Chua, and Mr. Ramon Felicisimo M. Lopez have relevant thorough knowledge and experience on risk and risk management. Notably and in particular, RRPTC Chairperson Ms. Nina Perpetua D. Aguas possesses industry-recognized thorough expertise and professional experience in the field of risk and risk management, being currently the Chairman and Chief Executive Officer of The Insular Life Assurance Co., the first and largest Filipino life insurance company.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Sec. 5 (p.6)</p>	

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Recommendation 3.5			
1. Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all	Compliant	At its meeting on March 1, 2021, Monde’s Board established the RRPTC to aid the Board in the discharge of its functions related to the management of risk and oversight on related party transactions. Pursuant to Monde’s By-Laws and CG Manual, the RRPTC, in relation to	

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<p>material related party transactions of the company.</p>		<p>its RPT functions, is responsible for reviewing all MRPTs and scrutinizes whether they are undertaken on arm’s length basis. The composition, functions, and responsibilities of the RRPTC are set out in Monde’s CG Manual and the RRPTC Charter.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Secs. 1 (p.4) and 5 (p.6) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Sec. 4 (pp. 9-11) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VIII, Secs 1-4 (pp. 16-17) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>RRPTC Charter https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p>	
<p>2. RPT Committee is composed of at least three non-executive directors, two of whom should be independent, including the Chairman.</p>	<p>Compliant</p>	<p>All three members of Monde’s RRPTC, including its chairperson, are Independent Directors. Under Monde’s By-Laws and CG Manual, the RRPTC should be composed of at least three (3) NEDs, the majority of whom should be Independent Directors, including the chairperson. Executive directors are prohibited from sitting as members of the RRPTC.</p> <p>At its organizational meeting on June 28, 2024, the Board appointed Ms. Nina Perpetua D. Aguas (chairperson), Ms. Anabelle L. Chua, and Mr. Ramon Felicisimo M. Lopez, all Independent Directors, as RRPTC members.</p> <p><u>Links/References/Information:</u> By-Laws, Art. II, Sec. 5 (p.6) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p>	

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Recommendation 3.6			
<p>1. All established committees have a Committee Charter stating in plain terms their respective purposes, memberships,</p>	<p>Compliant</p>	<p>The Board-established committees all have their respective committee charters which set out their respective purposes, memberships, structures, operations, reporting processes, resources, and other relevant information. An assessment of the performance of the Board’s committees was included in the Board’s annual evaluation in 2024.</p>	

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structures, operations, reporting process, resources and other relevant information.		<p><u>Links/References/Information:</u> Executive Committee Charter https://mondenissin.com/wp-content/uploads/2021/12/7-MNC-Executive-Committee-Charter-as-of-June-22-2021.pdf</p>	
2. Committee Charters provide standards for evaluating the performance of the Committees.	Compliant	<p>Audit Committee Charter https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>CGNRC Charter https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p> <p>RRPTC Charter https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p>	
3. Committee Charters were fully disclosed on the company's website.	Compliant	<p>All Board and Board committee charters are easily accessible by the public via MNC's website.</p> <p><u>Links/References/Information:</u> Website, Governance, Board Committees page https://mondenissin.com/board-committees/</p> <p>Board Charter https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Executive Committee Charter https://mondenissin.com/wp-content/uploads/2021/12/7-MNC-Executive-Committee-Charter-as-of-June-22-2021.pdf</p> <p>Audit Committee Charter</p>	

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Principle 4: To show full commitment to the company, the directors should devote the time and attention necessary to properly and effectively perform their duties and responsibilities, including sufficient time to be familiar with the corporation’s business.

Recommendation 4.1

<p>1. The Directors attend and actively participate in all meetings of the Board, Committees and shareholders in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.</p>	<p>Compliant</p>	<p>Since 2020, Board and Board Committee meetings have been held via videoconferencing platforms. The Corporate Secretary ensures that such meetings are conducted in accordance with the requirements of SEC Memorandum Circular Nos. 15-2001 and 6-2020, and Monde’s By-Laws and CG Manual. In 2024, the Board had six (6) meetings, the Executive Committee had four (4) meetings, the Audit Committee had six (6) meetings, the CGNRC had three (3) meetings, and the RRPTC had two (2) meetings. Monde’s directors attend and actively participate in meetings of the Board, its committees, and of shareholders, as required under Monde’s CG-Manual, and Board Charter.</p> <p><u>Links/References/Information:</u> Annual Report, Part IV, Item 13, Corporate Governance, Corporate Governance, par. 5 (pdf p. 72) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Item 5(a)(6) Appraisals and Performance Report for the Board of Directors (pdf pp. 30-32). https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
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		<p>By-Laws, Art. I, Sec. 4 (p. 3) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Sec. 9(c) (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 2(c) (p.14) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>For an indicative summary of matters considered and/or acted upon by the Board in 2024 please refer to: DIS, Part D, Item 15(a)v (pdf p. 36-37) and Item 18(b) (pdf pp. 37-39) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
<p>2. The directors review meeting materials for all Board and Committee meetings.</p>	<p>Compliant</p>	<p>Meeting agenda and materials are provided to the directors in advance. At the start of every Board or Board Committee meeting, the Corporate Secretary asks directors participating at the meeting to confirm that they have received the meeting agenda and materials. Monde’s directors review meeting materials for all Board and Board Committee meetings as required under Monde’s CG-Manual, and Board Charter.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 9(d) (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 2(d) (p.14) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	

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		For an indicative summary of matters considered and/or acted upon by the Board in 2024 please refer to: DIS, Part D, Item 15(a)v (pdf p. 36-37) and Item 18(b) (pdf pp. 37-39) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf	
3. The directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	Compliant	Monde’s directors ask questions and seek clarifications and explanations as necessary during Board and Board Committee meetings as required under Monde’s CG-Manual, and Board Charter. <u>Links/References/Information:</u> CG Manual, Art. I, Sec. 9(e) (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf Board Charter, Art. VII, Sec. 2(e) (p.14) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf For an indicative summary of matters considered and/or acted upon by the Board in 2024 please refer to: DIS, Part D, Item 15(a)v (pdf p. 36-37) and Item 18(b) (pdf pp. 37-39) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf	
Recommendation 4.2			
1. Non-executive directors concurrently serve in a maximum of five publicly-listed companies to ensure that they have sufficient time to fully prepare for minutes, challenge Management’s proposals/views,	Compliant	In 2024, none of Monde’s NEDs served in more than five publicly-listed companies. Pursuant to the Board Charter and the MRPT Policy, Monde’s directors are required to notify the Board through the Corporate Secretary before accepting a directorship in another company. <u>Links/References/Information:</u> Annual Report, Part III, Item 9(a)(1) (pdf pp. 60-62) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	

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<p>and oversee the long-term strategy of the company.</p>		<p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>CG Manual, Art. I, Sec. 12 (p. 6) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. I, Sec. 4 (p. 2) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>MRPT Policy, Section 6, par. 3 (pp. 4-5) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p>	
Recommendation 4.3			
<p>1. The directors notify the company’s board before accepting a directorship in another company.</p>	<p>Compliant</p>	<p>Pursuant to the Board Charter and the MRPT Policy, Monde’s directors must each formally notify the Board through the Corporate Secretary before he/she accepts a directorship in another company. The directors comply with this requirement on an on-going basis.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 12 (p. 6) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. I, Sec. 4 (p. 2) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>MRPT Policy, Section 6, par. 3 (pp. 4-5) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p>	

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Optional: Principle 4			
1. Company does not have any executive directors who serve in more than two boards of listed companies outside of the group.	Compliant	<p><u>Links/References/Information:</u> Annual Report, Part III, Item 9(a)(1) (pdf pp. 60-62) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
2. Company schedules board of directors’ meetings before the start of the financial year.	Compliant	Regular meetings of the Board and the Board committees are determined and pre-approved before the start of the financial year.	
3. Board of directors meet at least six times during the year.	Compliant	<p>In 2024, the Board met six (6) times.</p> <p><u>Links/References/Information:</u> Annual Report, Part IV, Item 13, Corporate Governance, par. 5 (pdf p. 72) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
4. Company requires as minimum quorum of at least 2/3 for board decisions.			
Principle 5: The board should endeavor to exercise an objective and independent judgment on all corporate affairs			
Recommendation 5.1			
1. The Board has at least 3 independent directors or such number as to constitute one-	Compliant	<p>Three (3) out of nine (9) of Monde’s directors, or one third of the Board, are Independent Directors.</p> <p><u>Links/References/Information:</u></p>	

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<p>third of the board, whichever is higher.</p>		<p>By-Laws, Art. I, Sec 2.5 (p. 2) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Sec.6 (p. 2) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. I, Sec. 7(a) (p. 3) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Website, Governance, Board of Directors page https://mondenissin.com/our-company-board-of-directors/</p> <p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 61-62) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
Recommendation 5.2			
<p>1. The independent directors possess all the qualifications and none of the disqualifications to hold the positions.</p>	<p>Compliant</p>	<p>All of Monde’s Independent Directors possess all the qualifications and none of the disqualifications to hold the positions as prescribed under applicable laws, the rules and regulations of the SEC, and Monde’s By-Laws, CG Manual, and Board Charter.</p> <p>The CGNRC is responsible for screening and shortlisting candidates to ensure that only those that possess all the qualifications and none of the disqualifications for directorship will be considered by the Board and included in the final list of qualified candidates for any given election.</p> <p><u>Links/References/Information:</u> Annual Report, Part III, Item 9(a)(1) (pdf pp. 61-62) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	

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		<p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>Website, Governance, Board of Directors page https://mondenissin.com/our-company-board-of-directors/</p> <p>Nomination and Election Rules https://mondenissin.com/wp-content/uploads/2024/04/MNC-CGNRC-2024-Nomination-Rules-with-forms_05April2024.pdf</p> <p>By-Laws, Art. I, Secs. 2.2-2.6 (pp. 1-2) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Secs. 3-4, 6, and 8.h (pp. 1-4); Art. II, Secs. 3 and 3.2 (pp. 8-9); and Art. V, Sec.1 (p. 17) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. IV, Secs. 1-2 (p.7) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>CGNRC Charter, Sec. 4 (pp. 3-5); and Secs. 7.4 and 7.6 (p. 6) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p>	
Supplement to Recommendation 5.2			
<p>1. Company has no shareholder agreements, by-laws provisions, or other arrangements that constrain the directors’ ability to vote independently.</p>	<p>Compliant</p>	<p>As a policy and in actual practice, Monde has no arrangements that constrain any director’s ability to vote independently.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 9 par. 2 (p. 5)</p>	

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		https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf By-Laws https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf	
Recommendation 5.3			
1. The independent directors serve for a cumulative term of nine years (reckoned from 2012).	Compliant	None of Monde’s Independent Directors have served as such for a cumulative term of nine (9) years. Monde became a PLC on June 1, 2021.	
2. The company bars an independent director from serving in such capacity after the term limit of nine years.	Compliant	An Independent Director serves for a maximum cumulative term of nine (9) years, after which, he/she is perpetually barred from re-election as such in Monde but may continue to qualify for election as a regular, non-independent director, in accordance with the CG Code for PLCs. An Independent Director may be retained as such for a period longer than nine (9) years provided that the Board presents meritorious justification/s for the retention and seeks shareholders’ approval during the relevant annual stockholders’ meeting.	
3. In the instance that the company retains an independent director in the same capacity after nine years, the board provides meritorious justification and seeks shareholders’ approval during the annual shareholders’ meeting.	Compliant	Links/References/Information: CG Manual, Art. I, Sec. 6 par. 2 (p. 3) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf Board Charter, Art. II, Sec. 2 (p.5) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf	
Recommendation 5.4			
1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.	Compliant	Ms. Kataline Darmono served as Board chairperson for 2024. Ms. Darmono has not held the position of Chief Executive Officer of Monde. Links/References/Information: Website, Governance, Board of Directors page https://mondenissin.com/our-company-board-of-directors/	

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		<p>Annual Report, Part III, Item 9(a)(1) (pdf p. 61) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf p. 49) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
<p>2. The Chairman of the Board and Chief Executive Officer have clearly defined responsibilities.</p>	<p>Compliant</p>	<p>The functions, duties, and responsibilities of the Directors, including those of the Chairperson and the Chief Executive Officer, are clearly provided and defined in the By-Laws, the CG Manual, and the Board Charter.</p> <p><u>Links/References/Information:</u> By-Laws, Art. III, Secs. 4 and 7 (pp. 7-8) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. III, Sec. 2 and 4 (pp. 11-13) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 3 (pp. 15-16) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
<p>Recommendation 5.5</p>			
<p>1. If the Chairman of the Board is not an independent director, the board designates a lead director among the independent directors.</p>	<p>Compliant</p>	<p>In 2024, Ms. Nina Perpetua D. Aguas was elected and served as Monde’s Lead Independent Director.</p> <p>Monde’s CG Manual and Board Charter provides for the designation of a Lead Independent Director when the Board chairperson is not an Independent Director, in accordance with the CG Code for PLCs. Ms. Nina Perpetua D. Aguas is currently the Lead Independent Director.</p>	

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		<p><u>Links/References/Information:</u> CG Manual, Art. III, Secs. 2 par. 3 and 3 (pp. 11-12) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. I, Sec. 7(e) (pp. 4-5) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 61-62) and Part IV, Item 13, Corporate Governance, par. 4 (pdf p. 72) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf p. 49) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p> <p>Amended Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/Amended-117-C-Results-of-OBM_28June2024.pdf</p>	
Recommendation 5.6			
<p>1. Directors with material interest in a transaction affecting the corporation abstain from taking part in the deliberations on the transaction.</p>	<p>Compliant</p>	<p>Directors are required to abstain from taking part in the deliberations of any transaction affecting Monde in which he/she may have a material interest.</p> <p>In FY 2024, there have been no such transactions.</p> <p><u>Links/References/Information:</u> By-Laws, Art. I, Sec. 4.4 (p. 3)</p>	

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		<p>https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Sec. 9.f (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Monde’s Code of Conduct and Business Ethics (“Code of Conduct”), Sec. 2, Conflict of Interest (p. 8) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p> <p>Revised Conflict of Interest Policy, Sec. 3.2c (p. 2) https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</p> <p>MRPT Policy, Sec. 6 par. 2 (p. 4) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p>	
Recommendation 5.7			
<p>1. The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions, without any executive present.</p>	Compliant	<p>In 2024, Monde’s NEDs met with the heads of Monde’s Legal and Compliance, Risk, and Corporate Internal Audit departments without any executive present, which meeting was chaired by the Lead Independent Director.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 5 (p. 2) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	
<p>2. The meetings are chaired by the lead independent director.</p>	Compliant	<p>Board Charter, Art. VI, Sec. 9 (p. 10) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	

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Optional: Principle 5			
1. None of the directors is a former CEO of the company in the past 2 years.			
Principle 6: The best measure of the Board’s effectiveness is through an assessment process. The Board should regularly carry out evaluations to appraise its performance as a body, and assess whether it possesses the right mix of backgrounds and competencies.			
Recommendation 6.1			
1. Board conducts an annual self-assessment of its performance as a whole.	Compliant	The Board conducted its annual self-assessment for 2024, where it was asked to provide assessments on the following evaluation areas: the Board, the Board and its committees, individual directors, relationship between Board and management, and Independent Directors and the committees. <u>Links/References/Information:</u> CG Manual, Art. I, Sec. 13 (p. 6); and Art. II, par. 1, 2 nd sentence (p. 6) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf Board Charter, Art. III, Sec. 6 (pp. 6-7) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf CGNRC Charter, Sec. 7.4 (p. 6) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf Audit Committee Charter, Sec. 7 (pp. 5-6) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf RRPTC Charter, Sec. 5.4 (p. 6) https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf	
2. The Chairman conducts a self-assessment of his performance.	Compliant		
3. The individual members conduct a self-assessment of their performance.	Compliant		
4. Each committee conducts a self-assessment of its performance.	Compliant		

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		<p>Annual Report, Part IV, Item 13, Improvement and Recognition, par. 2 (pdf p. 73) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
5. Every three years, the assessments are supported by an external facilitator.	Compliant	<p>The CG Manual and the Board Charter provide that the Board's annual formal assessment process shall be conducted by an independent third-party consultant every three (3) years. The third-party consultant should be an acknowledged expert, general professional firm, company or partnership, or practitioner in the fields of governance, management, behavioral psychology, law or audit.</p> <p>For the 2023 evaluation conducted and concluded in 2024, Monde was supported by the ICD in conducting its annual assessment.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 13 par. 3 (p. 6) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. III, Sec. 6 (pp. 6-7) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
Recommendation 6.2			
1. Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual directors and committees.	Compliant	<p>The Board has an assessment system in place to determine the performance of the Board, individual directors, and the Board committees. The guidelines for conducting performance assessments are provided under Monde's Board Charter.</p> <p>Monde's Investor Relations group regularly receives feedback from shareholders and investors. Part of its primary functions is the creation and management of a mechanism by which shareholders can provide feedback on the performance of the Board.</p>	

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<p>2. The system allows for a feedback mechanism from the shareholders.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 13 (p. 6); and Art. VI(c) and (e) (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. III, Sec. 6 (pp. 6-7); and Annex A (pp. 19-20) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Annual Report, Part IV, Item 13, Improvement and Recognition, par. 2 (pdf p. 73) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>Website, Investors, Shareholding Inquiry page https://mondenissin.com/investors-inquiry/</p>	
Principle 7: Members of the Board are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.			
Recommendation 7.1			
<p>1. Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> Code of Conduct https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p>	
<p>2. The Code is properly disseminated to the Board, senior management and employees.</p>	<p>Compliant</p>	<p>The Code of Conduct is publicly available on Monde’s Website. A copy of, and trainings on, the Code of Conduct are also provided to all new hires. Monde’s employees are required to submit a certification of compliance with the Code of Conduct annually.</p>	

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		<p><u>Links/References/Information:</u> Code of Conduct, Sec. 6 (p. 9) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p>	
3. The Code is disclosed and made available to the public through the company website.	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. II, Sec. 5 (p. 11) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Governance, Code of Conduct and Ethics page https://mondenissin.com/code-of-conduct-and-ethics/</p>	
Supplement to Recommendation 7.1			
1. Company has clear and stringent policies and procedures on curbing and penalizing company involvement in offering, paying and receiving bribes.	Compliant	<p><u>Links/References/Information:</u> Anti-Bribery and Corruption Policy https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</p> <p>Code of Conduct https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p>	
Recommendation 7.2			
1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	Compliant	All directors, officers, and employees of Monde are required to comply with the Code of Conduct. The Chief Compliance Officer is tasked with monitoring, reviewing, evaluating, and ensuring compliance with company policies, and has the duty of reporting to the Board any perceived or proven violations of company policies together with a recommendation on the appropriate disciplinary action to be pursued or imposed.	
2. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8(t) (p. 5); and Art. III, Sec. 9 (b) and (c) (p. 14) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	

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		<p>Board Charter, Art. VII, Sec. 1(t) (p. 11) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Code of Conduct, Secs. 1 (pp.1-2) and 7 (pp. 9-10) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p> <p>Anti-Bribery and Corruption Policy, Sec. 2.2-2.3 (p. 4) https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</p>	
Disclosure and Transparency			
Principle 8: The company should establish corporate disclosure policies and procedures that are practical and in accordance with best practices and regulatory expectations.			
Recommendation 8.1			
<p>1. Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders and other stakeholders that gives a fair and complete picture of a company's financial condition, results and business operations.</p>	<p>Compliant</p>	<p>Monde complies with the disclosure requirements provided for under the SRC, the SRC's IRR, the SEC's relevant issuances, and the PSE's Disclosure Rules. Monde's CG Manual and Board Charter provides that it is the Board's responsibility to establish corporate disclosure policies and procedures that would result in a comprehensive, accurate, reliable, and timely report to shareholders and other stakeholders that give a fair and complete picture of Monde's financial condition, results, and business operations.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8.p-q (pp. 4-5); and Art. IV (pp. 16-17) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.p-q (p. 11) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	

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		<p>Website, Investors, Company Disclosures page https://mondenissin.com/disclosures-sec-filings/</p> <p>Annual Report, Part V, Item 14(b) (pdf p. 73-75) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
Supplement to Recommendations 8.1			
<p>1. Company distributes or makes available annual and quarterly consolidated reports, cash flow statements, and special audit revisions. Consolidated financial statements are published within ninety (90) days from the end of the fiscal year, while interim reports are published within forty-five (45) days from the end of the reporting period.</p>	<p>Compliant</p>	<p>Monde publishes consolidated financial statements and interim reports within the SEC- and PSE-mandated deadlines.</p> <p><u>Links/References/Information:</u> CG Manual, Art. IV, Sec. 1 (p. 16) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Governance, Company Disclosures, SEC filings page https://mondenissin.com/disclosures-sec-filings/</p> <p>Monde’s 1Q 2024 Quarterly Report, published on May 14, 2024 https://edge.pse.com.ph/openDiscViewer.do?edge_no=20ed1c4af718066fabca0fa0c5b4e4d0</p> <p>https://mondenissin.com/wp-content/uploads/2024/05/Quarterly-Report-Q1-2024_14-May-2024.pdf</p> <p>Monde’s 2Q 2024 Quarterly Report, published on August 13, 2024 https://edge.pse.com.ph/openDiscViewer.do?edge_no=6e41d5492ca7e999abca0fa0c5b4e4d0</p> <p>https://mondenissin.com/wp-content/uploads/2024/08/Quarterly-Report-Q2-2024_13-Aug-2024.pdf</p> <p>Monde’s 3Q 2024 Quarterly Report, published on November 13, 2024</p>	

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		<p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=e5cbd1d81ed13a16abca0fa0c5b4e4d0</p> <p>https://mondenissin.com/wp-content/uploads/2024/11/Quarterly-Report-Q3-2024_13-November-2024.pdf</p> <p>Monde’s 3Q 2024 Quarterly Report (1st Amendment), published on November 13, 2024 https://edge.pse.com.ph/openDiscViewer.do?edge_no=d5cb1263d2c253ceabca0fa0c5b4e4d0</p> <p>https://mondenissin.com/wp-content/uploads/2024/11/Amended-Quarterly-Report-Q3-2024_13-November-2024.pdf</p> <p>Monde’s 3Q 2024 Quarterly Report (2nd Amendment), published on January 3, 2025 https://edge.pse.com.ph/openDiscViewer.do?edge_no=43099e98e368e208ec6e1601ccee8f59</p> <p>https://mondenissin.com/wp-content/uploads/2025/01/Amended-Quarterly-Report-Q3-2024_3-January-2025.pdf</p> <p>Monde’s 2024 Annual Report, published on April 15, 2024 https://edge.pse.com.ph/openDiscViewer.do?edge_no=6a49e0461d93edf9ec6e1601ccee8f59</p> <p>https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
<p>2. Company discloses in its annual report the principal risks associated with the identity of the company’s controlling shareholders; the degree of ownership concentration; cross-holdings among company</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u></p> <p>Annual Report https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>CG Manual, Art. IV, Sec. 2 (p. 16)</p>	

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<p>affiliates; and any imbalances between the controlling shareholders' voting power and overall equity position in the company.</p>		<p>https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	
<p>Recommendation 8.2</p>			
<p>1. Company has a policy requiring all directors to disclose/report to the company any dealings in the company's shares within three business days.</p>	<p>Compliant</p>	<p>As provided in Monde's CG Manual and the Revised Insider Trading Policy, all directors and officers are required to disclose and report to Monde any dealings in Monde's shares within three (3) business days. The dealings of Monde's directors and officers are promptly disclosed to the SEC and the PSE, and the disclosures are published on Monde's PSE EDGE page (accessible at: https://edge.pse.com.ph/companyDisclosures/form.do?cmpry_id=682) and Monde's Website (accessible at: https://mondenissin.com/disclosures-other-disclosures/).</p>	
<p>2. Company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares within three business days.</p>	<p>Compliant</p>	<p>As mentioned, Monde also has an Insider Trading Policy that adheres to the disclosure requirements imposed by the SRC, the SRC IRR, the PSE Disclosure Rules, and other applicable regulations. Further, under Monde's MRPT Policy, directors are required to promptly disclose any change in their shareholdings or interests in Monde or in any Monde subsidiary to the Board through the Corporate Secretary, as well as to the Chief Compliance Officer and Chief Risk Management Officer.</p> <p><u>Links/References/Information:</u> CG Manual, Art. IV, Sec. 3 (p. 16); and Art. IV par. 2 (p. 17) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.n (p. 11) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Insider Trading Policy, Sec. 6 (p. 2) https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf</p>	

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		<p>MRPT Policy, Section 6, par. 3 (pp. 4-5) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p>	
Supplement to Recommendation 8.2			
<p>1. Company discloses the trading of the corporation’s shares by directors, officers (or persons performing similar functions) and controlling shareholders. This includes the disclosure of the company's purchase of its shares from the market (e.g. share buy-back program).</p>	<p>Compliant</p>	<p>As required under its CG Manual and its Revised Insider Trading Policy, Monde discloses the trading of its shares by directors, officers (or persons performing similar functions), and controlling shareholders, including purchases by Monde of its own shares from the market. The dealings of Monde’s directors and officers are promptly disclosed to the SEC and the PSE, and the disclosures are published on Monde’s PSE EDGE page (accessible at: https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682) and Monde’s Website (accessible at: https://mondenissin.com/disclosures-other-disclosures/).</p> <p>As mentioned, Monde also has an Insider Trading Policy that adheres to the disclosure requirements imposed by the SRC, the SRC IRR, the PSE Disclosure Rules, and other applicable regulations. Further, under Monde’s MRPT Policy, directors are required to promptly disclose any change in their shareholdings or interests in Monde or in any Monde subsidiary to the Board through the Corporate Secretary, as well as to the Chief Compliance Officer and Chief Risk Management Officer.</p> <p>Monde’s Conglomerate Map can be accessed at: https://mondenissin.com/our-company-organizational-structure/</p> <p>Monde’s Public Ownership Report as of December 31, 2024, which sets out the shareholdings of Monde’s directors and officers, can be accessed at: https://edge.pse.com.ph/openDiscViewer.do?edge_no=d76e7c19d83885adec6e1601ccee8f59</p> <p>https://mondenissin.com/wp-content/uploads/2025/01/POR-Q4-2024.pdf</p> <p>Monde’s Report on the Top 100 Stockholders as of December 31, 2024, which lists Monde’s top 100 stockholders, can be accessed at:</p>	

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		<p>https://edge.pse.com.ph/openDiscViewer.do?edge_no=5e6426a6a9867031ec6e1601ccee8f59</p> <p>https://mondenissin.com/wp-content/uploads/2025/01/Top-100-Q4-2024.pdf</p> <p>Links/References/Information: CG Manual, Art. IV, Sec. 3 (p. 16); and Art. IV par. 2 (p. 17) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>MRPT Policy, Section 6, par. 3 (pp. 4-5) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p> <p>Insider Trading Policy https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf</p> <p>Website, Investors, Company Disclosures page, Other Disclosures https://mondenissin.com/disclosures-other-disclosures/</p> <p>Monde’s PSE EDGE page https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</p>	
Recommendation 8.3			
<p>1. Board fully discloses all relevant and material information on individual board members to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.</p>	Compliant	<p>Links/References/Information: Annual Report, Part III, Item 9(a)(1) (pdf pp. 60-62) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	

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		<p>Website, Governance, Board of Directors page https://mondenissin.com/our-company-board-of-directors/</p> <p>Website, Investors, Other Disclosures page https://mondenissin.com/disclosures-other-disclosures/</p> <p>Monde’s Public Ownership Report as of December 31, 2024, which sets out the shareholdings of Monde’s directors and officers, can be accessed at: https://edge.pse.com.ph/openDiscViewer.do?edge_no=d76e7c19d83885adec6e1601ccee8f59</p> <p>https://mondenissin.com/wp-content/uploads/2025/01/POR-Q4-2024.pdf</p>	
<p>2. Board fully discloses all relevant and material information on key executives to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> Annual Report, Part III, Item 9(a)(1) (pdf pp. 63-65) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 51-53) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>Website, Governance, Corporate Officers page https://mondenissin.com/corporate-officers/</p> <p>Website, Investors, Other Disclosures page https://mondenissin.com/disclosures-other-disclosures/</p> <p>Monde’s Public Ownership Report as of December 31, 2024, which sets out the shareholdings of Monde’s directors and officers, can be accessed at: https://edge.pse.com.ph/openDiscViewer.do?edge_no=d76e7c19d83885adec6e1601ccee8f59</p> <p>https://mondenissin.com/wp-content/uploads/2025/01/POR-Q4-2024.pdf</p>	

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Recommendation 8.4			
<p>1. Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same.</p>	Compliant	<p><u>Links/References/Information:</u> By-Laws, Art. I, Sec. 5 (p. 3) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. IV., Sec. 4 (p. 16) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. X (p. 17) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>CGNRC Charter, Sec. 3.4 (p. 2) and 3.13 (p. 3) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p> <p>Annual Report, Part III, Item 10(b) (pdf pp. 68-69) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Item 6 (pdf pp. 32-34) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
<p>2. Company provides a clear disclosure of its policies and procedure for setting executive remuneration, including the level and mix of the same.</p>	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. IV., Sec. 4 (p. 16) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. X (p. 17)</p>	

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		<p>https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>CGNRC Charter, Sec. 3.4 (p. 2) and 3.13 (p. 3) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p> <p>Annual Report, Part III, Item 10(a) (pdf pp. 67-68) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Item 6 (pdf pp. 32-33) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
<p>3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.</p>			<p>Monde complies with Rule 12 of the SRC's IRR pertaining to the aggregated disclosure of compensation for officers and directors as a group.</p> <p>Links/References/Information: Annual Report, Part III, Item 10(a) (pdf pp. 67-68) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Item 6 (pdf pp. 32-33) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>

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			e-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf
Recommendation 8.5			
<p>1. Company discloses its policies governing Related Party Transactions (RPTs) and other unusual or infrequently occurring transactions in their Manual on Corporate Governance.</p>	Compliant	<p>Monde actually has a stand-alone MRPT Policy in compliance with SEC Memorandum Circular No. 10, Series of 2019 or the Rules on Material Related Party Transactions for Publicly-Listed Companies. Pursuant to the CG Manual’s Art. II, Sec. 5, Monde’s MRPT Policy is deemed incorporated into its CG Manual.</p> <p><u>Links/References/Information:</u> CG Manual, Art. II, Secs. 4.2 and 5 (pp. 10-11) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>RRPTC Charter, Sec. 3.19-24 (p.4) https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p> <p>MRPT Policy https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p>	
<p>2. Company discloses material or significant RPTs reviewed and approved during the year.</p>	Compliant	<p>Monde’s RRPTC is responsible for evaluating, on an ongoing basis, existing relations between and among businesses and counterparties to ensure that all related parties are continuously identified, RPTs are monitored, and subsequent changes in relationships with counterparties (from non-related to related and vice versa) are captured; and evaluating all RPTs to ensure that these are not undertaken on more favorable economic terms to such related parties than similar transactions with non-related parties under similar circumstances, and to determine any potential reputational risk issues that may arise as a result of or in connection with the transactions. It is also the RRPTC’s duty to ensure that appropriate disclosures are made, and information is provided to regulatory and supervising authorities relating to Monde’s MRPT exposures.</p>	

MONDE NISSIN CORPORATION ("MONDE") - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2024

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		<p>In FY 2024, the Board reviewed and approved Monde’s Distributorship Agreement with its wholly owned subsidiary, Monde M.Y. San Corporation (“Monde M.Y. San”), which is an MRPT. Monde distributes products manufactured by Monde M.Y. San, which includes the iconic SKyFlaKes and Fita brands. Further information on this MRPT can be found in Monde’s Advisement Reports which were submitted to the SEC and the PSE on January 3, 2024, and accessible at the following link: https://edge.pse.com.ph/openDiscViewer.do?edge_no=deea50c647a09f5dabca0fa0c5b4e4d0.</p> <p><u>Links/References/Information:</u> CG Manual, Art. II, Secs. 4.2 and 5 (pp. 10-11) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> RRPTC Charter, Sec. 3.19-24 (p.4) https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf MRPT Policy https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf Annual Report, Part III, Item 12 – Certain Relationships and Related Transactions (pdf p. 72); and Annex A - 2024 Consolidated Audited Financial Statements and Supplementary Schedules, Notes 4 and 23 for related party relationships and transactions (pdf pp. 117-121, and 149-150) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	
Supplement to Recommendation 8.5			
1. Company requires directors to disclose their interests in transactions or any other conflict of interests.	Compliant	Monde’s Revised Conflict of Interest Policy requires all covered persons, including directors, having a potential or actual conflict of interest to promptly disclose the matter to Monde.	

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		<p>In FY2024, there have been no transactions taken up by the Board where a director had a conflict of interest.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 3 par. 2 (p. 1); and Art. III par. 2 (p. 11) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>RRPTC Charter, Sec. 3.24 (p. 4) https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p> <p>Revised Conflict of Interest Policy https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</p> <p>MRPT Policy https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p> <p>Annual Report, Part III, Item 12 par. 2 (pdf p. 72) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
Optional : Recommendation 8.5			
<p>1. Company discloses that RPTs are conducted in such a way to ensure that they are fair and at arms' length.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> RRPTC Charter, Sec. 5, par. 2 (p. 6) https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p> <p>MRPT Policy, Sec. 5 (pp. 3-4) https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p>	

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<p>1. Company makes a full, fair, accurate and timely disclosure to the public of every material fact or event that occur, particularly on the acquisition or disposal of significant assets, which could adversely affect the viability or the interest of its shareholders and other stakeholders.</p>	Compliant	<p>Monde complies with the disclosure requirements provided for under the SRC, the SRC IRR, and the SEC’s relevant issuances, as well as the PSE’s Disclosure Rules. Below is a summary of Monde’s current reports on SEC Form 17-C and the pertinent PSE disclosure form in 2024:</p> <table border="1" data-bbox="763 475 1709 1396"> <thead> <tr> <th></th> <th>Date of Disclosure</th> <th>SEC Form</th> <th>PSE Form</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>January 22, 2024</td> <td>17-C</td> <td>4-31</td> <td>Press Release on Fourth Quarter Guidance based on Preliminary 2023 Full-year Results</td> </tr> <tr> <td>2.</td> <td>January 23, 2024</td> <td>17-C</td> <td>4-31</td> <td>Amended Press Release on Fourth Quarter Guidance based on Preliminary 2023 Full-year Results</td> </tr> <tr> <td>3.</td> <td>February 21, 2024</td> <td>17-C</td> <td>4-8</td> <td>Change in Officer – appointment of Mr. Romeo L. 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			19.	September 10, 2024	17-C	4-2	Corporate approval for MONDE to subscribe for 87,500 (or expected to be 70%) of the outstanding common shares of Amico Innovations, Inc.	
			20.	October 23, 2024	17-C	14-1	Notice of 9M 2023 Earnings Briefing	
			21.	October 25, 2024	17-C	14-1	Amended Notice of 9M 2023 Earnings Briefing	
			22.	November 6, 2024	17-C	6-1	Declaration of Cash Dividends with Notice to Stockholders in relation to the supporting documents that will be required by MONDE for tax classification status claimed by stockholders as the same relates to the applicable taxes to be withheld on the applicable cash dividend distributions	
			23.	November 7, 2024	17-C	4-30	Earnings Briefing Materials (9M 2024)	
			24.	November 7, 2024	17-C	4-31	Press Release on 9M 2024 Financial Results	
			25.	December 19, 2024	17-C	4-8	Change in Officer – appointment of Mr. Michael J. Paska as new Chief Risk Management Officer in addition to Chief Investor Relations Officer function	
			<p>Notably, Monde was not subject to any SEC or PSE citation or notice of violation in connection with its disclosures for 2024.</p> <p><u>Links/References/Information:</u> Website, Investors, Other Disclosures page https://mondenissin.com/disclosures-other-disclosures/</p> <p>Monde’s PSE EDGE page https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</p> <p>Annual Report, Part V, Item 14(b) (pdf pp. 73-75) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>					
2.	Board appoints an independent party to evaluate the fairness of the transaction price on the acquisition or disposal of assets.	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8.u (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>RRPTC Charter, Sec. 3.26 (p. 5)</p>					

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Supplement to Recommendation 8.6			
1. Company discloses the existence, justification and details on shareholder agreements, voting trust agreements, confidentiality agreements, and such other agreements that may impact on the control, ownership, and strategic direction of the company.	Compliant	Monde complies with the disclosure requirements provided for under the SRC, the SRC IRR, and the SEC's relevant issuances, as well as the PSE's Disclosure Rules. <u>Links/References/Information:</u> Annual Report, Part III, Item 11(a)(3) (pdf p. 71); https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation-2024-Annual-Report-17A-with-Annexes-15April2025.pdf DIS, Item 4(d)(3) (pdf p. 27) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation-SEC-Form-20-IS-DIS-6June2024.pdf	
Recommendation 8.7			
1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	<u>Links/References/Information:</u> CG Manual https://mondenissin.com/manual-on-corporate-governance/ https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021-compressed-1.pdf	
2. Company's MCG is submitted to the SEC and PSE.	Compliant	https://edge.pse.com.ph/openDiscViewer.do?edge_no=486eead601f488b65d542af6f1e997b9	
3. Company's MCG is posted on its company website.	Compliant		

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Supplement to Recommendation 8.7			
1. Company submits to the SEC and PSE an updated Manual on Corporate Governance to disclose any changes in its corporate governance practices.	Compliant	Monde’s Board first adopted its CG Manual on March 1, 2021, and revised it on June 22, 2021, and then again on September 30, 2021. All versions of Monde’s CG Manual have been duly submitted to, and were received by, the SEC and the PSE. <u>Links/References/Information:</u> CG Manual https://mondenissin.com/manual-on-corporate-governance/ https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf https://edge.pse.com.ph/openDiscViewer.do?edge_no=486eead601f488b65d542af6f1e997b9	
Optional: Principle 8			
1. Does the company’s Annual Report disclose the following information:	Compliant	<u>Links/References/Information:</u> Annual Report https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	
a. Corporate Objectives	Compliant	<ul style="list-style-type: none"> • Corporate objectives are found in the Annual Report’s pdf pp. 10-27. • Financial performance indicators are found in the Annual Report’s pdf p. 53. 	
b. Financial performance indicators	Compliant	<ul style="list-style-type: none"> • Non-financial performance indicators are found in the Annual Report’s pdf pp. 10-27. • Dividend policy are found in the Annual Report’s pdf p. 30. 	
c. Non-financial performance indicators	Compliant	<ul style="list-style-type: none"> • Biographical details of all directors are found in the Annual Report’s pdf pp. 60-62. • Attendance details of each director in all meetings held during the year are referenced on pdf pp. 66-67 of the Annual Report, and are found in the DIS’s pdf pp. 30-31 (https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf). 	
d. Dividend Policy	Compliant	<ul style="list-style-type: none"> • Total remuneration of the directors are found in the Annual Report’s pdf pp. 68-69. 	
e. Biographical details (at least age, academic qualifications, date of first appointment,	Compliant		

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relevant experience, and other directorships in listed companies) of all directors			
f. Attendance details of each director in all directors meetings held during the year	Compliant		
g. Total remuneration of each member of the board of directors	Compliant		
2. The Annual Report contains a statement confirming the company's full compliance with the Code of Corporate Governance and where there is non-compliance, identifies and explains reason for each such issue.	Compliant	<p><u>Links/References/Information:</u> Annual Report, Part IV, Item 13 – Corporate Governance (pdf pp. 72-73) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
3. The Annual Report/Annual CG Report discloses that the board of directors conducted a review of the company's material controls (including operational, financial and compliance controls) and risk management systems.	Compliant	<p><u>Links/References/Information:</u> Annual Report Part IV, Item 13 – Corporate Governance (pdf pp. 72-73); Annex A – 2024 Consolidated Audited Financial Statements and Supplementary Schedules, Note 26 – Financial Risk Management Objectives and Policies (pdf pp. 156-166); https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
4. The Annual Report/Annual CG Report contains a statement from the board of directors or			

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<p>Audit Committee commenting on the adequacy of the company's internal controls/risk management systems.</p>			
<p>5. The company discloses in the Annual Report the key risks to which the company is materially exposed to (i.e. financial, operational including IT, environmental, social, economic).</p>	Compliant	<p><u>Links/References/Information:</u> Annual Report, Part II, Item 6 (pdf pp. 31-34) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	

Principle 9: The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor’s independence and enhance audit quality.

Recommendation 9.1

<p>1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.</p>	Compliant	<p>As provided in the CG Manual and the Audit Committee Charter, part of the Audit Committee’s duties and responsibilities is to recommend to the Board the appointment, reappointment, removal, and fees of the External Auditor. On June 28, 2024, the Audit Committee recommended to the Board and to the shareholders the appointment of SyCip Gorres Velayo & Co. (“SGV”) as Monde’s external auditor, and the approval of SGV’s 2024 audit fees.</p> <p><u>Links/References/Information:</u> CG Manual, Art. II, Sec. 2.m (p. 8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Audit Committee Charter, Sec. 3.14 (p. 3) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p>	
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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Annual Report, Part II, Item 8 (pdf pp. 59-60) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation-2024-Annual-Report-17A-with-Annexes-15April2025.pdf</p> <p>Minutes of Monde's 2024 ASM, Item IX (pdf pp. 11-12) https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf</p>	
2. The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and ratified by the shareholders.	Compliant	<p>The Audit Committee is charged with recommending to the Board the appointment, removal, and fees of the External Auditor. In 2024, the Board, upon the Audit Committee's recommendation, endorsed to the shareholders the matter of SGV's reappointment as Monde's external auditor. At Monde's 2024 ASM, 84.91% of Monde's shareholders approved SGV's appointment as Monde's external auditor, and SGV's audit fees for calendar year 2024 to undertake the year-end audit.</p> <p><u>Links/References/Information:</u> CG Manual, Art. II, Sec. 2.m (p. 8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021-compressed-1.pdf</p> <p>Audit Committee Charter, Sec. 3.14 (p. 3) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>Minutes of Monde's 2024 ASM, Part IX (pdf pp. 11-12) https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf</p>	
3. For removal of the external auditor, the reasons for removal or change are disclosed to the regulators and the public through the company website and required disclosures.	Compliant	<p>There was no removal or change of external auditor in 2024. At Monde's 2024 ASM, 84.91% of Monde's shareholders approved SGV's appointment as Monde's external auditor, and SGV's audit fees for calendar year 2024 to undertake the year-end audit.</p> <p><u>Links/References/Information:</u> Minutes of Monde's 2024 ASM, Part IX (pdf pp. 11-12)</p>	

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		https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf	
Supplement to Recommendation 9.1			
1. Company has a policy of rotating the lead audit partner every five years.	Compliant	As stated in the CG Manual, the Board, through the Audit Committee, ensures the rotation or change of the external auditor and key engagement partners in accordance with the requirements prescribed by applicable laws and regulations. <u>Links/References/Information:</u> CG Manual, Art. II, Sec. 2 par. 4 (p. 8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf	
Recommendation 9.2			
1. Audit Committee Charter includes the Audit Committee’s responsibility on: i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor the external auditor’s independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and	Compliant	The Audit Committee Charter sets out the duties and responsibilities of the Audit Committee, including assessing the integrity and independence of external auditors, exercising effective oversight to review and monitor the external auditor’s independence and objectivity, and exercising effective oversight to review and monitor the effectiveness of the audit process. <u>Links/References/Information:</u> Audit Committee Charter, Sec. 1 (p. 1); and Secs. 3.7-3.14 (p.3) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf CG Manual, Art. II, Sec. 2 (pp. 7-8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf	

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regulatory requirements.			
2. Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.	Compliant	<p>Corollary to the Audit Committee's duty to annually recommend to the Board the appointment, reappointment, or removal of the External Auditor, and its oversight function over the External Auditor, the Audit Committee is charged with reviewing and monitoring the External Auditor's suitability and effectiveness prior to making any such recommendation.</p> <p><u>Links/References/Information:</u> Audit Committee Charter, Sec. 1 (p. 1); and Sec. 3.14 (p.3) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>CG Manual, Art. II, Sec. 2 (pp. 7-8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	
Supplement to Recommendations 9.2			
1. Audit Committee ensures that the external auditor is credible, competent and has the ability to understand complex related party transactions, its counterparties, and valuations of such transactions.	Compliant	<p>As part of the Audit Committee's oversight function over the External Auditor, the Audit Committee ensures that the external auditor is credible, competent and has the ability to understand complex related party transactions, its counterparties, and valuations of such transactions.</p> <p><u>Links/References/Information:</u> Audit Committee Charter, Sec. 1 (p. 1); and Sec. 3.7-3.14 (p.3) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>CG Manual, Art. II, Sec. 2 (pp. 7-8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	

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<p>2. Audit Committee ensures that the external auditor has adequate quality control procedures.</p>	<p>Compliant</p>	<p>As part of the Audit Committee’s oversight function over the External Auditor, the Audit Committee ensures that the external auditor has adequate quality control procedures.</p> <p><u>Links/References/Information:</u> Audit Committee Charter, Sec. 1 (p. 1); and Sec. 3.7-3.14 (p.3) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>CG Manual, Art. II, Sec. 2 (pp. 7-8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	
<p>Recommendation 9.3</p>			
<p>1. Company discloses the nature of non-audit services performed by its external auditor in the Annual Report to deal with the potential conflict of interest.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> Annual Report, Part II, Item 8, External Audit Fees and Services (pdf p. 60) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
<p>2. Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor’s objectivity.</p>	<p>Compliant</p>	<p>The Audit Committee Charter and CG Manual provide for the Audit Committee’s duty and responsibility to evaluate and determine NAS, if any, of Monde’s External Auditor, and to periodically review the non-assurance fees paid to the External Auditor in relation to the total fees paid to such External Auditor and Monde’s overall consultancy expenses, among others.</p> <p>The Audit Committee has an existing policy to review and to pre-approve the audit and non-audit services rendered by the independent External Auditor. MONDE is proscribed from engaging the External Auditor for certain non-audit services which are expressly prohibited by prevailing SEC regulations to be performed by an independent auditor for its audit clients. This is to ensure that the independent auditor maintains the highest level of independence from the company, both in fact and appearance.</p> <p><u>Links/References/Information:</u> Audit Committee Charter, Sec. 3.8 (p.3)</p>	

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		https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf CG Manual, Art. II, Sec. 2 (pp. 7-8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf Annual Report, Part II, Item 8, External Audit Fees and Services (pdf p. 60) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	
Supplement to Recommendation 9.3			
1. Fees paid for non-audit services do not outweigh the fees paid for audit services.	Compliant	For 2024, fees paid for non-audit services did not outweigh the fees paid for audit services. <u>Links/References/Information:</u> Annual Report, Annex A - 2024 Consolidated Audited Financial Statements and Supplementary Schedules, Supplementary Schedule of External Auditor Fee-Related Information (pdf p. 172) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	
Additional Recommendation to Principle 9			
1. Company's external auditor is duly accredited by the SEC under Group A category.	Compliant	Monde's external auditor for FY 2024 is SGV. The details of SGV's SEC accreditation are as follows: <ol style="list-style-type: none"> 1. Name of the audit engagement partner – Roel E. Lucas 2. Accreditation number – 98200 3. Date Accredited and Expiry date of accreditations – <ul style="list-style-type: none"> • BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026 • BIR Accreditation No. 08-001998-095-2022, November 7, 2022, valid until November 6, 2025 • PTR No. 10465323, January 2, 2025, Makati City 4. Name, address, contact number of the audit firm – SyCip Gorres Velayo & Co., 6760 Ayala Avenue, 1226 Makati City, +632 8891 0307 	

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<p>2. Company’s external auditor agreed to be subjected to the SEC Oversight Assurance Review (SOAR) Inspection Program conducted by the SEC’s Office of the General Accountant (OGA).</p>	<p>Compliant</p>	<p>SGV’s SOAR-related details are as follows:</p> <ol style="list-style-type: none"> 1. Date it was subjected to SOAR inspection, if subjected – August 1-12, 2022 2. Name of the Audit firm – SyCip Gorres Velayo & Co. 3. Members of the engagement team inspected by the SEC – The names of the members of the engagement team were provided to the SEC during the SOAR inspection. 	
<p>Principle 10: The company should ensure that the material and reportable non-financial and sustainability issues are disclosed.</p>			
<p>Recommendation 10.1</p>			
<p>1. Board has a clear and focused policy on the disclosure of non-financial information, with emphasis on the management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.</p>	<p>Compliant</p>	<p>Pursuant to Monde’s CG Manual and Board Charter, the Board is responsible for having a clear focused policy on the disclosure of non-financial information and providing details on Monde’s management of EESG issues affecting the business, if any, and for adopting a globally recognized standard in reporting sustainability and non-financial issues. The Board approved Monde’s Sustainability Policy on March 22, 2023 and has caused it to be publicly available on Monde’s website. The Board, upon the CGNRC’s recommendation, approved updates to the Sustainability Policy (“Sustainability Policy 2.0”) during its May 9, 2025 meeting.</p> <p><u>Links/References/Information:</u> CG Manual, Art. I, Sec. 8.p-q (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.p-q. (pp. 10-11) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Monde’s Sustainability Policy https://mondenissin.com/sustainability-policy/</p>	

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		<p>https://mondenissin.com/wp-content/uploads/2025/05/MNC-Sustainability-Policy-Version-2.0-BOD-Approved_09May2025.pdf</p> <p>Annual Report, Annex C – Sustainability Report (pdf pp. 255-312)</p> <p>https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>Website, Sustainability page</p> <p>https://mondenissin.com/sustainability</p>	
<p>2. Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.</p>	<p>Compliant</p>	<p>Monde’s 2024 Sustainability Report is based on and aligned with internationally recognized sustainability reporting frameworks, such as the Global Reporting Initiative (“GRI”) Standards, the Sustainability Accounting Standards Board (“SASB”) Standards, and the SEC’s Sustainability Reporting Guidelines for Publicly-Listed Companies. Monde also aligns its priority targets with the United Nations Sustainable Development Goals (“UN SDGs”).</p> <p><u>Links/References/Information:</u></p> <p>Annual Report, Annex C – Sustainability Report (pdf pp. 255-312)</p> <p>https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
<p>Principle 11: The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for informed decision-making by investors, stakeholders and other interested users.</p>			
<p>Recommendation 11.1</p>			
<p>1. Company has media and analysts’ briefings as channels of communication to ensure the timely and accurate dissemination of public, material and relevant information to its shareholders and other investors.</p>	<p>Compliant</p>	<p>For 2024, Monde conducted four (4) analysts’ and investors’ briefings corresponding to Monde’s 1Q 2024, 1H 2024, 9M 2024 and FY 2024 financial and operating results. These briefings were conducted via virtual conference facility.</p> <p><u>Links/References/Information:</u></p> <p>Monde’s PSE EDGE page</p> <p>https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</p> <p>Website, Investors, Company Disclosures, Other Disclosures page</p>	

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		https://mondenissin.com/disclosures-other-disclosures/ Website, Investors, Investor Programs page https://mondenissin.com/investor-programs/											
Supplemental to Principle 11													
1. Company has a website disclosing up-to-date information on the following:		<u>Links/References/Information:</u> Website https://mondenissin.com/ Website, Investors, Company Disclosures, SEC Filings page https://mondenissin.com/disclosures-sec-filings/ Website, Investors, Company Disclosures, Shareholders' Meeting page https://mondenissin.com/disclosures-shareholders-meetings/ Website, Investors, Company Disclosures, Other Disclosures page https://mondenissin.com/disclosures-other-disclosures/ Website, Governance, Articles of Incorporation page https://mondenissin.com/articles-of-incorporation/ Website, Governance, By-Laws page https://mondenissin.com/by-laws/											
a. Financial statements/reports (latest quarterly)	Compliant	Monde has submitted its Quarterly Reports for 2024 on time. <table border="1" data-bbox="826 1198 1675 1401" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th>Quarterly Report</th> <th>Date of SEC Submission, and PSE EDGE and Monde Website Posting</th> </tr> </thead> <tbody> <tr> <td align="center">1Q</td> <td align="center">May 14, 2024</td> </tr> <tr> <td align="center">2Q</td> <td align="center">August 13, 2024</td> </tr> <tr> <td align="center">3Q</td> <td align="center">November 13, 2024</td> </tr> <tr> <td align="center">3Q (1st Amendment)</td> <td align="center">November 13, 2024</td> </tr> </tbody> </table>	Quarterly Report	Date of SEC Submission, and PSE EDGE and Monde Website Posting	1Q	May 14, 2024	2Q	August 13, 2024	3Q	November 13, 2024	3Q (1 st Amendment)	November 13, 2024	
Quarterly Report	Date of SEC Submission, and PSE EDGE and Monde Website Posting												
1Q	May 14, 2024												
2Q	August 13, 2024												
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		<table border="1" data-bbox="831 316 1675 347"> <tr> <td data-bbox="831 316 1131 347">3Q (2nd Amendment)</td> <td data-bbox="1131 316 1675 347">January 3, 2025</td> </tr> </table> <p>Links/References/Information: Website, Investors, Company Disclosures, SEC Filings page https://mondenissin.com/disclosures-sec-filings/</p> <p>Monde’s PSE EDGE page https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</p> <p>Monde’s 3Q 2024 Quarterly Report, published on November 13, 2024 https://edge.pse.com.ph/openDiscViewer.do?edge_no=e5cbd1d81ed13a16abca0fa0c5b4e4d0 https://mondenissin.com/wp-content/uploads/2024/11/Quarterly-Report-Q3-2024_13-November-2024.pdf</p> <p>Monde’s 3Q 2024 Quarterly Report (1st Amendment), published on November 13, 2024 https://edge.pse.com.ph/openDiscViewer.do?edge_no=d5cb1263d2c253ceabca0fa0c5b4e4d0 https://mondenissin.com/wp-content/uploads/2024/11/Amended-Quarterly-Report-Q3-2024_13-November-2024.pdf</p> <p>Monde’s 3Q 2024 Quarterly Report (2nd Amendment), published on January 3, 2025 https://edge.pse.com.ph/openDiscViewer.do?edge_no=43099e98e368e208ec6e1601ccee8f59 https://mondenissin.com/wp-content/uploads/2025/01/Amended-Quarterly-Report-Q3-2024_3-January-2025.pdf</p>	3Q (2 nd Amendment)	January 3, 2025	
3Q (2 nd Amendment)	January 3, 2025				
<p>b. Materials provided in briefings to analysts and media</p>	<p>Compliant</p>	<p>Monde has always provided briefing materials and presentations in advance, ahead of Earnings Calls, to analysts and the media, as well as to the public through PSE EDGE, as a matter of policy and also in compliance with the PSE’s Listing and Disclosure Rules.</p>			

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c. Downloadable annual report	Compliant	<p>On April 15, 2025, Monde submitted to the SEC and the PSE its 2024 Annual Report. Monde made the same available for viewing and download at Monde’s website on the same date.</p> <p><u>Links/References/Information:</u> Website, Investors, Company Disclosures, SEC Filings page https://mondenissin.com/disclosures-sec-filings/</p> <p>Monde’s PSE EDGE page https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</p> <p>Annual Report</p>	

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d. Notice of ASM and/or SSM	Compliant	<p>The notice and agenda for Monde’s 2024 ASM held last June 28, 2024 were first disclosed to the public through PSE EDGE and Monde’s website on May 17, 2024 or forty two (42) days before the ASM. A more detailed notice and agenda were also subsequently published in a newspaper of general circulation and, together with the DIS, on Monde’s website on June 6, 2024.</p> <p><u>Links/References/Information:</u> Website, Investors, Company Disclosures, Shareholders’ Meetings page https://mondenissin.com/disclosures-shareholders-meetings/</p> <p>Website, Investors, Company Disclosures, Other Disclosures page https://mondenissin.com/disclosures-other-disclosures/</p> <p>2024 ASM Notice https://mondenissin.com/wp-content/uploads/2024/05/Notice-of-ASM_17-May-2024.pdf</p> <p>DIS, ASM Notice (pdf pp. 9-17) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
e. Minutes of ASM and/or SSM	Compliant	<p>The minutes of the 2024 ASM were uploaded on July 3, 2024, within five (5) business days from the end of the ASM on June 28, 2024.</p> <p><u>Links/References/Information:</u> Website, Investors, Company Disclosures, Shareholders’ Meetings page https://mondenissin.com/disclosures-shareholders-meetings/</p> <p>Minutes of the 2024 ASM https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf</p>	

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f. Company's Articles of Incorporation and By-Laws	Compliant	<p>Monde's Articles of Incorporation and By-Laws, along with all its regulatory reports and submissions, are promptly uploaded to the website upon submission to the SEC and to the PSE.</p> <p>Website, Governance, Articles of Incorporation page https://mondenissin.com/articles-of-incorporation/</p> <p>Website, Governance, By-Laws page https://mondenissin.com/by-laws/</p>	
Additional Recommendation to Principle 11			
1. Company complies with SEC-prescribed website template.	Compliant	<p>Monde complies with SEC Memorandum Circular No. 11 series of 2014 on the SEC-prescribed website template for publicly-listed companies. Such compliance is reflected through its Website (accessible at: https://mondenissin.com/) which provides the information about the company as prescribed by the SEC.</p>	
Internal Control System and Risk Management Framework			
<p>Principle 12: To ensure the integrity, transparency and proper governance in the conduct of its affairs, the company should have a strong and effective internal control system and enterprise risk management framework.</p>			
Recommendation 12.1			
1. Company has an adequate and effective internal control system in the conduct of its business.	Compliant	<p>Monde has an in-house corporate internal audit department (<i>i.e.</i>, the CIA) which performs the independent internal audit function. The Audit Committee oversees the CIA. Through the CIA, the Audit Committee monitors and evaluates the adequacy and effectiveness of Monde's internal control system, integrity of financial reporting, and security of physical and information assets. The adequacy and effectiveness of internal control systems are reviewed annually.</p> <p><u>Links/ Reference/ Information:</u> CG Manual, Art. I, Sec. 8(k) (p. 4); Art. II, Sec. 2 (p. 6-8) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.k (p. 11)</p>	

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		<p>https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>Audit Committee Charter, Secs. 1 (p. 1), and 3 (pp. 2-4) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>CIA Charter, II. Corporate Internal Audit Function (p. 1), VI. Objectives, Scope of Work and Internal Audit Services (p.3) https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</p>	
<p>2. Company has an adequate and effective enterprise risk management framework in the conduct of its business.</p>	<p>Compliant</p>	<p>On July 13, 2022, the RRPTC approved Monde’s ERM framework to effectively manage existing and emerging risks and to enhance Monde’s risk management infrastructure and capabilities. The ERM framework is being managed by an ERM team, led by Monde’s Chief Risk Management Officer, assisted by a dedicated Risk Manager beginning 2024.</p> <p><u>Links/References/Information:</u> Monde’s ERM Framework https://mondenissin.com/enterprise-risk-management/</p>	
<p>Supplement to Recommendations 12.1</p>			
<p>1. Company has a formal comprehensive enterprise-wide compliance program covering compliance with laws and relevant regulations that is annually reviewed. The program includes appropriate training and awareness initiatives to facilitate understanding, acceptance and</p>	<p>Compliant</p>	<p>Monde’s various business units constantly monitor compliance with applicable laws and regulations. Monde’s compliance procedures are constantly being reviewed and updated. Monde has a Board-approved permits and licenses database management and escalation policy, as well as management-driven crisis response plans and policies. A dedicated permits and licenses database administrator using both state of the art subscription software and indigenous tools oversees the permits database.</p> <p>All directors, officers, and employees of Monde are required to comply with the Code of Conduct. The Chief Compliance Officer is tasked with monitoring, reviewing, evaluating, and ensuring compliance with company policies, and has the duty of reporting to the Board any</p>	

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<p>compliance with the said issuances.</p>		<p>perceived or proven violations of company policies together with a recommendation on the appropriate disciplinary action to be pursued or imposed.</p> <p><u>Links/References/Information:</u> CG Manual https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Code of Conduct, Sec. 1, Compliance with laws, rules and regulations (p. 2) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p> <p>Annual Report, Part IV, Item 13 (pdf pp. 72-73) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
Optional: Recommendation 12.1			
<p>1. Company has a governance process on IT issues including disruption, cyber security, and disaster recovery, to ensure that all key risks are identified, managed and reported to the board.</p>	<p>Compliant</p>	<p>Monde strives to constantly improve its IT governance process. Monde’s IT department, which is led by its Chief Information and Digital Officer (“CIDO”), reports the company’s cyber security status and key security and IT infrastructure projects to Monde’s Board Committees. It also regularly conducts cybersecurity maturity assessments, vulnerability and penetration tests, and carries out trainings based on a curriculum of cybersecurity and data privacy awareness trainings for all of its staff. A minimum set of training material on the company’s IT policies, cybersecurity and data privacy has been mandated for all employees, the completion of which is tracked by systems and enforced together with the help of the People and Culture department. Monde’s IT department has also implemented a 24x7 Security Operations Center (SOC) to do round-the-clock monitoring and scanning of threats and vulnerabilities.</p> <p>IT policies and procedures were drafted, rigorously reviewed and approved, and covers areas such as password security, data classification, acceptable use policy, BYOD, security incident reporting procedure, data breach reporting procedure, and other IT general controls and policies.</p>	

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		<p>Project Management Governance and Methodology was also approved and introduced which mandates mandatory documentation and signoffs for requirements and User Acceptance Testing (UAT). It likewise includes baselining key milestones, reporting any deviation from the baseline, and ultimately, measuring on-time project delivery as a project management KPI.</p> <p>Monde’s IT Department maintains an IT Risk Register (which is also shared with Monde’s Risk Department) while keeping track of security incidents using a cloud-based incident management software, and provides the corresponding reports to relevant regulators.</p>	
Recommendation 12.2			
<p>1. Company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company’s operations.</p>	Compliant	<p>The Company has an in-house CIA department which performs independent internal audit functions. The Audit Committee has approved the Internal Audit Charter which formally defines the role, authority and duties and responsibilities of the CIA.</p> <p>Through the CIA department, the Audit Committee monitors and evaluates the adequacy and effectiveness of Monde’s internal control systems, the integrity of financial reporting, and the security of physical and information assets. The CIA department ensures that well-designed internal control procedures and processes that will provide a system of checks and balances are in place in order to (a) safeguard Monde’s resources and ensure their effective utilization, (b) prevent occurrence of fraud and other irregularities, (c) protect the accuracy and reliability of Monde’s financial data, and (d) ensure compliance with applicable laws and regulations.</p> <p><u>Links/References/Information:</u> CIA Charter, VI. Objectives, Scope of Work and Internal Audit Services (pp. 3-4) https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</p>	
Recommendation 12.3			

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<p>1. Company has a qualified Chief Audit Executive (CAE) appointed by the Board.</p>	<p>Compliant</p>	<p>At the organizational meeting of the Board on June 28, 2024, the Board appointed Mr. Daniel Teichert as Monde’s Chief Internal Audit Executive following the Audit Committee’s recommendation. Mr. Teichert is highly qualified to lead Monde’s internal audit department. The roles and responsibilities of the Chief Internal Audit Executive are defined in the CG Manual.</p> <p><u>Links/References/Information:</u> By-Laws, Art. III, Sec. 14 (p. 12) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. III, Sec. 11 (pp. 15-16) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Audit Committee Charter, Sec. 3.4 (p. 2) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</p> <p>CIA Charter, VII. Resourcing of Corporate Internal Audit, par. 2 (p. 4) https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</p> <p>Website, Governance, Corporate Officers page https://mondenissin.com/corporate-officers/</p> <p>Annual Report, Part III, Item 9(a)(1) (pdf p. 64) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>Results of the Organizational Board of Directors’ Meeting held on June 28, 2024 https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p>	

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<p>2. CAE oversees and is responsible for the internal audit activity of the organization, including that portion that is outsourced to a third-party service provider.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> CG Manual, Art. III, Sec. 11 (pp. 15-16) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>CIA Charter, VI. Objectives, Scope of Work and Internal Audit Services (p. 3), VII. Resourcing of Corporate Internal Audit (p. 4), IX. Internal Audit Independence and Mandate, D. Responsibilities, e. Collaboration with other Assurance Providers (p. 10) https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</p>	
<p>3. In case of a fully outsourced internal audit activity, a qualified independent executive or senior management personnel is assigned the responsibility for managing the fully outsourced internal audit activity.</p>	<p>Compliant</p>	<p>This recommendation is not applicable to Monde, as it has an in-house internal audit team, headed by the Chief Internal Audit Executive.</p>	
<p>Recommendation 12.4</p>			
<p>1. Company has a separate risk management function to identify, assess and monitor key risk exposures.</p>	<p>Compliant</p>	<p>The Board created the RRPTC at its meeting on March 1, 2021. Monde also has a Chief Risk Management Officer who works together with the RRPTC to identify pertinent risk exposures, assess these risks, give information about the risks' possible business impact, and identify and develop possible prevention and mitigation strategies together with management. The Chief Risk Management Officer reports the key risk exposures to management, the RRPTC, and the Board on a regular basis.</p> <p><u>Links/References/Information:</u> By-Laws, Art. III, Sec. 14 (p. 12) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. II, Sec. 4 (pp. 9-11); Art. III, Sec. 10 (p. 15)</p>	

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		<p>https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>RRPTC Charter, Sec. 1 (p.1), and Sec. 3.1-16 (pp. 2-3)</p> <p>https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p> <p>Results of the Organizational Board of Directors’ Meeting held on June 28, 2024</p> <p>https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-OBM_28June2024.pdf</p>	
Supplement to Recommendation 12.4			
<p>1. Company seeks external technical support in risk management when such competence is not available internally.</p>	Compliant	<p>Management seeks advice from banks, insurance brokers, assurance providers, or cyber security suppliers to supplement internal competence in special subject matter areas of risk most recently exhibited in adopting traceability software to enhance product safety, quality, and compliance.</p>	
Recommendation 12.5			
<p>1. In managing the company’s Risk Management System, the company has a Chief Risk Officer (CRO), who is the ultimate champion of Enterprise Risk Management (ERM).</p>	Compliant	<p>Monde’s Chief Risk Management Officer is Mr. Michael Paska. Mr. Paska heads Monde’s risk function and is Monde’s ERM champion.</p> <p><u>Links/References/Information:</u> CG Manual, Art. III, Sec. 10 (p. 15)</p> <p>https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Governance, Corporate Officers page https://mondenissin.com/corporate-officers/</p> <p>Annual Report, Part III, Item 9(a)(1) (pdf p. 64) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	

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		<p>Disclosure on change in designation of Chief Risk Management Officer Mr. Michael Paska https://edge.pse.com.ph/openDiscViewer.do?edge_no=9a4e88781755bb48abca0fa0c5b4e4d0 https://mondenissin.com/wp-content/uploads/2024/12/17-C-Change-in-Directors-and-Officers-sgd_18-December-2024.pdf</p>	
<p>2. CRO has adequate authority, stature, resources and support to fulfill his/her responsibilities.</p>	<p>Compliant</p>	<p>The Chief Risk Management Officer reports directly to Monde’s Chief Executive Officer, and to the RRPTC. To ensure that the risk function is effectively performed, the Chief Executive Officer and the Chief Financial Officer ensure that the Chief Risk Management Officer has an adequate budget and access to resources and support.</p> <p><u>Links/References/Information:</u> CG Manual, Art. III, Sec. 10 (p. 15) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Governance, Corporate Officers page https://mondenissin.com/corporate-officers/</p> <p>RRPTC Charter https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</p>	
<p>Additional Recommendation to Principle 12</p>			
<p>1. Company’s Chief Executive Officer and Chief Audit Executive attest in writing, at least annually, that a sound internal audit, control and compliance system is in place and working effectively.</p>	<p>Compliant</p>	<p>As stated in the CG Manual, it is part of the Chief Internal Audit Executive’s responsibilities to ensure that the Chief Internal Audit Executive, together with the Chief Executive Officer, attests in writing, at least annually, that a sound internal audit, control and compliance system is in place and working effectively.</p> <p><u>Links/References/Information:</u></p>	

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		2024 Attestation on Monde Nissin Corporation’s Internal Audit, Control, and Compliance Systems https://mondenissin.com/wp-content/uploads/2025/05/MONDE-2024-CEO-and-CIAE-Attestation.pdf CG Manual, Art. III, Sec. 11.g (p. 16) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf	

Cultivating a Synergic Relationship with Shareholders

Principle 13: The company should treat all shareholders fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.

Recommendation 13.1

1. Board ensures that basic shareholder rights are disclosed in the Manual on Corporate Governance.	Compliant	<u>Links/References/Information:</u> CG Manual, Art. V (pp. 17-18) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf	
2. Board ensures that basic shareholder rights are disclosed on the company’s website.	Compliant	<u>Links/References/Information:</u> By-Laws https://mondenissin.com/by-laws/ https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf CG Manual https://mondenissin.com/manual-on-corporate-governance/ https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf Monde’s By-Laws and CG Manual, which both contain basic shareholder rights, are disclosed on Monde’s website.	

Supplement to Recommendation 13.1

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<p>1. Company's common share has one vote for one share.</p>	<p>Compliant</p>	<p>Links/References/Information: By-Laws, Art. IV, Sec. 2 (p. 12) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>DIS, Item 4(a) and (c) (pdf pp. 24-25). https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
<p>2. Board ensures that all shareholders of the same class are treated equally with respect to voting rights, subscription rights and transfer rights.</p>	<p>Compliant</p>	<p>Among the Board's responsibilities is ensuring that all shareholders of the same class are treated equally with respect to voting rights, subscription rights, and transfer rights. Monde currently has only one class of shares outstanding, <i>i.e.</i>, common shares.</p> <p>Links/References/Information: Monde's Amended Articles of Incorporation ("AOI"), Art. VI (pp. 3-4) https://mondenissin.com/wp-content/uploads/2022/05/04-2021-04-07-Amended-Articles-of-Incorporation.pdf</p> <p>By-Laws, Art. IV, Sec. 1 (p. 12) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. I, Sec. 8.s (p. 5) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. VII, Sec. 1.s (p. 12) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p> <p>DIS, Item 4(a) and (c) (pdf pp. 24-25). https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	

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<p>3. Board has an effective, secure, and efficient voting system.</p>	<p>Compliant</p>	<p>The Board’s CGNRC is responsible for ensuring that Monde has an effective, secure, and efficient voting system. For its 2024 ASM, Monde engaged a reputable third-party service provider to provide an online voting platform for shareholders. A separate third-party auditor performed independent testing of said voting platform and validated the votes cast by shareholders.</p> <p><u>Links/References/Information:</u> DIS, Item 19 (pdf pp. 39-40) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>CG Manual, Art. II, Sec. 3.2.b (p. 9) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>CGNRC Charter, Sec. 3.8 (p. 2) https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</p> <p>Minutes of Monde’s 2024 ASM https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf</p>	
<p>4. Board has an effective shareholder voting mechanisms such as supermajority or “majority of minority” requirements to protect minority shareholders against actions of controlling shareholders.</p>	<p>Compliant</p>	<p>Monde complies with the provisions of the RCC, the SRC and its IRR, and other relevant laws and regulations pertaining to the rights of minority shareholders. Monde protects minority shareholders’ voting rights, pre-emptive rights, inspection rights, information rights, dividend rights, and appraisal rights, among others. The Independent Directors, who are also the members of the Board committees, champion the protection of minority interests.</p> <p><u>Links/References/Information:</u> Monde’s AOI, Art. VI (pp. 3-4) https://mondenissin.com/wp-content/uploads/2022/05/04-2021-04-07-Amended-Articles-of-Incorporation.pdf</p>	

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		<p>By-Laws, Art. IV, Sec. 1 (p. 12) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. V (pp. 17-18) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. IV, Sec. 1 (p. 7) https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</p>	
<p>5. Board allows shareholders to call a special shareholders' meeting and submit a proposal for consideration or agenda item at the AGM or special meeting.</p>	<p>Compliant</p>	<p>Monde's CG Manual grants minority shareholders the right to propose the holding of a meeting, and the right to propose items in the agenda of meetings in accordance with the RCC and relevant memorandum circulars issued by the SEC, provided the items are for legitimate business purposes, and subject to reasonable conditions the Board may impose.</p> <p><u>Links/References/Information:</u> CG Manual, Art. V, Sec. 8 (p. 18) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	
<p>6. Board clearly articulates and enforces policies with respect to treatment of minority shareholders.</p>	<p>Compliant</p>	<p>Monde complies with the provisions of the RCC, the SRC and its IRR, and other relevant laws and regulations pertaining to the rights of minority shareholders. Monde protects minority shareholders' voting rights, inspection rights, information rights, dividend rights, and appraisal rights, among others. The Independent Directors, who are also the members of the Board committees, champion the protection of minority interests.</p> <p><u>Links/References/Information:</u> CG Manual, Art. V (pp. 17-18) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Board Charter, Art. IV, Sec. 1 (p. 7)</p>	

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		https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf	
<p>7. Company has a transparent and specific dividend policy.</p>	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. V, Sec. 5 (pp. 17-18) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Annual Report, Part II, Item 5, Dividend Policy (pdf p. 30) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>DIS, Annex D – Management Report, D. Market Price of and Dividends on the Company’s Common Equity and Related Stockholder Matters, Dividend Policy (pdf pp. 111-113). https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
Optional: Recommendation 13.1			
<p>1. Company appoints an independent party to count and/or validate the votes at the Annual Shareholders’ Meeting.</p>	Compliant	<p><u>Links/References/Information:</u> Isla Lipana & Co. independently validated all votes cast by the shareholders at Monde’s 2024 ASM.</p> <p>Minutes of Monde’s 2024 ASM, Part III.6 (pdf p. 4) https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf</p>	
Recommendation 13.2			
<p>1. Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders’ Meeting with sufficient and relevant information at least 28 days before the meeting.</p>	Compliant	<p>The notice and agenda for Monde’s 2024 ASM held last June 28, 2024 were first disclosed to the public through PSE EDGE and Monde’s website on May 17, 2024 or forty two (42) days before the ASM. A more detailed notice and agenda were also subsequently published in a newspaper of general circulation and, together with the DIS, on Monde’s website on June 6, 2024.</p>	

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		<p>Specifically in response to the information asked by the reporting template, the agenda for Monde’s 2024 ASM did not include any items on the approval of remuneration or any changes therein.</p> <p><u>Links/References/Information:</u> DIS, ASM Notice (pdf pp. 9-17) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>2024 ASM Notice https://mondenissin.com/wp-content/uploads/2024/05/Notice-of-ASM_17-May-2024.pdf</p>	
Supplemental to Recommendation 13.2			
1. Company’s Notice of Annual Stockholders’ Meeting contains the following information:		<p><u>Links/References/Information:</u> DIS, ASM Notice (pdf pp. 9-17) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
a. The profiles of directors (i.e., age, academic qualifications, date of first appointment, experience, and directorships in other listed companies)	Compliant	<p><u>Links/References/Information:</u> DIS, ASM Notice, Agenda Item 8 (pdf pp. 9 and 16); and Annex B – Information on Directors and Executive Officers (pdf pp. 49-51) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
b. Auditors seeking appointment/re-appointment	Compliant	<p><u>Links/References/Information:</u> DIS, ASM Notice, Agenda Item 9 (pdf pp. 8 and 16) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
c. Proxy documents	Compliant	<p><u>Links/References/Information:</u> DIS, Proxy Form (pdf p. 18) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	

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Optional: Recommendation 13.2			
1. Company provides rationale for the agenda items for the annual stockholders meeting	Compliant	<p><u>Links/References/Information:</u> DIS, ASM, Explanation and Rationale of Agenda Items (pdf pp. 11-17). https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
Recommendation 13.3			
1. Board encourages active shareholder participation by making the result of the votes taken during the most recent Annual or Special Shareholders' Meeting publicly available the next working day.	Compliant	<p>Monde's Corporate Secretary reported the preliminary result of the votes for each agenda item submitted to the shareholders' vote during the 2024 ASM. A recording of the 2024 ASM proceedings was made available on Monde's Website and YouTube page on the same day of the ASM. The results of the ASM were likewise disclosed on Monde's Website and PSE EDGE page on the same day.</p> <p><u>Links/References/Information:</u> 2024 ASM Recording https://mondenissin.com/asm24/materials-2024/ https://www.youtube.com/watch?v=pP0oAY2-6LA 2024 ASM Results https://mondenissin.com/wp-content/uploads/2024/06/17-C-Results-of-ASM_28June2024.pdf</p>	
2. Minutes of the Annual and Special Shareholders' Meetings were available on the company website within five business days from the end of the meeting.	Compliant	<p>The minutes of the 2024 ASM were uploaded on July 3, 2024, within five (5) business days from the end of the meeting on June 28, 2024.</p> <p><u>Links/References/Information:</u> Website, Investors, Annual Stockholders' Meeting, 2024, 2024 ASM Minutes of the Meeting https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf</p>	
Supplement to Recommendation 13.3			
1. Board ensures the attendance of the external auditor and other	Compliant	Under Monde's CG Manual, the Board ensures the attendance of the external auditor and other relevant individuals to answer shareholders' questions during the ASM.	

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<p>relevant individuals to answer shareholders questions during the ASM and SSM.</p>		<p>Representatives from SGV, Monde’s external auditor, attended the 2024 ASM and were on hand to answer questions. Aside from the directors, also in attendance and available to answer shareholders’ questions were the Chief Executive Officer, the Chief Financial Officer, the Corporate Secretary and Chief Legal Counsel, the Assistant Corporate Secretaries, the Chief Business Officer, the Chief Commercial Officer, the Chief Sustainability Officer, the Chief Risk Management Officer, the Chief Compliance Officer, the Chief Investor Relations Officer, the Chief Internal Audit Executive, the Chief Information and Digital Officer, and the Corporate Communications Head.</p> <p><u>Links/References/Information:</u> CG Manual, Art. IV, Sec. 8 (p. 17) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Investors, Annual Stockholders’ Meeting, 2024, 2024 ASM Minutes of the Meeting https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf</p>	
Recommendation 13.4			
<p>1. Board makes available, at the option of a shareholder, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.</p>	<p>Compliant</p>	<p>Monde has adopted the SEC’s recommendation to institute an alternative dispute resolution (“ADR”) mechanism to resolve intra-corporate disputes amicably and effectively. The ADR mechanism is set out in Monde’s By-Laws and CG Manual and provides for arbitration administered by the Philippine Dispute Resolution Center, Inc. (“PDRCI”) in accordance with the PDRCI’s Arbitration Rules, and the relevant SEC rules and regulations in case of any dispute, controversy or claim between Monde and its shareholders arising from, relating to, or in connection with, intra-corporate relations, or the implementation of Monde’s AOI or By-Laws. Claims involving criminal offenses and interests of third parties are excluded from the coverage of the ADR mechanism.</p> <p><u>Links/References/Information:</u> By-Laws, Art. IX (pp. 16-17) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p>	

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		CG Manual, Art. V, Sec. 9 (p. 18) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf	
2. The alternative dispute mechanism is included in the company's Manual on Corporate Governance.	Compliant	<u>Links/References/Information:</u> CG Manual, Art. V, Sec. 9 (p. 18) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf	
Recommendation 13.5			
1. Board establishes an Investor Relations Office (IRO) to ensure constant engagement with its shareholders.	Compliant	Monde has an investor relations office which was established pursuant to the provisions of Monde's CG Manual. Among its responsibilities is the creation and implementation of an investor relations program that reaches out to all shareholders and fully informs them of corporate activities, and the formulation of a clear policy on communicating or relating relevant information to stockholders and other stakeholders and to the broader investor community accurately, effectively, and sufficiently. The investor relations office is headed by a Chief Investor Relations Officer, and is duly supported by a dedicated Investor Relations team. The Investor Relations group's contact details can be accessed at: https://mondenissin.com/investors-inquiry <u>Links/References/Information:</u> Website, Investors, Shareholding Inquiry page https://mondenissin.com/investors-inquiry/ CG Manual, Art. VI (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf	
2. IRO is present at every shareholder's meeting.	Compliant	Monde's CG Manual requires the head of the investor relations office to be present at every stockholders' meeting. Mr. Michael J. Paska, the Chief Investor Relations Officer, heads Monde's investor relations office and he and his team helped organize and were present throughout the 2024 ASM.	

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		<p><u>Links/References/Information:</u> CG Manual, Art. VI par. 2 (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Investors, Annual Stockholders' Meeting, 2024, 2024 ASM Minutes of the Meeting https://mondenissin.com/wp-content/uploads/2024/07/MNC-2024-ASM-Minutes-28-June-2024.pdf</p>	
Supplemental Recommendations to Principle 13			
<p>1. Board avoids anti-takeover measures or similar devices that may entrench ineffective management or the existing controlling shareholder group</p>	Compliant	<p>There were no takeover issues addressed in 2024.</p> <p><u>Links/References/Information:</u> By-Laws https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p>	
<p>2. Company has at least thirty percent (30%) public float to increase liquidity in the market.</p>	Compliant	<p>Monde has been compliant with this requirement. As of December 31, 2024, Monde's public ownership percentage was 40.13%.</p> <p><u>Links/References/Information:</u> Public Ownership Report (as of December 31, 2024) https://edge.pse.com.ph/openDiscViewer.do?edge_no=d76e7c19d83885adec6e1601ccee8f59 https://mondenissin.com/wp-content/uploads/2025/01/POR-Q4-2024.pdf</p>	
Optional: Principle 13			
<p>1. Company has policies and practices to encourage shareholders to engage with the company beyond the Annual Stockholders' Meeting</p>	Compliant	<p>Monde, pursuant to its CG Manual, has created an investor relations office which, among others, is tasked with the creation and implementation of an investor relations program that reaches out to all shareholders. The investor relations office regularly arranges for investors' and media briefings to, among others, facilitate company-shareholder engagement. The contact details of Monde's investor relations office are found on Monde's Website.</p> <p><u>Links/References/Information:</u></p>	

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		<p>CG Manual, Art. VI (pp. 18-19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Investors, Investor Programs page https://mondenissin.com/investor-programs/</p>	
<p>2. Company practices secure electronic voting in absentia at the Annual Shareholders' Meeting.</p>	Compliant	<p>Monde hosted its 2024 ASM through a virtual platform which allowed stockholders to participate by remote communication or <i>in absentia</i>. A shareholder who voted <i>in absentia</i> used the digital ballot accessed through the virtual platform. Voting <i>in absentia</i> was available until 5:00 p.m. the day before the ASM. Isla Lipana & Co. performed independent testing of the voting platform and validated the votes cast by shareholders.</p> <p><u>Links/References/Information:</u> DIS, Notice of Annual Stockholders' Meeting, Explanation and Rationale of Agenda Items, Item 3 (pdf pp. 11-12) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p> <p>DIS, Item 20 (pdf p. 40) https://mondenissin.com/wp-content/uploads/2024/06/Monde-Nissin-Corporation_SEC-Form-20-IS_DIS_6June2024.pdf</p>	
Duties to Stakeholders			
<p>Principle 14: The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders' rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.</p>			
Recommendation 14.1			
<p>1. Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.</p>	Compliant	<p>Monde is mindful of its business' impact on the economy, society, and environment. It strives to be responsible in all its dealings within the communities it operates, in keeping with its mission to uplift the lives of the people it serves. Accordingly, Monde endeavors to have its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development, and that its business is conducted in a sustainable manner.</p>	

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		<p>Links/References/Information: CG Manual, Arts. VI-VII (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Investors, Investor Programs page https://mondenissin.com/investor-programs/</p> <p>Annual Report, Annex C – Sustainability Report, About the Cover (pdf p. 257), CEO’s Letter to Stakeholders (pdf p. 259), Chief Sustainability Officer’s Report (pdf pp. 260-261), How We Are “Making Better Possible®” (pdf p. 266), and Advocating for the Better: Engaging our Stakeholders (pdf p. 292) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
Recommendation 14.2			
<p>1. Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.</p>	Compliant	<p>Monde values effective communication with its shareholders and other stakeholders, and strives to provide them with clear, up-to-date information to enable them to effectively exercise their rights and allow them to participate in and contribute to Monde’s mission. Accordingly, Monde has established, and continues to establish, policies and programs aimed at empowering its stakeholders such as its investor relations program.</p> <p>Links/References/Information: CG Manual, Arts. IV-VII (pp. 16-19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Investors, Investor Programs page https://mondenissin.com/investor-programs/</p>	
Recommendation 14.3			
<p>1. Board adopts a transparent framework and process that allow stakeholders to</p>	Compliant	<p>Monde strives to keep communication lines with its stakeholders open, among other reasons, to allow stakeholders the opportunity to petition Monde to assist in the enforcement of their rights. Stakeholders may communicate with Monde through Monde’s</p>	

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<p>communicate with the company and to obtain redress for the violation of their rights.</p>		<p>investor relations office and may report violations of Monde’s policies through Monde’s whistleblowing hotline (accessible at: https://mondenissin.ethicspoint.com/).</p> <p><u>Links/References/Information:</u> CG Manual, Arts. VI-VII (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Whistleblowing Policy https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</p> <p>Website, Investors, Shareholding Inquiry page https://mondenissin.com/investors-inquiry/</p>	
Supplement to Recommendation 14.3			
<p>1. Company establishes an alternative dispute resolution system so that conflicts and differences with key stakeholders is settled in a fair and expeditious manner.</p>	<p>Compliant</p>	<p>Monde has adopted the SEC’s recommendation to institute an ADR mechanism to resolve intra-corporate disputes amicably and effectively. The ADR mechanism is set out in Monde’s By-Laws and CG Manual and provides for arbitration with the PDRCI in accordance with the PDRCI’s arbitration rules, and the relevant SEC rules and regulations in case of any dispute, controversy or claim between Monde and its shareholders arising from, relating to, or in connection with, intra-corporate relations, or the implementation of Monde’s AOI, By-Laws. Claims involving criminal offenses and interests of third parties are excluded from the coverage of the ADR mechanism.</p> <p><u>Links/References/Information:</u> By-Laws, Art. IX (pp. 16-17) https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</p> <p>CG Manual, Art. V, Sec. 9 (p. 18) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p>	

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Additional Recommendations to Principle 14			
<p>1. Company does not seek any exemption from the application of a law, rule or regulation especially when it refers to a corporate governance issue. If an exemption was sought, the company discloses the reason for such action, as well as presents the specific steps being taken to finally comply with the applicable law, rule or regulation.</p>	Compliant	<p>Monde has not instituted any exemptive relief application with any regulator in connection with any CG issue in 2024.</p> <p>Monde does not generally seek any exemption from the application of any law, rule or regulation, especially when such law, rule, or regulation refers to a corporate governance issue.</p>	
<p>2. Company respects intellectual property rights.</p>	Compliant	<p>Monde assiduously protects its intellectual property rights and ensures that the intellectual property rights of third parties are respected. These are reflected in contractual provisions adopted by Monde relating to the protection of intellectual property rights of Monde and that of its vendors, suppliers, customers, and other counterparties, in contracts where Monde is a party and intellectual property rights are involved.</p>	
Optional: Principle 14			
<p>1. Company discloses its policies and practices that address customers' welfare</p>	Compliant	<p>Monde is mindful of its business' impact on the economy, society, and the environment. It strives to be responsible in all its dealings within the communities it operates in, in keeping with its mission to uplift the lives of the people it serves. Accordingly, Monde endeavors to have its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development, and that its business is conducted in a sustainable manner.</p> <p><u>Links/References/Information:</u> CG Manual, Art. VI-VII (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Code of Conduct, Sec. 3 (p.8)</p>	

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		<p>https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p> <p>Annual Report, Annex C – Sustainability Report (pdf pp. 256-312) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>Website, Sustainability page https://mondenissin.com/sustainability</p>	
<p>2. Company discloses its policies and practices that address supplier/contractor selection procedures</p>	<p>Compliant</p>	<p>Monde’s vendor accreditation process requires Monde to only deal with legally established suppliers. The process seeks to ascertain that suppliers are reputable and will not expose Monde to various financial and non-financial risks. Monde indirectly considers relevant environmental and social topics when accrediting suppliers. Monde’s Procurement Department follows the guidelines in Monde’s relevant policies, including Monde’s Revised Conflict of Interest Policy, and performs due diligence on potential suppliers. The Procurement Department also assesses the prospective business partner’s anti-corruption risks as defined in Monde’s Anti-Bribery and Corruption Policy.</p> <p><u>Links/References/Information:</u> Code of Conduct, Sec. 3 (p.8) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p> <p>Revised Conflict of Interest Policy https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</p> <p>Anti-Bribery and Corruption Policy https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</p> <p>Annual Report, Part I, Item I (pdf p. 13, and 20); and Annex C – Sustainability Report, Product Quality Safety (pdf p. 273), and Responsible Sourcing (pdf p. 290)</p>	

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		https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	
<p>Principle 15: A mechanism for employee participation should be developed to create a symbiotic environment, realize the company’s goals and participate in its corporate governance processes.</p>			
<p>Recommendation 15.1</p>			
<p>1. Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company’s goals and in its governance.</p>	<p>Compliant</p>	<p>Monde established its Code of Conduct to encourage employees to actively participate in the realization of Monde's goals and its governance. Compliance with this Code and Monde's other policies contributes positively to the good governance of Monde as a whole and is the cornerstone of the ethical conduct Monde expects of its employees.</p> <p>Monde’s aspiration and commitments are shared to all employees and new hires to ensure that employees are well-aware of Monde’s vision, goals, and values. Monde, under the Board’s leadership, and with the participation of its employees and other stakeholders, aspires to improve the wellbeing of people and the planet, and to create sustainable solutions for food security, guided by its core values of collaborating with empathy, continuous learning with a growth mindset, and caring with action.</p> <p><u>Links/References/Information:</u> Code of Conduct https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p> <p>Whistleblowing Policy https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</p> <p>MRPT Policy https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</p> <p>Revised Conflict of Interest Policy</p>	

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		<p>https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</p> <p>Anti-Bribery and Corruption Policy https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</p> <p>Insider Trading Policy https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf</p> <p>Monde’s Policy and Data Relating to Health Safety and Welfare of Employees https://mondenissin.com/wp-content/uploads/2021/03/2-MNC-Policy-and-Data-Relating-to-Health-Safety-and-Welfare-of-Employees-March-1-2021-Version.pdf</p> <p>Annual Report, Annex C – Sustainability Report (pdf pp. 256-312) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p> <p>Website, Sustainability page https://mondenissin.com/sustainability/</p>	
Supplement to Recommendation 15.1			
<p>1. Company has a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures.</p>	Compliant	<p>Monde will contribute up to a set maximum percentage to Monde's Provident Fund for Employee Retirement for employees who have voluntarily and continuously contributed for a certain number of years in accordance with applicable guidelines. Monde provides bonus compensation dependent on company performance to certain employees.</p>	
<p>2. Company has policies and practices on health, safety and welfare of its employees.</p>	Compliant	<p>Monde’s various facilities implement health and safety policies and regulations customized to the work undertaken at such facilities. Monde also has company-wide health and safety initiatives, such as programs promoting the physical and mental well-being of Monde employees.</p>	

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		<p><u>Links/References/Information:</u> Monde’s Policy and Data Relating to Health, Safety, and Welfare of Employees https://mondenissin.com/wp-content/uploads/2021/03/2-MNC-Policy-and-Data-Relating-to-Health-Safety-and-Welfare-of-Employees-March-1-2021-Version.pdf</p> <p>Annual Report, Annex C – Sustainability Report, Empowering Our Employees (pdf p. 284), and Occupational Health and Safety (pdf p. 287) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
<p>3. Company has policies and practices on training and development of its employees.</p>	<p>Compliant</p>	<p>Given that technology is constantly changing, and business demands are tougher, there is a need for employees to remain competent, which is why employee training and development is relevant to Monde. Through the provision of programs that can upgrade their skills, employees will also become more inspired, engaged, and productive in the workplace.</p> <p>Monde provides training opportunities across different demographics of its organization to ensure that the workforce can develop their careers and meet the constantly changing requirements of Monde’s business. Monde is also committed to sufficiently upskilling its Learning and People Development team through various external training and certifications so that the team is professionally prepared and qualified to manage Monde’s learning programs.</p> <p>Monde’s employees collective logged 27,681 total training hours in 2024.</p> <p><u>Links/References/Information:</u> Annual Report, Annex C – Sustainability Report, Envisioning a Learning Organization (pdf p. 285), Competency Development in 2024 (pdf p. 285), and Employee Training (pdf p. 304) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
<p>Recommendation 15.2</p>			
<p>1. Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption</p>	<p>Compliant</p>	<p>Monde, led by its Board, believes that integrity and good governance are indispensable aspects of a sustainable business, and is committed to doing business with the highest ethical standards. Monde has built its reputation on unquestionable ethical behavior and considers</p>	

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policy and program in its Code of Conduct.		<p>this a key contributor to its success. Monde thus expects all its stakeholders to adhere to the standards and principles articulated in its policies, including Monde’s Code of Conduct and Anti-Bribery and Corruption Policy.</p> <p><u>Links/References/Information:</u> Code of Conduct, Sec. 1, Anti-corruption (p.2) https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</p> <p>Anti-Bribery and Corruption Policy https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</p>	
2. Board disseminates the policy and program to employees across the organization through trainings to embed them in the company’s culture.	Compliant	<p>All of Monde's employees have been intentionally apprised of Monde’s policies, including Monde’s Code of Conduct, at onboarding. A multi-part e-learning course facilitates the onboarding for and education about the Anti-Bribery and Corruption Policy, among others. Offline trainings for rank-and-file employees are being implemented.</p> <p>Monde strives to demonstrate Care with Action in all its areas of operation and to its various stakeholders. MNC aims to maintain a work environment free from all forms of discrimination, harassment, intimidation, and other unsafe, coercive or disruptive conduct.</p> <p>Monde has a public whistleblowing hotline where employees can report violations of Monde’s anti-bribery and ethics policies committed by Monde employees and/or stakeholders. The hotline is available 24/7 at: www.mondenissin.ethicspoint.com.</p> <p>All these efforts receive strong support from Monde’s Board and officers, setting the tone for a culture of compliance and ethical behavior. By way of example, please see the President’s message on Monde’s whistleblowing portal (accessible at: https://secure.ethicspoint.eu/domain/media/en/gui/105620/index.html).</p>	

Supplement to Recommendation 15.2

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<p>1. Company has clear and stringent policies and procedures on curbing and penalizing employee involvement in offering, paying and receiving bribes.</p>	<p>Compliant</p>	<p>Monde, led by its Board, believes that integrity and good governance are indispensable aspects of a sustainable business, and is committed to doing business with the highest ethical standards. Monde has built its reputation on unquestionable ethical behavior and considers this a key contributor to its success. Monde thus expects all its stakeholders to adhere to the standards and principles articulated in its anti-bribery and ethics policies, including:</p> <ul style="list-style-type: none"> • Code of Conduct and Ethics; • Anti-Bribery and Corruption Policy; • Guidelines for Gifts, Entertainment, Hospitality and Sponsored Travel • Whistleblowing Policy; • Revised Conflict of Interest Policy; • Material Related Party Transactions Policy; • Guidelines for Engaging Business Partners; • Guidance for Corporate Transactions; • Guidelines for the Conduct of Internal Investigations; and • Guidelines for Corporate Sponsorships, Charitable Donations and Political Contributions. <p>Monde has a public whistleblowing hotline where any person can report violations of Monde’s anti-bribery and ethics policies committed by Monde employees and/or stakeholders. The hotline is available 24/7 at: www.mondenissin.ethicspoint.com.</p> <p>Monde will take firm action against anyone found, after investigation, to be involved in bribery and corruption, or any violation of Monde’s ethical standards.</p> <p><u>Links/References/Information:</u> Anti-Bribery and Corruption Policy, Sec. 7.3 (pp. 18-19) https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</p> <p>Whistleblowing Policy https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
Recommendation 15.3			
<p>1. Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation</p>	Compliant	<p>Monde has a Whistleblowing Policy which is publicly available on Monde’s Website. Monde also maintains a whistleblowing hotline where any person can report violations of Monde’s anti-bribery and ethics policies committed by Monde employees and/or stakeholders. The hotline is available 24/7 at: www.mondenissin.ethicspoint.com. Monde’s Whistleblowing Policy includes provisions designed to protect <i>bona fide</i> whistleblowers from retaliation.</p> <p><u>Links/References/Information:</u> Whistleblowing Policy https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</p>	
<p>2. Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns.</p>	Compliant	<p>Pursuant to Monde’s Whistleblowing Policy, concerns may be raised through various channels, including directly to the Chief Compliance Officer, Chief Legal Counsel, Chief Risk Management Officer or Chief People and Culture Officer, or anonymously through Monde's EthicsPoint Hotline (www.mondenissin.ethicspoint.com). Serious concerns may be elevated to the CGNRC or the Board.</p> <p><u>Links/References/Information:</u> Whistleblowing Policy https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</p>	
<p>3. Board supervises and ensures the enforcement of the whistleblowing framework.</p>	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. II, Sec. 5 (p. 11) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Whistleblowing Policy https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		Annual Report, Annex C – Sustainability Report, Making Better Possible® with the Speak Up Awareness Program (pdf p. 299) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf	
<p>Principle 16: The company should be socially responsible in all its dealings with the communities where it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.</p>			
<p>Recommendation 16.1</p>			
<p>1. Company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.</p>	<p>Compliant</p>	<p>Monde is mindful of its business’ impact on the economy, society, and environment. It strives to be responsible in all its dealings within the communities it operates, in keeping with its mission to uplift the lives of the people it serves. Accordingly, Monde strives for its interactions to serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development, and that its business is conducted in a sustainable manner.</p> <p>With respect to Monde’s Sustainability Policy-based Sustainability Program, it has referred to the UN SDGs to ensure that Monde’s priority goals are aligned with and contribute to the achievement of relevant UN SDGs (e.g., on zero hunger, responsible consumption & production, climate action, decent work & economic growth, and partnerships for the goals). All of Monde’s sites are actively contributing to the wellbeing of their local communities through environmental and social initiatives.</p> <p><u>Links/References/Information:</u> CG Manual, Art. VI-VII (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Sustainability page https://mondenissin.com/sustainability</p> <p>Annual Report, Annex C – Sustainability Report (pdf pp. 256-312) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Monde’s Sustainability Policy https://mondenissin.com/sustainability-policy/ https://mondenissin.com/wp-content/uploads/2025/05/MNC-Sustainability-Policy-Version-2.0-BOD-Approved_09May2025.pdf</p>	
Optional: Principle 16			
<p>1. Company ensures that its value chain is environmentally friendly or is consistent with promoting sustainable development</p>	Compliant	<p>Monde recognizes the importance of EESG impacts and performance as drivers for shared and sustainable growth, and accordingly has embedded sustainability into its core business strategy and operations to help achieve a better world for all. Monde’s sustainability efforts refer to UN SDGs (including those on climate action and responsible consumption & production) to ensure alignment with the achievement of the relevant UN SDGs.</p> <p><u>Links/References/Information:</u> CG Manual, Art. VII (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Sustainability page https://mondenissin.com/sustainability</p> <p>Annual Report, Annex C – Sustainability Report, Our Value Chain (pdf p. 264), Community Distribution Network, Economic Value Creation, and Responsible Sourcing (pdf p. 290) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	
<p>2. Company exerts effort to interact positively with the communities in which it operates</p>	Compliant	<p>Monde is mindful of its businesses’ impact on the economy, society, and environment. It strives to be socially responsible in all its dealings within the communities it operates. Monde is committed to conducting its business with responsibility and integrity, and giving back to its community.</p>	

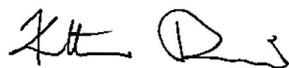
MONDE NISSIN CORPORATION (“MONDE”) - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2024

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>In 2024, after the pandemic hiatus, Monde reopened the Lucky Me! Noddle Factory Plant Tour, welcoming over 70,361 guests. Free of charge and primarily intended for educational tours and school trips, the Lucky Me! Noodle Factory Tour is an opportunity for Monde to inform and educate guests in a fun and entertaining way. The tour emphasizes Monde’s efforts in Making Better Possible® (Annual Report, Annex C – Sustainability Report, pdf p. 274). Monde, in collaboration with Hapinoy, also undertook the 45@45 Sari-sari Store Enablement Program in 2024. Part of Monde’s 45th anniversary celebration, the program helped sari-sari store owners by providing them with online training modules, inventory grants, store merchandise, and marketing materials (Annual Report, Annex C – Sustainability Report, pdf p. 289). Monde Nissin’s Community Distribution Network (CDN) initiative also continued in 2024. Through this initiative, independent brand experts are given the opportunity to generate additional income by reselling Dutch Mill Delight and Monde bread products to local communities across the Philippines (Annual Report, Annex C – Sustainability Report, pdf p. 290). Other programs undertaken by Monde in 2024 to positively interact with the communities in which it operates include:</p> <ul style="list-style-type: none"> • Participating in the X-Trash Challenge 2024, where Monde employees demonstrated their commitment to environmental sustainability by collecting 1,360kg of recyclable materials; (Annual Report, Annex C – Sustainability Report, pdf p. 292); • Supporting the Aling Tindera Program, enabling sustainable income for women across the Philippines while driving community transformation (Annual Report, Annex C – Sustainability Report, pdf p. 293); • Collaborating with the Purposeful Unconditional Service to Others (PUSO) Foundation to support Aeta students in Porac, Pampanga (Annual Report, Annex C – Sustainability Report, pdf p. 294); • Continued the Share-A-Lucky Meal Project, providing 120-days of supplementary meals to over 400 children under five years old at seven child development centers in Brgy. Pineda, Pasig and Brgy. Caingin, Sta. Rosa Laguna (Annual Report, Annex C – Sustainability Report, pdf p. 293); and • Participating in clean-up drives, tree planting initiatives, various outreach programs, and donation drives for calamity victims throughout the year (Annual Report, Annex C – Sustainability Report, pdf p. 293). <p><u>Links/References/Information:</u></p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>CG Manual, Art. VII (p. 19) https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</p> <p>Website, Sustainability page https://mondenissin.com/sustainability</p> <p>Annual Report, Annex C – Sustainability Report (pdf pp. 256-312) https://mondenissin.com/wp-content/uploads/2025/04/Monde-Nissin-Corporation_2024-Annual-Report-17A-with-Annexes_15April2025.pdf</p>	

Pursuant to the requirement of the Securities and Exchange Commission, this Integrated Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, on May 23, 2025.

A handwritten signature in black ink, appearing to read 'Kataline Darmono', positioned above a horizontal line.

KATALINE DARMONO
Board Chairperson

Pursuant to the requirement of the Securities and Exchange Commission, this Integrated Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, on the date and at the place indicated below.



HENRY SOESANTO
Chief Executive Officer



NINA PERPETUA D. AGUAS
Lead Independent Director



ANABELLE L. CHUA
Independent Director



RAMON FELICISIMO M. LOPEZ
Independent Director



HELEN G. TIU
Corporate Secretary



JON EDMARC R. CASTILLO
Chief Compliance Officer

REPUBLIC OF THE PHILIPPINES }
MAKATI CITY } ss.

BEFORE ME, a Notary Public for and in the city stated above, on this MAY 23 2025 day of _____, 2025 personally appeared the following:

Name	Competent Evidence of Identity	Expiry Date & Place of Issue
Henry Soesanto	Indonesian Passport No. E4558427	1 March 2034; KBRI Manila
Nina Perpetua D. Aguas	Philippine Passport No. P7293536B	28 July 2031; DFA Manila
Anabelle L. Chua	Philippine Passport No. P7458770A	6 June 2028; DFA Manila
Ramon Felicisimo M. Lopez	Philippine Passport No. P8288238A	9 August 2028; DFA Manila
Helen G. Tiu	Pag-IBIG MID No. 1212-0257-2480	
Jon Edmarc R. Castillo	Philippine Passport No. P5063992A	7 February 2028; DFA NCR Northeast

known to me to be the same persons (and on the basis of competent evidence of identity) who presented the foregoing instrument and signed the instrument in my presence, and who took an oath before me as to such instrument.

Witness my hand and notarial seal on the date and in the place first written above.

Doc No. 107 ;
Page No. 23 ;
Book No. III ;
Series of 2025.


ATTY. GARNI-LUISA S. ALEGRE
Notary Public for Makati City
Appointment No. M270 until December 31, 2026
Roll of Attorneys No. 53666
PTR No. 10466479MN/ 1-03-2025/Makati City
IBP No. 480877/12-04-2024
MCLE Compliance No. VIII-0007515 valid until April 14, 2028
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