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Monde Nissin

Monde Nissin Corporation
MONDE

PSE Disclosure Form 17-18 - Other SEC Forms/Reports/Requirements

Form/Report Type	Advisement Report on Material Related Party Transactions
Report Period/Report Date	Jan 6, 2026

Description of the Disclosure

Attached is MONDE's Advisement Report pursuant to the requirements of SEC M.C. 10, S. 2019 ("MC 10-2019"), or the Securities and Exchange Commission's Rules on Material Related Party Transactions for PLCs, involving related party transactions under the January 6, 2026 Distributorship Agreement ("Agreement") between MONDE and its wholly owned subsidiary, Monde M.Y. San Corporation ("MMYSC"), for MONDE's distribution of products manufactured by MMYSC.

It is expected that the total contract price/aggregated price of all transactions under the Agreement during its Term may breach the 10% materiality threshold set by MC 10-2019 sometime in Q3 or Q4 2026.

Filed on behalf by:

Name	Aaron Jeric Legaspi
Designation	Alternate CIO

COVER SHEET

00000086335
S.E.C. Registration Number

MONDE NISSIN CORPORATION

(Company's Full Name)

FELIX REYES ST., BRGY. BALIBAGO, STA. ROSA CITY, LAGUNA 4026

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

Atty. Helen G. Tiu
Corporate Secretary

Contact Person

7759 7595

Company Telephone Number

12 **31**

Month *Day*
Fiscal Year

Form Type

Month *Day*
Annual Meeting

ADVISEMENT REPORT ON MATERIAL RELATED PARTY TRANSACTIONS

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

Securities and Exchange Commission PHILIPPINES

ADVISEMENT REPORT ON MATERIAL RELATED PARTY TRANSACTIONS

Reporting PLC: MONDE NISSIN CORPORATION ("**MNC**")

SEC Identification Number: 0000086335

Name of Related Party: MONDE M.Y. SAN CORPORATION ("**MMYSC**")

Execution Date of Transaction: Agreement signed on January 6, 2026

Relationship between the Parties including financial/non-financial interest: **MMYSC is a wholly-owned subsidiary of MNC**

Type/Nature of Transaction and Description of Assets Involved	Terms and Conditions	Rationale for Entering into the Transaction	Total Assets of Reporting PLC	Amount/ Contract Price	Percentage of the Contract Price to the Total Assets of the Reporting PLC	Carrying Amount of Collateral, if any	Approving Authority
Distributorship Agreement between MNC and MMYSC for the distribution by MNC of products manufactured by MMYSC, a wholly owned subsidiary of MNC ("**Agreement**").	MNC is granted the right to distribute MMYSC's products in the Philippines. The Agreement, signed on January 6, 2026, is effective from	Part of MNC's core business, with its wholly-owned subsidiary MMYSC benefitting from MNC's distribution network, customer base, and commercial and logistical capabilities; and MNC	Total Consolidated Assets of MNC based on its 2024 Audited Consolidated Financial Statements is PHP 78,086,748,000.	Actual contract price for Agreement's Term is not determinable as of date hereof, as the price for the products per the Agreement shall be within arm's length range as agreed between the parties taking into consideration factors such as quantity, advertising costs,	It is expected that the total contract price/ aggregated price of all transactions under the Agreement during its Term may breach the 10% materiality threshold by Q3 or Q4 2026.	N/A	Unanimously approved by members of MNC's Board of Directors (including by its 3 independent directors) at its meeting held on December 16, 2025. The following directors were present and voted for the

	January 1, 2026 to December 31, 2026 (“**Term**”).	benefitting from the demand for products manufactured by MMYSC.		promotional campaigns, product expenses and other relevant marketing expenses, and subject to periodic review and adjustment mutually; but it is expected that the total contract price/aggregated price of all transactions during the Agreement’s Term between MNC and MMYSC may breach the 10% materiality threshold sometime in Q3 or Q4 2026.			approval of the Agreement: Ms. Kataline Darmono; Mr. Hartono Kweefanus; Mr. Hoediono Kweefanus; Ms. Betty T. Ang; Mr. Henry Soesanto; Ms. Monica Darmono; Ms. Nina Perpetua D. Aguas; Ms. Anabelle L. Chua; and Mr. Ramon M. Lopez.

SIGNATURES

Pursuant to the requirements of the Commission, the company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MONDE NISSIN CORPORATION

HELEN G. TIU
CORPORATE SECRETARY

.....

MONDE M.Y. SAN CORPORATION

HENRY SOESANTO
PRESIDENT

.....

SECRETARY'S CERTIFICATE

I, **ANNE KATHERINE N. SANTOS**, of legal age, Filipino, and with office address at the 23rd Floor 1 Proscenium at Rockwell, Estrella St. corner J.P Rizal, Brgy. Guadalupe Viejo, 1211 Makati City, after being sworn in accordance with law, hereby certify that:

1. I am an Assistant Corporate Secretary of MONDE NISSIN CORPORATION (the "Corporation"), a corporation organized and existing under the laws of the Republic of Philippines with principal place of business at Felix Reyes St., Barangay Balibago, City of Santa Rosa, Laguna.

2. In my capacity as Assistant Corporate Secretary of the Corporation, I have custody of the Corporation's books and records, including the minutes of meetings and actions of the Board of Directors and of its Board Committees.

3. The following is a true and correct copy of the resolutions unanimously adopted and approved by the Board of Directors of the Corporation at its meeting on **December 16, 2025**, at which meeting a legal quorum was present, voting and acting throughout:

> "RESOLVED, that MONDE NISSIN CORPORATION (the "Corporation") be authorized, as it is hereby authorized, to file Advisement Reports and anticipatory Advisement Reports (including the anticipatory Advisement Report in relation to the 2026 Distribution Agreement between the Corporation and Monde M.Y. San Corporation), as well as any other related documents and papers to the Securities and Exchange Commission and The Philippine Stock Exchange, Inc. in compliance with the requirements of the Company's Material Related Party Transactions Policy and SEC Memorandum Circular No. 10, s. of 2019 ("**Advisement Report**");
>
> RESOLVED, FURTHER, that in connection with the foregoing, **any one** of the Corporation's Corporate Secretary **ATTY. HELEN G. TIU** or any of her Assistant Corporate Secretaries, **ATTY. KATHERINE C. LEE-BACUS** and **ATTY. ANNE KATHERINE N. SANTOS**, be authorized, as she is hereby authorized, under such terms and conditions as she may consider beneficial to the Corporation, to sign, execute, and/or deliver Advisement Reports as well as any and all related papers, contracts, and documents, and to do and perform any and all acts and deeds, as may be necessary to implement these resolutions."

IN WITNESS WHEREOF, I have hereunto set my hand at the place and on the date indicated below.

ANNE KATHERINE N. SANTOS
Assistant Corporate Secretary

REPUBLIC OF THE PHILIPPINES }
MAKATI CITY }ss.

SUBSCRIBED AND SWORN TO before me this DEC 23 2025 at the place stated above, affiant exhibiting to me her Passport No. P9058327B issued on February 23, 2022 at DFA NCR Central.

ATTY. GARNY-LUISA S. ALEGRE
Notary Public for Makati City
Appointment No. M-270 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
23rd Floor 1 Proscenium, Estrella St., Rockwell Center
Makati City, 1210 Metro Manila, Philippines

Doc. No. 339;
Page No. 69;
Book No. III;
Series of 2026.

SECRETARY'S CERTIFICATE

I, **HELEN G. TIU**, of legal age, Filipino, and with office address at the 23rd Floor 1 Proscenium at Rockwell, Estrella St. corner J.P Rizal, Brgy. Guadalupe Viejo, 1211 Makati City, after being sworn in accordance with law, hereby certify that:

1. I am the Corporate Secretary of **MONDE M.Y. SAN CORPORATION** (the "**Corporation**"), a corporation organized and existing under the laws of the Republic of Philippines with principal place of business at 534 Gracia St., Brgy. Sto. Domingo, Cainta, Rizal.

2. In my capacity as Corporate Secretary of the Corporation, I have custody of the Corporation's books and records, including the minutes of meetings and actions of the Board of Directors.

3. The following is a true and correct copy of the resolutions unanimously adopted and approved by the Board of Directors of the Corporation on **December 12, 2025**:

> "RESOLVED, that **MONDE M.Y. SAN CORPORATION** (the "**Corporation**") be authorized, as it is hereby authorized, to file Advisement Reports and anticipatory Advisement Reports (including the anticipatory Advisement Report in relation to the 2026 Distribution Agreement between the Corporation and Monde Nissin Corporation), as well as any other related documents and papers to the Securities and Exchange Commission and The Philippine Stock Exchange, Inc. in accordance with SEC Memorandum Circular No. 10, s. of 2019 ("**Advisement Reports**");
>
> RESOLVED, FURTHER, that in connection with the foregoing, the Corporation's President **MR. HENRY SOESANTO**, be authorized, as he is hereby authorized, under such terms and conditions as he may consider beneficial to the Corporation, to sign, execute, and/or deliver Advisement Reports as well as any and all related papers, contracts, and documents, and to do and perform any and all acts and deeds, as may be necessary to implement these resolutions."

IN WITNESS WHEREOF, I have hereunto set my hand at the place and on the date indicated below.

Tiu, Helen G.

HELEN GO TIU
Corporate Secretary

REPUBLIC OF THE PHILIPPINES }
MAKATI CITY } ss.

SUBSCRIBED AND SWORN TO before me this DEC 23 2025 at the place stated above, affiant exhibiting to me her Passport No. P9058327B, issued on February 24, 2022 at DFA NCR Central, and expiring on February 23, 2032.

Doc. No. 338;
Page No. 69;
Book No. III;
Series of 2026.

ATTY. GARNY-LUISA S. ALEGRE
Notary Public for Makati City
Appointment No. M-270 until December 31, 2026
Roll of Attorneys No. 53666
PTR No. 10466479MN/ 1-03-2025/Makati City
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