

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

## Monde Nissin Corporation MONDE

### PSE Disclosure Form 4-29 - Disbursement of Proceeds and Progress Report References: Memorandum No. 626 - 2007 dated December 20, 2007 Section 4.4 of the Revised Disclosure Rules

- ☒ Annual Report
- ☐ Quarterly Report
- ☐ Others -

#### Subject of the Disclosure

Annual Report on the Use of Proceeds from Monde Nissin Corporation's ("MONDE's") Initial Public Offering ("IPO")

#### Background/Description of the Disclosure

In compliance with the PSE's Notice of Approval for MONDE's IPO on June 1, 2021, MONDE hereby submits the following documents relating to the application of net IPO proceeds for the year ended December 31, 2023:

1. CFO Letter-Certification; and
2. Report-Certification of the External Auditor, SGV & Co.

#### Other Relevant Information

Not Applicable.

#### Filed on behalf by:

Name	Aaron Jeric Legaspi
Designation	Alternate CIO



MONDE NISSIN CORPORATION

Felix Reyes Street, Brgy. Balibago  
City of Santa Rosa, Laguna  
4026 Philippines

21<sup>st</sup> Floor, 6750 Office Tower  
Ayala Avenue, Makati City  
1223 Philippines

Tel.: (+632) 7759.7500  
Fax: (+632) 8810.9207  
[www.mondenissin.com](http://www.mondenissin.com)

January 26, 2024

**The Philippine Stock Exchange, Inc.**

PSE Tower, 5<sup>th</sup> Avenue corner 28<sup>th</sup> Street  
Bonifacio Global City, 1634  
Taguig City

Attention: **Ms. Alexandra D. Tom Wong**  
Head, Disclosures Department

Subject: **Application of IPO Proceeds Annual Summary**

Ladies and Gentlemen:

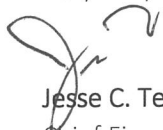
In connection with Monde Nissin Corporation's ("**Monde's**") Initial Public Offering ("**IPO**") on June 1, 2021, we submit herewith our Annual Summary of the application of the proceeds from the IPO ("**Annual Summary**"). Accordingly, as of December 31, 2023, the application of the net IPO proceeds is broken down as follows:

<b>Use of Proceeds</b>	<b>As at December 31, 2023</b>
Total IPO Proceeds (IPO fund)	<b>₱48,600,000,000</b>
Disbursements from July 1, 2021 to December 31, 2022	46,209,981,194
IPO fund as at December 31, 2022	<b>2,390,018,806</b>
Payment of Fixed Assets – January 1, 2023 to December 31, 2023	
APAC BFB	
Capacity increase and innovation – Philippine operations	654,407,822
Operational efficiency initiatives – Philippine operations	166,681,758
End-to-end supply network redesign – Philippine operations	972,732
Disbursements for the year ended December 31, 2023	<b>822,062,312</b>
IPO fund as at December 31, 2023, before the effect of foreign exchange	<b>1,567,956,494</b>
Movement in unrealized foreign exchange loss	<b>(50,953,795)</b>
<b>IPO fund as at December 31, 2023</b>	<b>₱1,517,002,699</b>

In compliance with the conditions of the Philippine Stock Exchange's IPO Notice of Approval, the undersigned hereby certifies the foregoing as true and correct based on available records. Likewise enclosed is the certification from Monde's external auditor, SGV & Co., in connection with the Annual Summary.

We trust that you find everything in order.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Jesse C. Teo', with a stylized flourish at the end.

**Jesse C. Teo**  
Chief Financial Officer

## **Agreed-Upon Procedures Report on the Annual Progress Report on the Use of Proceeds as at and for the year ended December 31, 2023**

The Stockholders and the Board of Directors  
Monde Nissin Corporation  
Felix Reyes St., Barangay Balibago  
Santa Rosa, Laguna

### *Purpose of this agreed upon procedures report*

We have performed the procedures which were agreed to by Monde Nissin Corporation (the “Company”, the “Corporation” or “MNC”) and enumerated below with respect to the Annual Summary Report as at and for the year ended December 31, 2023 on the Use of Proceeds from the Common Shares Offering of the Company on June 1, 2021 (the Subject Matter). Our report is solely for the purpose of assisting you in complying with the reporting requirements of the Philippine Stock Exchange (PSE) and may not be suitable for another purpose.

### *Restriction on Use*

This agreed-upon procedures report (AUP Report) is intended solely for the information and use of the Company and the PSE and is not intended to be and should not be used by anyone else.

### *Responsibilities of the Company*

The Company has acknowledged that the agreed-upon procedures are appropriate for the purpose of the engagement.

The Company is responsible for the Subject Matter on which the agreed-upon procedures are performed. The sufficiency of these procedures is solely the responsibility of the Company.

### *Practitioner’s Responsibilities*

We have conducted the agreed-upon procedures engagement in accordance with Philippine Standard on Related Services (PSRS) 4400 (Revised), *Agreed-Upon Procedures Engagements*. An agreed-upon procedures engagement involves our performing the procedures that have been agreed with the Company, and reporting the findings, which are the factual results of the agreed-upon procedures performed. We make no representation regarding the appropriateness or the sufficiency of the agreed-upon procedures described below either for the purpose for which this AUP Report has been requested or for any other purpose.

This agreed-upon procedures engagement is not an assurance engagement. Accordingly, we do not express an opinion or an assurance conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported.

### *Professional Ethics and Quality Control*

In performing the Agreed-Upon Procedures engagement, we complied with the ethical requirements in the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics). We are not required to be independent for the purpose of this engagement. We are the independent auditor of the Company and we have complied with the independence requirements of the Code of Ethics that apply in the context of the financial statement audit.

Our firm applies International Standard on Quality Control 1, *Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements*, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

### *Procedures and Findings*

We have performed the procedures described below, which were agreed upon with the Company in terms of the engagement dated April 12, 2023, on the Subject Matter.

### **Procedures Performed and Findings**

1. Obtained from management the Progress Report of the IPO fund as at and for the year ended December 31, 2023 showing the following information:
  - a. Balance of IPO fund as at December 31, 2022;
  - b. Detailed schedule and description of disbursements for the year ended January 1, 2023 to December 31, 2023;
  - c. Amount of disbursement for the year; and
  - d. Balance of IPO fund as at December 31, 2023.

No exception was noted.

2. Checked the mathematical accuracy of the Annual Summary Report as at and for the year ended December 31, 2023 and traced the beginning balance of the IPO fund to the Annual Summary Report as at December 31, 2022.

No exception was noted.

3. Compared the disbursements as indicated in the Annual Summary Report for the year ended December 31, 2023 to the detailed schedule of disbursements.

No exception was noted.

4. Traced the disbursements for the year ended December 31, 2023, amounting to ₱822.0 million (see item 8 below), in the detailed schedule of disbursements to the supporting documents such as invoices, purchase orders, check vouchers, official receipts and bank statements, and agreed the amounts to the schedule.

We noted that out of the ₱822.0 million total capital expenditures of Asia-Pacific Branded Food & Beverage (APAC BFB):

- a. ₱118.1 million pertains to capital expenditures of Monde M.Y. San Corporation (MMYSC) which were funded by MMYSC using its own cashflows.

On August 9, 2021, the Board of Directors (BOD) of the Company approved “the transfer from the IPO Proceeds (of MNC) to the operating cash of the Corporation (MNC), such amounts of capital expenditure paid by the significant subsidiaries of the Corporation (MNC) during the year using their respective cashflow”. As confirmed by the Company’s Corporate Secretary, this capital expenditure paid by MMYSC subsequent to 2021 are also covered by this BOD resolution.

Following the above board resolution, ₱118.1 million was transferred from the IPO funds to MNC’s operating funds for the year ended December 31, 2023. We traced the above amount to the related invoices and purchase orders when the funds were originally disbursed by MMYSC using its operating fund. We then traced the amount transferred from the IPO funds amounting to ₱118.1 million to MNC’s operating fund to the bank statements of MNC as approved in the above BOD resolution.

- b. The balance of ₱703.9 million pertains to capital expenditures of MNC and such amount has been released from the IPO fund to MNC’s operating fund. We traced the above amount to the related invoices and purchase orders when the funds were disbursed by MNC.
5. Obtained a complete list of bank accounts and other investment accounts where the IPO funds are maintained and traced interbank transfers to bank statements for the year-ended December 31, 2023. For bank transfers denominated in foreign currency, checked that the exchange rate used was based on published rates.

No exception was noted.

6. Traced the remaining balance of the IPO fund as at and for the year ended December 31, 2023 to the bank statements as at December 31, 2023.

A difference of ₱448.3 million between the balance per bank statement and balance per Progress Report of the IPO fund was noted as follows:

	Amount
	<i>(in millions)</i>
Bank balance of IPO proceeds	₱1,965.3
Balance of IPO fund (see Annex)	1,517.0
Excess of bank balance over IPO fund	₱448.3

Bank over noted pertains primarily to the net interest income, realized foreign exchange gain, mark-to-market gains, and other adjustments which were not considered as part of the proceeds from the Offering.

7. Obtained the list of Board of Directors minutes of meetings for the period and reviewed if there were reallocations or changes in the schedule of planned use of proceeds from the Offering.

On March 22, 2023, the Parent Company's BOD approved the change in use of IPO proceeds where the allocation for the capital expenditure and operating expenditures for the Meat Alternative Business as at December 31, 2022 totaling ₱2,136.9 million are to be re-allocated to capital expenditure of Asia Pacific Branded Food and Beverage (APAC BFB) in 2023.

The reallocation is presented in item 8.

8. Compared the disbursements in the Annual Summary Report for the year ended December 31, 2023 to the use of proceeds section of the Offering Circular, as updated for any reallocations as approved by the Board of Directors.

Presented below is the summary of the breakdown and application of the Offering Proceeds as at and for the year ended December 31, 2023 based on the information obtained from the Company.

	Unused IPO Proceeds as of December 31, 2022	Reallocation	Application of IPO Proceeds (in ₱ millions)				Total	Unused IPO Proceeds as of December 31, 2023
			2023 Q1	2023 Q2	2023 Q3	2023 Q4		
Capital expenditure								
Meat alternative	₱1.1	(₱1.1)	₱–	₱–	₱–	₱–	₱–	₱–
APAC BFB	–	2,136.9	–	(68.7)	(413.4)	(339.9)	(822.0)	1,314.9
Operating expenditure								
Meat alternative	2,135.8	(2,135.8)	–	–	–	–	–	–
	2,136.9	–	–	(68.7)	(413.4)	(339.9)	(822.0)	1,314.9
IPO related expenses	228.8	–	–	–	–	–	–	228.8
Foreign exchange gain (loss)	24.3	–	(38.3)	20.7	19.3	(52.7)	(51.0)	(26.7)
	₱2,390.0	₱–	(₱38.3)	(₱48.0)	(₱394.1)	(₱392.6)	(₱873.0)	₱1,517.0

*Explanatory paragraph*

The Company is responsible for the source documents that are described in the specified procedures and related findings section. We were not engaged to perform and we have not performed any procedures other than those previously listed. We have not performed procedures to test the accuracy or completeness of the information provided to us except as indicated in our procedures. Furthermore, we have not performed any procedures with respect to the preparation or verification of any of the source documents. We have no responsibility for the verification of any underlying information upon which we relied in forming our findings.

The agreed-upon procedures do not constitute an audit or a review of financial statements or part thereof, the objective of which is the expression of an opinion or conclusion on the financial statements or part thereof.

We undertake no responsibility to update this AUP Report for events and circumstances occurring after the AUP Report is issued.

SYCIP GORRES VELAYO & CO.

A handwritten signature in black ink, appearing to read 'E. V. Estacio', is written over the printed name.

Editha V. Estacio  
Partner

January 26, 2024  
Makati City



# Annex: Annual Summary Report as at and for the year ended December 31, 2023

<b>Use of Proceeds</b>	<b>As at December 31, 2023</b>
Total IPO Proceeds (IPO fund)	<b>₱48,600,000,000</b>
Disbursements from July 1, 2021 to December 31, 2022	46,209,981,194
IPO fund as at December 31, 2022	<b>2,390,018,806</b>
Payment of Fixed Assets – January 1, 2023 to December 31, 2023	
APAC BFB	
Capacity increase and innovation – Philippine operations	654,407,822
Operational efficiency initiatives – Philippine operations	166,681,758
End-to-end supply network redesign – Philippine operations	972,732
Disbursements for the year ended December 31, 2023	<b>822,062,312</b>
IPO fund as at December 31, 2023, before the effect of foreign exchange	<b>1,567,956,494</b>
Movement in unrealized foreign exchange loss	<b>(50,953,795)</b>
<b>IPO fund as at December 31, 2023</b>	<b>₱1,517,002,699</b>