



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

Company Reg. No. 86335

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the amended articles of incorporation of the

MONDE NISSIN CORPORATION
(Amending Article VI thereof)

copy annexed, adopted on November 14, 2005 by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock and certified under oath by the Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 8th day of February, Two Thousand Six.




BENITO A. CATARAN
Director

Company Registration and Monitoring Department



AMENDED ARTICLES OF INCORPORATION
OF

MONDE NISSIN CORPORATION

(Formerly: Monde Denmark Nissin Biscuit Corporation)

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, THE UNDERSIGNED, ALL OF LEGAL AGE, MAJORITY OF WHOM ARE CITIZENS AND RESIDENTS OF THE PHILIPPINES, HAVE THIS DAY VOLUNTARILY ASSOCIATED OURSELVES TOGETHER FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE PHILIPPINES, AND WE HEREBY CERTIFY:

FIRST.- THAT THE NAME OF SAID CORPORATION SHALL BE:
"MONDE NISSIN CORPORATION" (As amended on 3/8/99).

SECOND.- THAT THE PURPOSE FOR WHICH THE SAID CORPORATION IS FORMED ARE AS FOLLOWS:

PRIMARY PURPOSE

TO ENGAGE IN, OPERATE AND MAINTAIN IN THE BUSINESS OF MANUFACTURING, PROCESSING, BAKING, PACKAGING, SERVICING, REPACKING, ASSEMBLING OR OTHERWISE DEALING IN, ON WHOLESALE BASIS, ALL KIND OF GOODS, WARES AND MERCHANDISES WHICH ARE OR MAY BECOME ARTICLES OF COMMERCE SUCH AS BUT NOT LIMITED TO CANDIES, CONFECTIONARIES, BISCUITS, CAKES AND OTHER FOODS, DRUGS AND COSMETICS;

SECONDARY PURPOSES

TO ENGAGE IN, OPERATE AND MAINTAIN IN THE BUSINESS OF IMPORTING, EXPORTING, BUYING, SELLING, TRADING, OR OTHERWISE DEALING IN, ON WHOLESALE BASIS, ALL KIND OF GOODS, WARES AND MERCHANDISES WHICH ARE OR MAY BECOME ARTICLES OF COMMERCE;

TO ACT AS INDENTOR, FACTOR, MANUFACTURER'S REPRESENTATIVE, COMMERCIAL BROKER, COMMISSION AGENT, DISTRIBUTOR AND IN ANY OTHER REPRESENTATIVE CAPACITY FOR DOMESTIC AND FOREIGN COMPANIES EXCEPT INSURANCE;

TO ENGAGE IN, OR OTHERWISE DEALING IN, THE PURCHASE, LEASE, SUB-LEASE, APPLY FOR, ACQUIRE, OBTAIN OR REGISTER LETTERS, PATENTS, CONCESSIONS, LICENSES, COPYRIGHTS, TRADENAMES, TRADEMARKS, INVENTIONS, WHETHER EXCLUSIVE OR NON-EXCLUSIVE, IN ANY PART OF THE WORLD IN RELATION TO ITS BUSINESS;

TO INVEST AND DEAL WITH THE MONEY AND PROPERTY OF THE CORPORATION IN SUCH MANNER AS MAY FROM TIME TO TIME BE CONSIDERED WISE OR EXPEDIENT FOR THE ADVANCEMENT OF THE BUSINESS, PROPERTY AND GOODWILL OF THE CORPORATION OR ANY PART THEREOF, FOR SUCH CONSIDERATION AND UNDER SUCH TERMS AND CONDITIONS AS IT SHALL BE FIT TO ACCEPT TO THE EXTENT ALLOWED BY LAW; AND IN GENERAL,

TO DO ALL SUCH OTHER THINGS WHICH ARE INCIDENTAL OR CONDUCTIVE TO THE ATTAINMENT OF THE ABOVE MENTIONED OBJECT WHICH MAY BE CONVENIENTLY CARRIED ON IN CONNECTION THEREIN, OR WHICH MAY BE CALCULATED DIRECTLY OR INDIRECTLY, TO ENHANCE THE VALUE OR RENDER PROFITABLE ANY BUSINESS OR PROPERTY OF THE CORPORATION. PROVIDED, HOWEVER, THAT NOTHING SHALL BE DONE IN CONNECTION WITH ANY OF THE ABOVE MENTIONED OBJECT WHICH IS PROHIBITED BY ANY LAWS OF THE PHILIPPINES NOW OR WHICH MAY HEREINAFTER BE IN FORCE.

THIRD.- THAT THE PRINCIPAL OFFICE AND PLACE OF BUSINESS OF THE CORPORATION SHALL BE LOCATED IN THE MUNICIPALITY OF STA. ROSA, PROVINCE OF LAGUNA, PHILIPPINES; AND MAY ESTABLISH BRANCHES, SALES OFFICES AND FACTORY SITES IN ANY PLACE WHENEVER WARRANTED BY THE EXIGENCIES OF ITS BUSINESSES;

FOURTH.- THAT THE TERM FOR WHICH THE SAID CORPORATION IS TO EXIST IS FIFTY (50) YEARS, FROM AND AFTER THE DATE OF ITS INCORPORATION;

Denmark

[Signature]

[Signature]

[Signature]

[Signature]

[Signature]

FIFTH.- THAT THE NUMBER OF DIRECTORS OF SAID CORPORATION SHALL BE SEVEN (7) WHO ARE TO SERVE UNTIL THEIR SUCCESSORS ARE DULY ELECTED AND QUALIFIED FOR IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION. THAT THE NAMES, CITIZENSHIP AND ADDRESSES OF THE INCORPORATORS WHO ARE AT THE SAME TIME THE INCORPORATING DIRECTORS OF SAID CORPORATION ARE AS FOLLOWS:

NAME	CITIZENSHIP	ADDRESS
BETTY ANG		
ANG CHAN ENG		
GUADALUPE T. ANG		
DAVID ANG		
RAMON RAGANAS		
LETICIA C. RAGANAS		
EUSEBIO BRIGADO		

SIXTH.- THAT THE AMOUNT OF CAPITAL STOCK OF SAID CORPORATION IS FOUR BILLION EIGHT HUNDRED MILLION PHILIPPINE PESOS (PhP 4,800,000,000.00). AND SAID CAPITAL STOCK IS DIVIDED INTO FORTY EIGHT MILLION (48,000,000) SHARES OF THE PAR VALUE OF ONE HUNDRED PESOS (PhP 100.00) EACH.

(As amended on 4.4.'89; further amended on 6.15.'92; further amended on 9.1.'98 and further amended on 11.14.'2005)

SEVENTH.- THAT THE AMOUNT OF CAPITAL STOCK WHICH HAVE BEEN ACTUALLY SUBSCRIBED AND PAID FOR ARE TWO MILLION EIGHT HUNDRED THOUSAND PESOS AND SEVEN HUNDRED THOUSAND PESOS, PHILIPPINE CURRENCY, RESPECTIVELY; AND THAT THE FOLLOWING PERSONS HAVE ACTUALLY SUBSCRIBED AND PAID FOR THE NUMBER OF SHARES SET OUT AFTER THEIR RESPECTIVE NAMES, TO WIT:

NAME	CITIZENSHIP	NO. OF SHARES	AMOUNT SUBSCRIBED	AMOUNT PAID
BETTY ANG		11,200	P 1,120,000.00	P 280,000.00
ANG CHAN ENG		4,000	400,000.00	100,000.00
GUADALUPE T. ANG		4,000	400,000.00	100,000.00
JAMES ANG YIOK TECK		2,000	200,000.00	50,000.00
DAVID ANG		2,000	200,000.00	50,000.00
RAMON RAGANAS		1,200	120,000.00	30,000.00
LETICIA C. RAGANAS		1,200	120,000.00	30,000.00
EUSEBO BRIGADO		1,200	120,000.00	30,000.00
AGUSTIN YIAN		1,200	120,000.00	30,000.00
TOTALS		28,000	P2,800,000.00	P 700,000.00
		Vvvvvv	vvvvvvvvvvvvvv	vvvvvvvvvvvv

EIGHT.- THAT ANG CHAN ENG HAS BEEN ELECTED BY THE SUBSCRIBERS NAMED IN THE SAID ARTICLES OF INCORPORATION AS TREASURER OF SAID CORPORATION AND TO ACT AS SUCH UNTIL HIS SUCCESSOR IS DULY ELECTED AND QUALIFIED FOR IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION. THAT AS SUCH TRESURER, HE HAS BEEN AUTHORIZED TO RECEIVE FOR THE CORPORATION AND TO RECEIPT IN ITS NAME FOR ALL SUBSCRIPTIONS PAID IN BY THE SUBSCRIBERS.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HANDS ON THIS 14TH DAY OF MAY, 1979, IN THE CITY OF MANILA, PHILIPPINES.

SIGNED	SIGNED	SIGNED	SIGNED	SIGNED
ANG CHAN ENG	GUADALUPE T. ANG	RAMON RAGANAS	LETICIA C. RAGANAS	EUSEBIO BRIGADO
INCORPORATOR	INCORPORATOR	INCORPORATOR	INCORPORATOR	INCORPORATOR

SIGNED IN THE PRESENCE OF:

SIGNED	SIGNED	SIGNED	AND	SIGNED
BETTY ANG	DAVID ANG	AGUSTIN YIAN		JAMES ANG YOK TECK
INCORPORATOR	INCORPORATOR			

REPUBLIC OF THE PHILIPPINES } S.S.
CITY OF MANILA

BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC, PERSONALLY APPEARED THE FOLLOWING INCORPORATORS/ SUBSCRIBERS WITH THEIR RESPECTIVE RESIDENCE CERTIFICATES, TO WIT:

NAME
ANG CHAN ENG
GUADALUPE T. ANG
BETTY ANG
RAMON RAGANAS
LETICIA C. RAGANAS
EUSEBIO BRIGADO
AGUSTIN YIAN
DAVID ANG
JAMES ANG YIOK TECK

T.A.N.

NUMBER-A/B

ISSUED AT AND ON

ALL KNOWN TO ME AND TO ME KNOWN AS THE SAME PERSONS WHO EXECUTED THE FOREGOING TWO(2) PAGES OF ARTICLES OF INCORPORATION INCLUDING THIS PAGE WITH ACKNOWLEDGEMENT AND THEY ACKNOWLEDGED TO ME THAT THE SAME IS THEIR OWN FREE AND VOLUNTARY ACT AND DEED.

WITNESS MY HAND AND NOTARIAL SEAL ON THE DATE AND AT THE PLACE HEREINABOVE FIRST WRITTEN.

DOC. NO. 352 ; PAGE NO. 72 ;

BOOK NO. XXX ; SERIES OF 1979.

MANUEL T. UY
NOTARY PUBLIC

UNTIL DECEMBER 31, 1980

PTR NO. CT015 2740L

JANUARY 2, 1979, MANILA

TAN: U5549-A1046-A-7

REPUBLIC OF THE PHILIPPINES } S.S.
CITY OF MANILA

TREASURER'S AFFIDAVIT

ANG CHAN ENG, HAVING BEEN DULY SWORN TO IN ACCORDANCE WITH LAW, DEPOSE AND SAYS:

THAT ON THIS ABOVE-MENTIONED DATE, HE WAS DULY ELECTED BY THE SUBSCRIBERS NAMED IN THE FOREGOING ARTICLES OF INCORPORATION AS TREASURER OF SAID CORPORATION, AND TO ACT AS SUCH UNTIL HIS SUCCESSOR IS DULY ELECTED AND QUALIFIED FOR IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION. THAT AS SUCH TREASURER, HE HAS BEEN AUTHORIZED TO RECEIVE FOR THE CORPORATION AND TO RECEIPT IN ITS NAME FOR ALL SUBSCRIPTIONS PAID IN BY THE SUBSCRIBERS.

THAT OF THE TOTAL AUTHORIZED CAPITAL STOCK OF FOURTEEN MILLION PESOS (P14,000,000.00), PHILIPPINE CURRENCY, DIVIDED INTO ONE HUNDRED FORTY THOUSAND SHARES (140,000) OF THE PAR VALUE OF ONE HUNDRED (P100.00) EACH, TWO MILLION EIGHT HUNDRED THOUSAND PESOS WORTH OF SHARES HAD BEEN ACTUALLY SUBSCRIBED AND OF SAID SUBSCRIPTION, SEVEN HUNDRED THOUSAND PESOS, (P700,000.00), PHILIPPINE CURRENCY, IN CASH, HAD BEEN ACTUALLY PAID IN TO ME IN TRUST FOR THE BENEFIT AND TO THE CREDIT OF THE CORPORATION.

THAT AT LEAST TWENTY PERCENT OF THE TOTAL AUTHORIZED CAPITAL STOCK HAD BEEN ACTUALLY SUBSCRIBED AND AT LEAST TWENTY-FIVE PERCENT OF SAID SUBSCRIPTION, HAD BEEN ACTUALLY PAID FOR TO ME IN TRUST FOR THE BENEFIT AND TO THE CREDIT OF THE CORPORATION.

AFFIANT FURTHER SAYETH NAUGHT.

ANG CHAN ENG

AFFIANT/TREASURER-IN-TRUST

SUBSCRIBED AND SWORN TO BEFORE ME ON THIS 14th DAY OF MAY, 1979, IN AND FOR THE CITY OF MANILA, PHILIPPINES, ANG CHAN ENG, IN HIS CAPACITY AS THE TREASURER-IN-TRUST OF ABOVE-MENTIONED CORPORATION HEREBY EXHIBITED TO ME HIS

MANUEL T. UY

NOTARY PUBLIC

UNTIL DECEMBER 31, 1980

PTR NO. CT015 2740L

JANUARY 2, 1979, MANILA

TAN: U5549-A1046-A-7

DOC. NO. 353

PAGE NO. 72

BOOK NO. XXX

SERIES OF 1979.

[Handwritten signatures and notes]
Daniel Ang

MONDE NISSIN CORPORATION

DIRECTORS' CERTIFICATE

On

AMENDMENT OF ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned majority of the Board of Directors, the Chairman and the Secretary of the stockholders' meeting of **MONDE NISSIN CORPORATION**, a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office at Balibago, Sta. Rosa, Laguna, do hereby certify that the "*Amended Articles of Incorporation of MONDE NISSIN CORPORATION*" attached hereto, is a true and correct copy of the Articles of Incorporation of said Corporation, as amended in accordance with the provisions of Section 16 of the Corporation Code and as approved by the stockholders owning at least two-thirds (2/3) of the outstanding capital stock and majority of the Board of Directors at a special meeting held at the principal office of the Corporation on November 14, 2005.

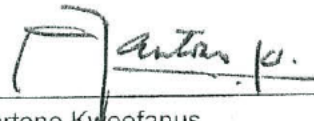
The amendment pertains to Article Sixth as follows:

"SIXTH.- THAT THE AMOUNT OF CAPITAL STOCK OF SAID CORPORATION IS FOUR BILLION EIGHT HUNDRED MILLION PHILIPPINE PESOS (PhP 4,800,000,000.00), AND SAID CAPITAL STOCK IS DIVIDED INTO FORTY EIGHT MILLION (48,000,000) SHARES OF THE PAR VALUE OF ONE HUNDRED PESOS (Php 100.00) EACH."

IN WITNESS WHEREOF, we have hereunto set our hands on DEC 09 2005 at Manila City.



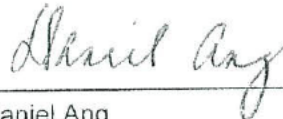
Hidajat Darmono
Director / Chairman of the
Stockholders' meeting



Hartono Kweefanus
Director



Betty Ang
Director



Daniel Ang
Director



Henry Soesanto
Director



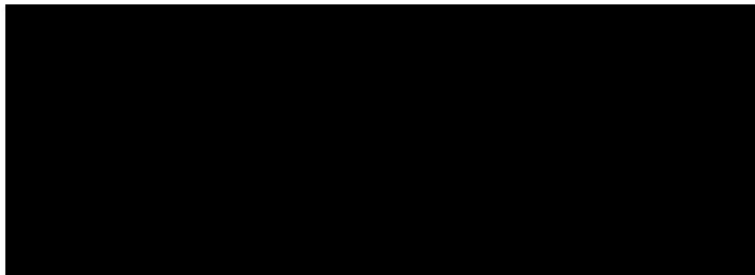
Certified correct by:



Suzanne S. King
Secretary of the
Stockholders' meeting

SUBSCRIBED AND SWORN TO before me this DEC - 9 2005 at
City of Manila, affiants exhibiting to me their Community Tax Certificate / passports
numbers ; date issued ; place issued as follows:

Betty Ang
Hidajat Darmono
Hartono Kweefanus
Daniel Ang
Henry Soesanto
Suzanne S. King



Known to me to be the same persons who executed the foregoing Directors' Certificate,
and they acknowledged to me that the same is their own free and voluntary act and
deed.


IN WITNESS WHEREOF, I have hereunto set my hand and caused my
notarial seal to be affixed on this DEC - 9 2005 at Manila City, Philippines.

Doc. No. 437;

Page No. 89;

Book No. OLIX;

Series of 2005


MANUEL T. UY
NOTARY PUBLIC
Until December 31, 2006
PTR No. 3593016; 1/3/2003; MANILA

COMPANY DATA MAINTENANCE FORM
GENERAL / BUSINESS / COMPANY RELATIONSHIP INFORMATION
(FOR DOMESTIC) COMPANIES ONLY

SEC NO. 86335

FOR SEC TO PROVIDE: MAINTENANCE NO. / / / / / / / / TRANSACTION DATE: / / / / / / /

FILL UP INSTRUCTIONS -- Type or print legibly. Light shaded boxes are to be filled up by the SEC. Check appropriate boxes.

FILL UP ONLY THOSE ITEMS FOR WHICH AMENDMENTS OR CHANGES ARE TO BE MADE. Refer to the back of this page for additional instructions.

CURRENT COMPANY NAME (This must be always be provided.)

MONDE NISSIN CORPORATION

RESTRICT USE BY OTHERS?

[] - YES

[] - NO

RESERVATION NUMBER

NEW COMPANY NAME

GENERAL INFORMATION

COMPANY TYPE

[x] DS - DOMESTIC STOCK [] DN - DOMESTIC NON-STOCK [] DP - DOMESTIC PARTNERSHIP

CHANGE FROM STOCK TO NON-STOCK?

[] YES

CHANGE PRIMARY PURPOSE?

[] YES

PRINCIPAL OFFICE ADDRESS

BARRIO BALIBAGO, STA. ROSA, LAGUNA

AREA CODE

/ / / / /

POSTAL CODE

/ / / / /

TEL. NO.

754-8100

FAX NO.

BUSINESS OFFICE ADDRESS

BARRIO BALIBAGO, STA. ROSA, LAGUNA

AREA CODE

/ / /

POSTAL CODE

/ / / / /

TEL. NO.

754-8100

FAX NO.

BUSINESS INFORMATION

PARTNERSHIP TYPE

[] L - LIMITED

[] G - GENERAL

TYPE OF ENTERPRISE [x] N - NO SPECIAL REGISTRATION

[] E - FIA EXPORT

[] D - FIA DOMESTIC

[] H - FIA HOLDING

[] R - FIA REPRESENTATIVE OFF

[] S - SUBIC REGISTERED

[] F - FINANCIAL INSTITUTION

[] Z - EPZA-REGISTERED

[] B - BOI-REGISTERED

INDUSTRY CODE

/ / / /

TERM OF EXISTENCE

Fifty (50) years

END DATE OF EXISTENCE

FISCAL YEAR END (MM/DD)

December 31

ANNUAL MEETING (For domestic companies only)

[] F - FIXED (MM/DD)

[x] - VARIABLE Last Week of May

NUMBER OF

DIRECTORS (If stock co.)

13

TRUSTEES (If non-stock)

PARTNERSHIP (If partnership)

STOCKHOLDERS (If stock co.)

TYPE OF NON-STOCK CORPORATION

(Refer to back of this page for the classification)

/ /

TOTAL CONTRIBUTION (Of non-stock companies)

% OF FOREIGN MEMBERSHIP (Of non-stock companies)

TOTAL CONTRIBUTION (Of domestic partnership)

Filipino:

Foreign:

COMPANY RELATIONSHIP -- List all companies related to registrant. (Use additional sheet if necessary.)

RELATIONSHIP TYPE

M - DISSOLVED COMPANY (If due to merger)

S - PARENT COMPANY (If registrant is a subsidiary)

O - Others

(RELN TYPE)

V - DISSOLVED COMPANY (If change in company type)

A - AFFILIATE (Of registrant)

MAIN IND

RELN TYPE

SEC NUMBER

COMPANY NAME

START DATE

END DATE

MAIN IND -- A (NEW), E (UPDATE EXISTING), OR D (DELETE) RELATIONSHIP

CERTIFIED CORRECT: MA. LUZ VICTORIA BALLESTEROS

(Signature over printed name)

POSITION : Representative

DATE: December 12, 2005

PROCESSING ATTORNEY:

DATA CONTROL CLERK:

DATA ENCODED BY:

DATE RECEIVED:

DATE REVIEWED:

DATE ENCODED:

COMPANY DATA MAINTENANCE FORM
CHANGES IN CAPITAL STRUCTURE
(FOR DOMESTIC COMPANIES ONLY)

SEC NO. 86335

FOR SEC TO PROVIDE: MAINTENANCE NO. / / / / / / / / TRANSACTION DATE: / / / / / / /

FILL UP INSTRUCTIONS -- Type or print legibly. Light shaded boxes are to be filled up by the SEC. Check appropriate boxes, where applicable

For the P/N, F/N and With Paid-in Surplus columns, select the appropriate code --

PAR / NO PAR VALUE INDICATOR (P/N) : P -- PAR N -- NO PAR
FILIPINO / FOREIGN-OWNED INDICATOR (P/N) : F -- FILIPINO N -- FOREIGN OWNED
WITH PAID-IN SURPLUS? : Y -- YES N -- NO

Refer to the back of this page for additional instruction.

COMPANY NAME

MONDE NISSIN CORPORATION

☐ EXEMPTION FROM SECURITIES REGISTRATION ☒ AMENDMENT IN AUTHORIZED CAPITAL ☐ STOCK DIVIDENDS ☐ MERGER ☐ EQUITY RESTRUCTURING ☐ STOCK RETIREMENT

TYPE OF SHARE	CODE	P/ N	INCREASE (DECREASE) IN PAR VALUE/ PAR VALUE (ADJUSTED)	PRESENT NUMBER OF SHARES/ INCREASE (DECREASE) IN NUMBER OF SHARES	PRESENT BALANCE	INCREASE (DECREASE) IN AMOUNT	BALANCE AS INCREASED (DECREASED)	R E F
COMMON		P	P	8,000,000	P 800,000,000	P 4,000,000,000	P 4,800,000,000	1
				40,000,000				2
								3
								4
								5
								6
(SUB) TOTAL					P 800,000,000	P 4,000,000,000	P 4,800,000,000	

SUBSCRIBED CAPITAL PAID-UP CAPITAL

TYPE OF SHARE	CODE	F/ N	INCREASE (DECREASE) IN NUMBER OF SHARES	PRESENT SUBSCRIBED BALANCE	INCREASE (DECREASE) IN AMOUNT	SUBSCRIBED BALANCE AS INCREASED (DECREASED)	INCREASE (DECREASE) IN AMOUNT	WITH PAID IN?	R E F
COMMON		F	40,000,000	P 7,969,500	P 10,280,500	P 18,250,000	P 10,280,500	N	1
									1
									2
									2
									3
									3
									4
									4
									5
									5
									6
									6
(SUB) TOTAL				P 7,969,500	P 10,280,500	P 18,250,000	P 10,280,500		

COMPANY DATA MAINTENANCE FORM
CHANGES IN CAPITAL STRUCTURE
(FOR DOMESTIC COMPANIES ONLY)

SEC NO. ASO 93 - 007295

FOR SEC TO PROVIDE: MAINTENANCE NO.

TRANSACTION DATE: / / / / / / / Page 2 of 3

FILL UP INSTRUCTIONS -- Type or print legibly. Light shaded boxes are to be filled up by the SEC. Check appropriate boxes, where applicable.

For the P/N, F/N and With Paid-in Surplus columns, select the appropriate code - -

PAR / NO PAR VALUE INDICATOR (P/N)

: P - - PAR

N - - NO PAR

FILIPINO / FOREIGN-OWNED INDICATOR (P/N)

: F - - FILIPINO

N - - FOREIGN OWNED

WITH PAID-IN SURPLUS?

Y - - YES

N - - NO

Refer to the back of this page for additional instruction.

COMPANY NAME

MONDE NISSIN CORPORATION

<input type="checkbox"/> EXEMPTION FROM SECURITIES REGISTRATION	<input checked="" type="checkbox"/> AMENDMENT IN AUTHORIZED CAPITAL	<input type="checkbox"/> STOCK DIVIDENDS	<input type="checkbox"/> MERGER	<input type="checkbox"/> EQUITY RESTRUCTURING	<input type="checkbox"/> STOCK RETIREMENT
---	---	--	---------------------------------	---	---

TYPE OF SHARE	CODE	P/ N	INCREASE (DECREASE) IN PAR VALUE/ PAR VALUE (ADJUSTED)	PRESENT NUMBER OF SHARES INCREASE (DECREASED) IN NUMBER OF SHARES	PRESENT BALANCE	INCREASE (DECREASE) IN AMOUNT	BALANCE AS INCREASED (DECREASED)
BALANCE FORWARDED ----->					8,000,000	40,000,000	48,000,000
(SUB) TOTAL							
					SUBSCRIBED CAPITAL		PAID-UP CAPITAL
TYPE OF SHARE	CODE	F/ N	INCREASE (DECREASE) IN NUMBER OF SHARES	PRESENT SUBSCRIBED BALANCE	INCREASE (DECREASE) IN AMOUNT	SUBSCRIBED BALANCE AS INCREASED (DECREASE)	INCREASE (DECREASE) IN AMOUNT
BALANCE FORWARDED ----->				P 7,969,500	P 10,280,500	P 18,250,000	P 10,280,500
(SUB) TOTAL							

**COMPANY DATA MAINTENANCE FORM
CHANGES IN CAPITAL STRUCTURE
(FOR DOMESTIC) COMPANIES ONLY**

SEC NO. ASO 93 - 007295

FOR SEC TO PROVIDE: MAINTENANCE NO. / / / / / / / / TRANSACTION DATE: / / / / / / /

Page 3 of 3

FILL UP INSTRUCTIONS -- Type or print legibly. Light shaded boxes are to be filled up by the SEC. Refer to the back of this page for additional instructions.

COMPANY NAME

MONDE NISSIN CORPORATION

CHANGE IN PAID UP CAPITAL BY ASSET TYPE

ASSET TYPE	C - CASH	P - PROPERTY	L - OFFSET OF LIABILITY	S - STOCK DIVIDEND	M - MERGER	O - OTHERS	TOTAL
PREVIOUS BALANCE	P 796,950,000	P	P	P	P	P	P 796,950,000
INCREASE (DECREASE)	616,830,000						616,830,000
CURRENT BALANCE	P 1,413,780,000	P	P	P	P	P	P 1,413,780,000

INCREASE (DECREASE) IN FOREIGN EQUITY BREAKDOWN (Summarize by nationality the capital subscribed and paid for by foreign stockholders -- i.e., grouped by individuals and companies.)

NATIONALITY CODE				
NATIONALITY DESCRIPTION	INDONESIAN			

SUBSCRIBED CAPITAL

PREVIOUS BALANCE	P 3,118,500	P	P	P	P
INCREASE (DECREASE) OF --					
INDIVIDUALS	9,763,300				
COMPANY (IES)					
TOTAL INCREASE (DECREASE)	9,763,300				
NEW BALANCE	P 12,881,800	P	P	P	P

PAID UP CAPITAL OF --

PREVIOUS BALANCE	P 311,850,000	P	P	P	P
INCREASE (DECREASE) OF --					
INDIVIDUALS	976,330,000				
COMPANY (IES)					
TOTAL INCREASE (DECREASE)	976,330,000				
NEW BALANCE	P 1,288,180,000	P	P	P	P

PERCENTAGE OF FOREIGN EQUITY: 70.59%

CERTIFIED CORRECT: MA. LUZ VICTORIA BALLESTEROS
(Signature over printed name)POSITION: REPRESENTATIVEDATE: DEC. 12, 2005PROCESSING ATTORNEY:
DATE REVIEWED:PROCESSING EXAMINER:
DATE REVIEWED:DATA CONTROL CLERK:
DATE REVIEWED:DATA ENCODER:
DATE ENCODED: