

**SECURITIES AND EXCHANGE COMMISSION**  
**SEC FORM - I-ACGR**

**INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT**

1. For the fiscal year ended  
Dec 31, 2025
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  
4026  
Postal Code  
4026
8. Issuer's telephone number, including area code  
-
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, 2025.

### Filed on behalf by:

<b>Name</b>	Aaron Jeric Legaspi
<b>Designation</b>	Alternate CIO



MONDE NISSIN CORPORATION

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

23<sup>rd</sup> Floor, 1 Proscenium at Rockwell  
Estrella Street corner J.P. Rizal, Makati City

[www.mondenissin.com](http://www.mondenissin.com)  
[corporate.compliance@mondenissin.com](mailto:corporate.compliance@mondenissin.com)

May 29, 2026

**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  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street  
Bonifacio Global City  
Taguig 1634

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

Atty. Johanne Daniel M. Negre  
Head, PSE Disclosure Department


Re: **Monde Nissin Corporation – 2025 I-ACGR**  
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Ladies and Gentlemen:

We hereby submit Monde Nissin Corporation's Integrated Annual Corporate Governance Report as of December 31, 2025, 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,

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



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INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

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Industry Classification Code:
7. Felix Reyes Street, Barangay Balibago, Santa Rosa City, Laguna  
Address of principal office 4026  
Postal Code
8. \_\_\_\_\_  
Issuer's telephone number, including area code
9. N/A  
Former name, former address, and former fiscal year, if changed since last report.

**MONDE NISSIN CORPORATION (“MONDE”) - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2025**

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<b>The Board’s Governance Responsibilities</b>			
<b>Principle 1:</b> 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.			
<b>Recommendation 1.1</b>			
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 2025**

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		<p>The profiles of Monde’s directors are also included in Monde’s Annual Report (SEC Form 17A), annual Information Statements (SEC Form 20-IS), and in Monde’s website (“<b>Website</b>”), and other relevant reports, which are all publicly accessible.</p> <p><u>Links/References/Information:</u>                      Monde’s 2025 Annual Report (“<b>Annual Report</b>”), Part IV, Item 13 (pdf. pp. 74-75) and Part III, Item 9 (pdf pp. 62-64)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>Monde’s Definitive Information Statement (“<b>DIS</b>”) for its 2025 Annual Stockholders’ Meeting (“<b>ASM</b>”), Annex B – Information on Directors and Executive Officers (pdf pp. 49-50)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>By-Laws, Art. I, Secs. 2.1-2.5 (pp. 1-2)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. I, Secs. 1-6 (pp. 1-3)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. III, Secs. 1-2 (pp. 5-6)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CGNRC Charter, Secs 3.7, 3.12, and 4.2 (pp. 2-4)  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p> <p>Board Diversity Policy  <a href="https://mondenissin.com/board-diversity-policy/">https://mondenissin.com/board-diversity-policy/</a></p>	

**MONDE NISSIN CORPORATION ("MONDE") - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2025**

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<b>Recommendation 1.2</b>			
<p>1. Board is composed of a majority of non-executive directors.</p>	<p>Compliant</p>	<p>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.</p> <p>Thus, to enhance its ability to perform its oversight function over management, more than a majority of the Board is composed of non-executive directors, with six (6) out of nine (9) members of the current Board being 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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Annual Report, Part IV, Item 13, Corporate Governance, par. 3 (pdf. p. 74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-50)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Website, Governance, Board of Directors page  <a href="https://mondenissin.com/our-company-board-of-directors/">https://mondenissin.com/our-company-board-of-directors/</a></p>	
<b>Recommendation 1.3</b>			
<p>1. Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.</p>	<p>Compliant</p>	<p>The Company’s Board Charter and CG Manual require directors to undergo annual corporate governance training. Since its listing as a publicly listed company in 2021, Monde has consistently complied with this requirement.</p> <p><u>Links/References/Information:</u>  Board Charter, Art. III, Sec. 4 (p. 6)</p>	

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		<p><a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CG Manual, Art. I, Sec. 7 (p. 3)</p> <p><a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<p>2. Company has an orientation program for first time directors.</p>	<p>Compliant</p>	<p>Monde’s CG Manual, Art. I, Sec. 7 provides: “A new Director shall undergo an orientation program which at the minimum shall be for such number of hours as may be required by the SEC from time to time and shall include the following topics: [Monde’s] mission and vision, corporate structure, business strategies and operations, company policies, matters pertaining to [Monde’s] organizational and governance documents (such as the Articles [of Incorporation], By-Laws, [the CG Manual], [board committee charters], other SEC-prescribed topics, as the same may be amended by the SEC from time to time, regarding laws and regulations on corporations and securities, corporate governance, and other matters essential for the effective performance of his/her duties and responsibilities.”</p> <p>Links/References/Information:  CG Manual, Art. I, Sec. 7 (p. 3)</p> <p><a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. III, Sec. 4 (p. 6)</p> <p><a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></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. Monde’s Board and senior management annually attend CG training sessions, covering a variety of topics relevant to Monde including modules on business resilience and disruptive strategies, ethics and compliance, strengthening internal controls, and corporate governance.</p> <p>In 2025, Monde engaged SEC-accredited Good Governance Advocates &amp; Practitioners of the Philippines, Inc. (“GGAPP”) to conduct and facilitate CG training sessions for Monde’s Board</p>	

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		<p>and senior management in accordance with the Securities and Exchange Commission’s (“SEC’s”) requirements (“CG Training”). Details of the GGAPP-facilitated 2025 CG Training for Monde are as follows:</p> <table border="1" data-bbox="801 443 1686 802"> <thead> <tr> <th data-bbox="801 443 1290 488">Topic/Subject Matter</th> <th data-bbox="1290 443 1686 488">Speaker/Facilitator</th> </tr> </thead> <tbody> <tr> <td data-bbox="801 488 1290 555">Board Responsibilities and AI</td> <td data-bbox="1290 488 1686 555">Atty. Vincent Edward Festin</td> </tr> <tr> <td data-bbox="801 555 1290 651">Unlocking the Power of Data and AI Responsibly</td> <td data-bbox="1290 555 1686 651">Ms. Rochelle Dichaves</td> </tr> <tr> <td data-bbox="801 651 1290 722">Sustainable Risk-Driven Strategy</td> <td data-bbox="1290 651 1686 722">Ms. Rochelle Dichaves</td> </tr> <tr> <td data-bbox="801 722 1290 802">Reinforcing the Corporate Lines of Defense</td> <td data-bbox="1290 722 1686 802">Mr. Dante Fuentes</td> </tr> </tbody> </table> <p>All directors have participated in and complied with the mandatory CG training for 2025.</p> <p><u>Links/References/Information:</u>            CG Manual, Art. I, Sec. 7 (p. 3)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. III, Sec. 4 (p. 6)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Directors’ Certificates of Attendance for the SEC-mandated annual CG training for Directors and Officers (“CG Training”) can be accessed at: <a href="#">2025 Monde CG Training Certificates</a>.</p>	Topic/Subject Matter	Speaker/Facilitator	Board Responsibilities and AI	Atty. Vincent Edward Festin	Unlocking the Power of Data and AI Responsibly	Ms. Rochelle Dichaves	Sustainable Risk-Driven Strategy	Ms. Rochelle Dichaves	Reinforcing the Corporate Lines of Defense	Mr. Dante Fuentes	
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<b>Recommendation 1.4</b>													
1. Board has a policy on board diversity.	Compliant	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											

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		<p>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. Monde 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 Monde’s Board puts it in the best position to provide meaningful value to Monde and its shareholders, consistent with Monde’s core aspiration to improve the wellbeing of people and the planet, and create sustainable solutions for food security.</p> <p>As to nationality –</p> <table border="1" data-bbox="837 769 1610 1112"> <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="837 1209 1610 1425"> <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> </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	
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<b>Optional: Recommendation 1.4</b>														
1. Company has a policy on and discloses measurable objectives	Compliant	Monde, through its Corporate Governance, Nominations, and Remuneration Committee, adheres to and observes a rigorous process of nomination, selection, and qualification of												

**MONDE NISSIN CORPORATION (“MONDE”) - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2025**

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<p>for implementing its board diversity and reports on progress in achieving its objectives.</p>		<p>nominees for election into the board to ensure an appropriate mix of competent directors and promote its SEC-recognized commitment to Board diversity. The Rules Governing the Nomination and Election of Directors (“<b>Nomination and Election Rules</b>”) can be accessed at: <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-CGNRC-2025-Nomination-Rules-with-forms_March2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-CGNRC-2025-Nomination-Rules-with-forms_March2025.pdf</a>.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part IV, Item 13, Corporate Governance, par. 3 (pdf. p. 74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>CG Manual, Art. I, Secs. 10 (p. 5)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. III, Sec. 2 (pp. 5-6)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Board Diversity Policy  <a href="https://mondenissin.com/board-diversity-policy/">https://mondenissin.com/board-diversity-policy/</a></p>	
<b>Recommendation 1.5</b>			
<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. 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 with a combined experience of almost 20 years in the field of corporate law and housekeeping.</p>	
<p>2. Corporate Secretary is a separate individual from the Compliance Officer.</p>	Compliant		
<p>3. Corporate Secretary is not a member of the Board of Directors.</p>	Compliant		

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		<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. Atty. Tiu is a citizen and resident of the Philippines.</p> <p>Consistent with the CG Code, Art. III, Sec. 12.1 of Monde’s By-Laws prohibits the Corporate Secretary from concurrently holding the position of Treasurer or Compliance Officer. Accordingly, Atty. Tiu does not concurrently hold the position of Compliance Officer of Monde. She is also not a member of the Board.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part III, Item 9(a)(1) (pdf pp. 64-65)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 50-51)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Website, Governance, Corporate Officers page  <a href="https://mondenissin.com/corporate-officers/">https://mondenissin.com/corporate-officers/</a></p> <p>By-Laws, Art. III, Sec. 12.1 (p. 10)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. III, Sec. 7 (p. 13)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
4. Corporate Secretary attends training/s on corporate governance.	Compliant	<p><u>Links/References/Information:</u>                      The Corporate Secretary has participated in the 2025 CG Training.</p>	

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		<p>The Corporate Secretary’s Certificate of Attendance for Monde’s 2025 CG Training can be accessed at: <a href="#">2025 Monde CG Training Certificates</a>.</p> <p>Please refer to our responses in <a href="#">Recommendation 1.3.3</a> for additional information on the CG Training.</p>	
<b>Optional: Recommendation 1.5</b>			
1. Corporate Secretary distributes materials for board meetings at least five business days before [a] scheduled meeting.	Compliant	<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 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 date 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>	
<b>Recommendation 1.6</b>			
1. Board is assisted by a Compliance Officer.	Compliant	<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>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 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</p>	
2. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.	Compliant		
3. Compliance Officer is not a member of the board.	Compliant		

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		<p>Material Related Party Transactions Policy, Revised Conflict of Interest Policy, and Insider Trading Policy.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part III, Item 9 (pdf p. 66)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf p. 51)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Website, Governance, Corporate Officers page  <a href="https://mondenissin.com/corporate-officers/">https://mondenissin.com/corporate-officers/</a></p> <p>By-Laws, Art. III, Sec. 13 (p. 11)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. III, Sec. 9 (pp. 14-15)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<p>4. Compliance Officer attends training/s on corporate governance.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u>                      Monde’s Chief Compliance Officer organized, and participated in, the 2025 CG Training. His Certificate of Attendance for Monde’s CG Training can be accessed at: <a href="#">2025 Monde CG Training Certificates</a>.</p> <p>Please refer to our responses in <a href="#">Recommendation 1.3.3</a> 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.

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<b>Recommendation 2.1</b>			
<p>1. Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.</p>	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. This allows directors to act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.</p> <p><u>Links/References/Information:</u>                      Board Charter, Art. VII, Secs. 1-2 (pp. 10-15)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CG Manual, Art. I, Secs. 8-9 (pp. 3-5)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<b>Recommendation 2.2</b>			
<p>1. Board oversees the development, review and approval of the company's business objectives and strategy.</p>	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 monitoring the implementation of the same. The Board meets regularly and as often as may be necessary to discharge this function.</p>	
<p>2. Board oversees and monitors the implementation of the company's business objectives and strategy.</p>	Compliant	<p><u>Links/References/Information:</u>                      Board Charter, Art. VII, Sec. 1(a) (p. 10)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CG Manual, Art. I, Sec. 8(a) (p. 4)</p>	

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		<p><a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Results of the Organizational Board of Directors' Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<b>Supplement to Recommendation 2.2</b>			
<p>1. Board has a clearly defined and updated vision, mission and core values.</p>	<p>Compliant</p>	<p>Monde's mission and vision, or its "<b>Aspiration Statement</b>", is to improve the wellbeing of people and the planet, and create sustainable solutions for food security. Monde's core values, or its "<b>Commitments</b>", are: Continuous Learning with a Growth Mindset, Collaboration with Empathy, and Care in Action. Monde's Aspiration Statement and Commitments are posted on its website.</p> <p>Furthermore, 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  <a href="https://mondenissin.com/company-overview/">https://mondenissin.com/company-overview/</a></p> <p>Website, Who We Are page  <a href="https://mondenissin.com/who-we-are/">https://mondenissin.com/who-we-are/</a></p> <p>CG Manual, Art. I, Sec. 8(b) (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.b (p. 10)</p>	

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		<a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a>	
<p>2. Board has a strategy execution process that facilitates effective management performance and is attuned to the company's business environment, and culture.</p>	Compliant	<p>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 2025, please refer to DIS, Part D., Item 18(b) (pdf pp. 37-40) accessible at the following link:  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>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 in a manner attuned to the company's business environment and culture.</p> <p><u>Links/References/Information:</u>                      CG Manual, Art. I, Sec. 8(c) (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Secs. 1-2 (pp. 10-15)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	
<b>Recommendation 2.3</b>			
<p>1. Board is headed by a competent and qualified Chairperson.</p>	Compliant	<p>Monde's Board is headed by a competent and qualified Chairperson. Ms. Kataline Darmono served as Board chairperson in 2025, and has served in such capacity since April 12, 2021. Please refer to the links below for Ms. Darmono's relevant qualifications.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part III, Item 9 (pdf p. 62)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	

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		<p>DIS, Annex B – Information on Directors and Executive Officers (pdf p. 49)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Website, Governance, Board of Directors page  <a href="https://mondenissin.com/our-company-board-of-directors/">https://mondenissin.com/our-company-board-of-directors/</a></p>	
<b>Recommendation 2.4</b>			
<p>1. Board ensures and adopts an effective succession planning program for directors, key officers and management.</p>	Compliant	<p>The Board, through the CGNRC, is responsible for ensuring and adopting an effective succession planning program for directors, management, and other key positions. In 2025, management, through Monde’s People and Culture department, presented to the CGNRC an update on the state of succession planning. Monde’s succession planning framework includes identifying critical roles, assessing successor readiness, and implementing development initiatives such as mentoring, coaching, and cross-functional assignments.</p>	
<p>2. Board adopts a policy on the retirement for directors and key officers.</p>	Compliant	<p>Links/References/Information:                      CG Manual, Art. I, Secs. 8(e) (p. 4), and 11 (pp. 5-6); and Art. IV., Sec. 4.  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.e (p. 10)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CGNRC Charter, Secs. 2.2 (p. 1), 3.4 (p. 2), 3.14 (p. 3), 5.2 (p. 5)  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p>	
<b>Recommendation 2.5</b>			
<p>1. Board aligns the remuneration of key officers and board members with long-term interests of the company.</p>	Compliant	<p>Directors do not participate in discussions or deliberations involving his/her own remuneration. 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</p>	

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		independent directors came on board. No other director remuneration has been approved to date.	
2. Board adopts a policy specifying the relationship between remuneration and performance.	Compliant	<p>Links/References/Information:                      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)</p> <p><a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
3. Directors do not participate in discussions or deliberations involving his/her own remuneration.	Compliant	<p>Board Charter, Art. VII, Secs. 1.f-g (p. 10), 1.gg (p. 13), and 2.b (p.14)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CGNRC Charter, Secs. 1 (p. 1), 3.4 (p. 2), and 3.13 (p. 3)  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p> <p>Annual Report, Part III, Item 10(b) – Compensation of Directors (pdf pp. 70-71)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Part B., Item 6(a) and (b) Compensation of Directors and of Executive Officers (pdf pp. 32-33)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<b>Optional: Recommendation 2.5</b>			
1. Board approves the remuneration of senior executives.			

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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.			
<b>Recommendation 2.6</b>			
1. Board has a formal and transparent board nomination and election policy.	Compliant	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 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.  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.	
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,	Compliant		

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election or replacement of a director.		An assessment of the effectiveness of Monde’s nomination, election and replacement processes for directors was included in the Board’s annual evaluation for 2025.	
6. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.	Compliant	<p><u>Links/References/Information:</u>  Nomination and Election Rules  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-CGNRC-2025-Nomination-Rules-with-forms_March2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-CGNRC-2025-Nomination-Rules-with-forms_March2025.pdf</a></p> <p>By-Laws, Art. I, Secs. 2.3-2.6 (pp. 1-2)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. IV, Secs. 1-2 (p.7)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CGNRC Charter, Sec. 4 (pp. 3-5); and Secs. 7.4 and 7.6 (p. 6)  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p>	
<b>Optional: Recommendation to 2.6</b>			
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.	Compliant	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	

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		<p>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 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>	
<b>Recommendation 2.7</b>			
<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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.II (pp. 13-14)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></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 (“<b>MRPT Policy</b>”)  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p> <p>Disclosure re: amended MRPT Policy on PSE Electronic Disclosure Generation Technology portal (“<b>PSE EDGE</b>”)</p>	
<p>3. RPT Policy encompasses all entities within the group, taking</p>	Compliant		

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<p>into account their size, structure, risk profile and complexity of operations.</p>		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0f0744bb2476d95f3470cea4b051ca8f">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0f0744bb2476d95f3470cea4b051ca8f</a></p> <p>Monde’s Risk and Related Party Transactions Committee (“<b>RRPTC</b>”) Charter, Secs. 3.17-3.22 (pp. 3-4)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Annual Report, Part III, Item 12 – Certain Relationships and Related Transactions (pdf pp. 73-74); Annex A - 2025 Consolidated Audited Financial Statements and Supplementary Schedules, Notes 4 and 23 for related party relationships and transactions (pdf pp. 118-122, and 151-152)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Supplement to Recommendations 2.7</b>			
<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 (“<b>MRPTs</b>”) are subject to review pursuant to Monde’s MRPT Policy. Related party transactions that, when aggregated over a twelve (12) month period from the first transaction with the same related party, breach the materiality threshold are considered MRPTs for purposes of applying the thresholds for disclosure and approval under the 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)</p>	

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		<p><a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p> <p>Disclosure re: amended MRPT Policy on PSE EDGE  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0f0744bb2476d95f3470cea4b051ca8f">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0f0744bb2476d95f3470cea4b051ca8f</a></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 ("<b>RPTs</b>"), whether material or not, are submitted for the approval and ratification of the shareholders at Monde's annual stockholders' meeting.</p> <p>Links/References/Information:  MRPT Policy, Sec. 4 par. 2 (p. 3)  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p> <p>DIS, Part D, Item 15(a)iv. (pdf pp. 36-37) and Item 18(b) (pdf pp. 37-40)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<b>Recommendation 2.8</b>			
<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,</p>	Compliant	<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</p>	

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<p>Chief Compliance Officer and Chief Audit Executive).</p>		<p>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 27, 2025, the Board appointed the President, the Chief Executive Officer &amp; 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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. I, Sec. 8(i) (p. 4); and Art. III, Secs. 4 and 7-12 (pp. 12-16)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.i (pp. 11)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Website, Governance, Corporate Officers page  <a href="https://mondenissin.com/corporate-officers/">https://mondenissin.com/corporate-officers/</a></p> <p>Results of the Organizational Board of Directors’ Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<p>2. Board is primarily responsible for assessing the performance of Management led by the President, the Chief 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 2025.</p>	

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<p>Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).</p>		<p><u>Links/References/Information:</u>                      By-Laws, Art. III, Sec. 1 (p. 6)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. I, Sec. 8(j) (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.i-j (p. 11); and Annex A (pp. 19-20)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	
<b>Recommendation 2.9</b>			
<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 2025.</p> <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>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><u>Links/References/Information:</u>                      By-Laws, Art. III, Sec. 1 (p. 6)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p>	

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<b>Recommendation 2.10</b>			
<p>1. Board oversees that an appropriate internal control system is in place.</p>	Compliant	<p>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.</p>	
<p>2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management, members and shareholders.</p>	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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1. k (p. 11)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Revised Conflict of Interest Policy  <a href="https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf">https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</a></p>	

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<p>3. Board approves the Internal Audit Charter.</p>	<p>Compliant</p>	<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>  CG Manual, Art. I, Sec. 8.I (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.m (pp. 11); and Annex A (pp. 19-20)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Monde’s Corporate Internal Audit (“CIA”) Charter  <a href="https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf">https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</a></p>	
<b>Recommendation 2.11</b>			
<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 2025 (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>	

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		<p>Links/References/Information:                      CG Manual, Art. I, Sec. 8.m (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.m (pp. 11); and Annex A (pp. 19-20)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>RRPTC Charter, Sec. 1  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Monde’s ERM Framework  <a href="https://mondenissin.com/enterprise-risk-management/">https://mondenissin.com/enterprise-risk-management/</a></p>	
<p>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.</p>	<p>Compliant</p>	<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. The ERM framework is being 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>	

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		<p>Links/References/Information:                      Monde's ERM Framework  <a href="https://mondenissin.com/enterprise-risk-management/">https://mondenissin.com/enterprise-risk-management/</a></p>	
<b>Recommendation 2.12</b>			
1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary role.	Compliant	<p>The Board has a Board Charter that formalizes and clearly states the Board's roles, responsibilities and accountabilities in carrying out its fiduciary role, and serves as a guide to directors in the performance of their functions. The Board Charter is publicly available and posted on the company's website.</p> <p>Links/References/Information:                      Board Charter  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	
2. Board Charter serves as a guide to the directors in the performance of their functions.	Compliant	<p>Website, Governance, Board of Directors page  <a href="https://mondenissin.com/our-company-board-of-directors/">https://mondenissin.com/our-company-board-of-directors/</a></p>	
3. Board Charter is publicly available and posted on the company's website.	Compliant		
<b>Additional Recommendation to Principle 2</b>			
1. Board has a clear insider trading policy.	Compliant	<p>Monde has a clear insider trading policy. 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).</p> <p>Links/References/Information:                      Insider Trading Policy  <a href="https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf">https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf</a></p>	

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<b>Optional: Principle 2</b>			
<p>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.</p>	Compliant	<p>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.</p> <p><u>Links/References/Information:</u>                      Revised Conflict of Interest Policy, Sec. 3.4 (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf">https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</a></p> <p>CG Manual, Art. I, Sec. 8.o (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.o (p. 11)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	
<p>2. Company discloses the types of decision requiring board of directors' approval.</p>	Compliant	<p>Monde's By-Laws, CG Manual, and Board Charter provide for the types of decisions requiring the Board's approval. 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.</p> <p><u>Links/References/Information:</u>                      By-Laws  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	

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**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.

**Recommendation 3.1**

<p>1. Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.</p>	<p>Compliant</p>	<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 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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Secs. 1-4 (pp. 6-11)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
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		<p>Board Charter, Art. VIII, Secs 1-4 (pp. 16-17)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Executive Committee Charter  <a href="https://mondenissin.com/wp-content/uploads/2021/12/7-MNC-Executive-Committee-Charter-as-of-June-22-2021.pdf">https://mondenissin.com/wp-content/uploads/2021/12/7-MNC-Executive-Committee-Charter-as-of-June-22-2021.pdf</a></p> <p>Audit Committee Charter  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a></p> <p>CGNRC Charter  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p> <p>RRPTC Charter  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Website, Governance, Board Committees page  <a href="https://mondenissin.com/board-committees/">https://mondenissin.com/board-committees/</a></p>	
<b>Recommendation 3.2</b>			
<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>	<p>Compliant</p>	<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. 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)</p>	

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<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 27, 2025, 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 Audit Committee. The qualifications of the Audit Committee members are set out in the DIS and the Website. All the members have relevant background, knowledge, skills, and experience in the areas of accounting, auditing and finance.</p>	
<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>	Compliant	<p><u>Links/References/Information:</u>                      By-Laws, Art. II, Sec. 3.1 (p.5)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 2 par. 1 (pp. 6-7)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Audit Committee Charter</p>	

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<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 27, 2025, 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></p> <p>By-Laws, Art. II, Sec. 3.1 (p.5)</p> <p><a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 2 par. 1 (pp. 6-7)</p> <p><a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	

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<b>Supplement to Recommendation 3.2</b>											
<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 (“<b>External Auditor</b>”), 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>Fees billed for the professional services rendered by the External Auditor for the last three completed years, and as disclosed in the Annual Report, are as follows:</p> <table border="1" data-bbox="801 1230 1671 1369"> <thead> <tr> <th>Year</th> <th>Audit and Audit-Related Fees (in ₱)</th> </tr> </thead> <tbody> <tr> <td>2025</td> <td>18,560,952.68</td> </tr> <tr> <td>2024</td> <td>23,559,516.78</td> </tr> <tr> <td>2023</td> <td>23,766,791.00</td> </tr> </tbody> </table>	Year	Audit and Audit-Related Fees (in ₱)	2025	18,560,952.68	2024	23,559,516.78	2023	23,766,791.00	
Year	Audit and Audit-Related Fees (in ₱)										
2025	18,560,952.68										
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		<p>The External Auditor performs year end audits, as well as other audit-related services for compliance purposes. The total amount of fees paid to the External Auditor for (i) audit and (ii) audit-related services for the year 2025 is ₱18,560,952.68, broken down as follows: (a) audit fees of ₱16,970,000.00 for the audit of Monde’s and its subsidiaries’ year-end financial statements for the period ended December 31, 2025; and (b) audit-related fees of ₱1,590,952.68 for tax services relating to the Bureau of Internal Revenue’s Revenue Regulations No. 9-2025, general tax consultancy services, and tax updates trainings/seminar.</p> <p><u>Links/References/Information:</u>  CG Manual, Art. II, Sec. 2.g (p. 7)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Audit Committee Charter, Sec. 3.8 (p. 3)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a></p> <p>Annual Report, Part III, Item 8, External Audit Fees and Services (pdf p. 61)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></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 2025.</p> <p><u>Links/References/Information:</u>  CG Manual, Art. I. Sec. 5 (p. 2)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. I, Sec. 5 (pp. 2-3); and Art. VI., Sec. 9 (p. 9)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		Audit Committee Charter, Sec. 3 (p. 4, par. 3) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a>	
<b>Optional: Recommendation 3.2</b>			
1. Audit Committee meets at least four times during the year.	Compliant	In 2025, the Audit Committee met seven (7) times.  <u>Links/References/Information:</u> Annual Report, Part IV, Item 13, Corporate Governance, Corporate Governance, (pdf p. 74, par. 5) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>	
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 27, 2025, 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) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a>  CIA Charter <a href="https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf">https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</a>  Audit Committee Charter, Sec. 3.4 (p. 2) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Results of the Organizational Board of Directors’ Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<b>Recommendation 3.3</b>			
<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>	<p>Compliant</p>	<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. From the CGNRC’s constitution in 2021, the members of Monde’s CGNRC have all been Independent Directors.</p> <p>For Monde’s 2025 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 9, 2025.</p> <p><u>Links/References/Information:</u>                      By-Laws, Art. II, Secs. 4.1-4.2 (pp. 5-6)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 3 (pp. 8-9)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VIII, Secs 1-4 (pp. 16-17)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	

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		<p>CGNRC Charter  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p> <p>DIS, Item 5(a)(1) (pdf pp. 27-28)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Nomination and Election Rules  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-CGNRC-2025-Nomination-Rules-with-forms_March2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-CGNRC-2025-Nomination-Rules-with-forms_March2025.pdf</a></p>	
<p>2. Corporate Governance Committee is composed of at least three members, all of whom should be independent directors.</p>	<p>Compliant</p>	<p>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 27, 2025, 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>                      By-Laws, Art. II, Sec. 4.1 (p. 5)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 3 par. 1 (p. 8)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>CGNRC Charter, Sec. 2.1 (p. 1)  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-64) and Part IV, Item 13, Corporate Governance, par. 4 (pdf p. 74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-50)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Website, Governance, Board Committees page  <a href="https://mondenissin.com/board-committees/">https://mondenissin.com/board-committees/</a></p> <p>Results of the Organizational Board of Directors’ Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<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 27, 2025, 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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 3, par. 1 (p. 8)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>CGNRC Charter, Sec. 2.1 (p. 1)</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p><a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p> <p>Annual Report, Part IV, Item 13, Corporate Governance, par. 4 (pdf p. 74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>Website, Governance, Board Committees page  <a href="https://mondenissin.com/board-committees/">https://mondenissin.com/board-committees/</a></p> <p>Results of the Organizational Board of Directors' Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<b>Optional: Recommendation 3.3.</b>			
<p>1. Corporate Governance Committee meet at least twice during the year.</p>	Compliant	<p>The CGNRC met three (3) times in 2025.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part IV, Item 13, Corporate Governance, par. 5 (pdf p. 74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Recommendation 3.4</b>			
<p>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.</p>	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, ("<b>CG Code for PLCs</b>") 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</p>	

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		<p>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 27, 2025, 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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 4 (pp. 9-11)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VIII, Secs 1-4 (pp. 16-17)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>RRPTC Charter  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Results of the Organizational Board of Directors’ Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<p>2. BROC 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 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 27, 2025, the Board appointed Ms. Nina Perpetua D. Aguas (chairperson), Ms.</p>	

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		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 4 par. 1 (p. 9)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>RRPTC Charter, Sec. 2.1 (p. 1)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-64) and Part IV, Item 13, Corporate Governance, par. 4 (pdf p. 74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-50)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Website, Governance, Board Committees page  <a href="https://mondenissin.com/board-committees/">https://mondenissin.com/board-committees/</a></p> <p>Results of the Organizational Board of Directors’ Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	

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<p>3. The Chairman of the BROC 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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 4 par. 1 (p. 9)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>RRPTC Charter, Sec. 2.1 (p. 1)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Website, Governance, Board Committees page  <a href="https://mondenissin.com/board-committees/">https://mondenissin.com/board-committees/</a></p> <p>Results of the Organizational Board of Directors’ Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<p>4. At least one member of the BROC 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 2025, <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>	

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<b>Recommendation 3.5</b>			
<p>1. Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all</p>	<p>Compliant</p>	<p>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 its RPT functions, is responsible for reviewing all MRPTs and scrutinizes whether they are</p>	

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<p>material related party transactions of the company.</p>		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 4 (pp. 9-11)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VIII, Secs 1-4 (pp. 16-17)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>RRPTC Charter  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></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 27, 2025, 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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p>	

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<b>Recommendation 3.6</b>			
<p>1. All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.</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 for 2025.</p> <p><u>Links/References/Information:</u>                      Executive Committee Charter</p>	

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

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.	Compliant	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 2025, the Board had seven (7) meetings, the Executive Committee had one (1) meeting, the Audit Committee had seven (7) meetings, the CGNRC had three (3) meetings, and the RRPTC had three (3) 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.  <u>Links/References/Information:</u> Annual Report, Part IV, Item 13, Corporate Governance, Corporate Governance, par. 5 (pdf p. 74) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation-2025-Annual-Report-17A-with-Annexes-14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation-2025-Annual-Report-17A-with-Annexes-14April2026.pdf</a>  DIS, Item 5(a)(6) Appraisals and Performance Report for the Board of Directors (pdf pp. 29-30). <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION-SEC-FORM-20-IS-DEFINITIVE-INFORMATION-STATEMENT-2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION-SEC-FORM-20-IS-DEFINITIVE-INFORMATION-STATEMENT-2June2025.pdf</a>  By-Laws, Art. I, Sec. 4 (p. 3)	
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<p>2. The directors review meeting materials for all Board and Committee meetings.</p>	<p>Compliant</p>	<p>Monde’s directors review meeting materials for all Board and Board Committee meetings as required under Monde’s CG-Manual, and Board Charter. 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.</p> <p><u>Links/References/Information:</u>                      CG Manual, Art. I, Sec. 9(d) (p. 5)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 2(d) (p.14)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>For an indicative summary of matters considered and/or acted upon by the Board in 2025 please refer to:</p>	

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<p>3. The directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.</p>	<p>Compliant</p>	<p>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.</p> <p><u>Links/References/Information:</u>                      CG Manual, Art. I, Sec. 9(e) (p. 5)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 2(e) (p.14)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>For an indicative summary of matters considered and/or acted upon by the Board in 2025 please refer to:                      DIS, Part D, Item 15(a)v (pdf pp. 36-37) and Item 18(b) (pdf pp. 37-40)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<p><b>Recommendation 4.2</b></p>			
<p>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, and oversee the long-term strategy of the company.</p>	<p>Compliant</p>	<p>In 2025, 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.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-64)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-50)</p>	

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		<p><a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>CG Manual, Art. I, Sec. 12 (p. 6)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. I, Sec. 4 (p. 2)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>MRPT Policy, Section 6, par. 3 (pp. 4-5)  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p>	
<b>Recommendation 4.3</b>			
<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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. I, Sec. 4 (p. 2)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>MRPT Policy, Section 6, par. 3 (pp. 4-5)  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p>	
<b>Optional: Principle 4</b>			

**MONDE NISSIN CORPORATION ("MONDE") - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2025**

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
1. Company does not have any executive directors who serve in more than two boards of listed companies outside of the group.	Compliant	<p>None of Monde’s executive directors serve in more than two boards of listed companies outside the Monde group.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-64)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-50)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
2. Company schedules board of directors’ meetings before the start of the financial year.	Compliant	<p>Regular meetings of the Board and the Board committees are determined and pre-approved before the start of the financial year.</p>	
3. Board of directors meet at least six times during the year.	Compliant	<p>In 2025, the Board met seven (7) times.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part IV, Item 13, Corporate Governance, par. 5 (pdf p. 74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
4. Company requires as minimum quorum of at least 2/3 for board decisions.		<p>At least two-thirds (2/3) of the directors were present for all Board meetings held in 2025.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part III, Item 9(c) (pdf pp. 67-68)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	

**Principle 5:** The board should endeavor to exercise an objective and independent judgment on all corporate affairs

**Recommendation 5.1**

**MONDE NISSIN CORPORATION ("MONDE") - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2025**

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<p>1. The Board has at least 3 independent directors or such number as to constitute one-third of the board, whichever is higher.</p>	<p>Compliant</p>	<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>                      By-Laws, Art. I, Sec 2.5 (p. 2)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. I, Sec.6 (p. 2)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. I, Sec. 7(a) (p. 3)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Website, Governance, Board of Directors page  <a href="https://mondenissin.com/our-company-board-of-directors/">https://mondenissin.com/our-company-board-of-directors/</a></p> <p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-64)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Recommendation 5.2</b>			
<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></p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 63-64)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-50)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Website, Governance, Board of Directors page  <a href="https://mondenissin.com/our-company-board-of-directors/">https://mondenissin.com/our-company-board-of-directors/</a></p> <p>Nomination and Election Rules  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-CGNRC-2025-Nomination-Rules-with-forms_March2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-CGNRC-2025-Nomination-Rules-with-forms_March2025.pdf</a></p> <p>By-Laws, Art. I, Secs. 2.2-2.6 (pp. 1-2)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. IV, Secs. 1-2 (p.7)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CGNRC Charter, Sec. 4 (pp. 3-5); and Secs. 7.4 and 7.6 (p. 6)  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p>	
<b>Supplement to Recommendation 5.2</b>			
1. Company has no shareholder agreements, by-laws provisions,	Compliant	As a policy and in actual practice, Monde has no arrangements that constrain any director’s ability to vote independently.	

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<p>or other arrangements that constrain the directors' ability to vote independently.</p>		<p><u>Links/References/Information:</u>                      CG Manual, Art. I, Sec. 9 par. 2 (p. 5)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>By-Laws  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p>	
<b>Recommendation 5.3</b>			
<p>1. The independent directors serve for a cumulative term of nine years (reckoned from 2012).</p>	Compliant	<p>None of Monde's Independent Directors have served as such for a cumulative term of nine (9) years.</p>	
<p>2. The company bars an independent director from serving in such capacity after the term limit of nine years.</p>	Compliant	<p>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 and SEC Memorandum Circular No. 7 s. of 2026.</p>	
<p>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.</p>	Compliant	<p><u>Links/References/Information:</u>                      CG Manual, Art. I, Sec. 6 par. 2 (p. 3)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. II, Sec. 2 (p.5)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	
<b>Recommendation 5.4</b>			
<p>1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.</p>	Compliant	<p>Ms. Kataline Darmono served as Board chairperson for 2025. Ms. Darmono has not held the position of Chief Executive Officer of Monde. Mr. Henry Soesanto served as Chief Executive Officer for 2025. Mr. Soesanto has not held the position of Board chairperson.</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Links/References/Information:                      Website, Governance, Board of Directors page  <a href="https://mondenissin.com/our-company-board-of-directors/">https://mondenissin.com/our-company-board-of-directors/</a></p> <p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-63)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf p. 49)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></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>Links/References/Information:                      By-Laws, Art. III, Secs. 4 and 7 (pp. 7-8)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. III, Sec. 2 and 4 (pp. 11-13)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 3 (pp. 15-16)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	
<p><b>Recommendation 5.5</b></p>			
<p>1. If the Chairman of the Board is not an independent director, the board designates a lead director</p>	<p>Compliant</p>	<p>In 2025, Ms. Nina Perpetua D. Aguas was elected and served as Monde’s Lead Independent Director.</p>	

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<p>among the independent directors.</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> <p><u>Links/References/Information:</u>  CG Manual, Art. III, Secs. 2 par. 3 and 3 (pp. 11-12)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. I, Sec. 7(e) (pp. 4-5)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-63) and Part IV, Item 13, Corporate Governance, par. 4 (pdf p. 74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf p. 49)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Results of the Organizational Board of Directors’ Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<b>Recommendation 5.6</b>			
<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 2025, there were no such transactions.</p> <p><u>Links/References/Information:</u>  By-Laws, Art. I, Sec. 4.4 (p. 3)</p>	

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<b>Recommendation 5.7</b>			
<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 2025, 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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<p>2. The meetings are chaired by the lead independent director.</p>	Compliant	<p>Board Charter, Art. VI, Sec. 9 (p. 10)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	

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<b>Optional: Principle 5</b>			
1. None of the directors is a former CEO of the company in the past 2 years.	Compliant	None of the directors is a former CEO. The current CEO, Mr. Henry Soesanto, is also a director.	
<b>Principle 6:</b> 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.			
<b>Recommendation 6.1</b>			
1. Board conducts an annual self-assessment of its performance as a whole.	Compliant	The Board conducted its annual self-assessment for 2025, comprised of the following: collective Board assessment, Board committees’ assessment, individual directors’ self-rating, and key officers’ ratings. For 2025, the self-evaluation exercise was carried out with the assistance of the Good Governance Advocates and Practitioners of the Philippines, Inc. (“ <b>GGAPP</b> ”). The Chairperson, the individual Board members, and each Board committee, conducted self-assessments of their respective performance.  <u>Links/References/Information:</u> CG Manual, Art. I, Sec. 13 (p. 6); and Art. II, par. 1, 2 <sup>nd</sup> sentence (p. 6) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a>  Board Charter, Art. III, Sec. 6 (pp. 6-7) <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a>  CGNRC Charter, Sec. 7.4 (p. 6) <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a>  Audit Committee Charter, Sec. 7 (pp. 5-6) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a>  RRPTC Charter, Sec. 5.4 (p. 6)	
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><a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Annual Report, Part IV, Item 13, Improvement and Recognition, par. 3 (pdf p. 75)</p> <p><a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<p>5. Every three years, the assessments are supported by an external facilitator.</p>	<p>Compliant</p>	<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. The 2025 evaluation was carried out with the assistance of GGAPP.</p> <p>Links/References/Information:  CG Manual, Art. I, Sec. 13 par. 3 (p. 6)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. III, Sec. 6 (pp. 6-7)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Annual Report, Part IV, Item 13, Improvement and Recognition, par. 3 (pdf p. 75)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Recommendation 6.2</b>			
<p>1. Board has in place a system that provides, at the minimum,</p>	<p>Compliant</p>	<p>The Board has an assessment system in place that provides the criteria and process to determine the performance of the Board, individual directors, and the Board committees.</p>	

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criteria and process to determine the performance of the Board, individual directors and committees.		<p>The guidelines for conducting performance assessments are provided under Monde’s Board Charter.</p> <p>The Board, through Monde’s Investor Relations group, regularly receives feedback from shareholders and investors. Part of its primary functions is to establish and manage a mechanism through which shareholders can provide feedback on the Board’s performance.</p>	
2. The system allows for a feedback mechanism from the shareholders.	Compliant	<p><u>Links/References/Information:</u>                      CG Manual, Art. I, Sec. 13 (p. 6); and Art. VI(c) and (e) (p. 19)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. III, Sec. 6 (pp. 6-7); and Annex A (pp. 19-20)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Annual Report, Part IV, Item 13, Improvement and Recognition, par. 3 (pdf p. 75)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>Website, Investors, Shareholding Inquiry page  <a href="https://mondenissin.com/investors-inquiry/">https://mondenissin.com/investors-inquiry/</a></p>	
<b>Principle 7:</b> Members of the Board are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.			
<b>Recommendation 7.1</b>			
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	Compliant	<p>Monde’s Board has adopted a Code of Conduct which provides standards for professional and ethical behavior, and which articulates acceptable and unacceptable conduct and practices in internal and external dealings of Monde.</p> <p><u>Links/References/Information:</u>                      Code of Conduct  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</a></p>	

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and external dealings of the company.			
2. The Code is properly disseminated to the Board, senior management and employees.	Compliant	<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> <p><u>Links/References/Information:</u> Code of Conduct, Sec. 6 (p. 9) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</a></p>	
3. The Code is disclosed and made available to the public through the company website.	Compliant	<p>The Code of Conduct is disclosed and made available to the public through the company website.</p> <p><u>Links/References/Information:</u> CG Manual, Art. II, Sec. 5 (p. 11) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Governance, Code of Conduct and Ethics page <a href="https://mondenissin.com/code-of-conduct-and-ethics/">https://mondenissin.com/code-of-conduct-and-ethics/</a></p>	
<b>Supplement to Recommendation 7.1</b>			
1. Company has clear and stringent policies and procedures on curbing and penalizing company involvement in offering, paying and receiving bribes.	Compliant	<p>Monde has clear and stringent policies and procedures on curbing and penalizing involvement in offering, paying and receiving bribes. Monde is committed to a zero-tolerance approach to bribery and corruption.</p> <p><u>Links/References/Information:</u> Anti-Bribery and Corruption Policy <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</a></p> <p>Code of Conduct</p>	

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<b>Recommendation 7.2</b>			
<p>1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.</p>	Compliant	<p>The Board, through Monde’s units performing control functions, ensures the proper and efficient implementation and monitoring of compliance with Monde’s Code of Conduct and Monde’s other internal policies. 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.</p>	
<p>2. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.</p>	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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1(t) (p. 11)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Code of Conduct, Secs. 1 (pp.1-2) and 7 (pp. 9-10)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</a></p> <p>Anti-Bribery and Corruption Policy, Sec. 2.2-2.3 (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</a></p>	
<b>Disclosure and Transparency</b>			
<p><b>Principle 8:</b> The company should establish corporate disclosure policies and procedures that are practical and in accordance with best practices and regulatory expectations.</p>			
<b>Recommendation 8.1</b>			

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<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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.p-q (p. 11)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Website, Investors, Company Disclosures page  <a href="https://mondenissin.com/disclosures-sec-filings/">https://mondenissin.com/disclosures-sec-filings/</a></p> <p>Annual Report, Part V, Item 14(b) (pdf pp. 75-76)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Supplement to Recommendations 8.1</b>			
<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</p>	<p>Compliant</p>	<p>Monde publishes consolidated financial statements and interim reports within the SEC- and PSE-mandated deadlines. Monde's annual and quarterly reports are publicly disclosed and can be viewed on its website and PSE EDGE page.</p> <p><u>Links/References/Information:</u>  CG Manual, Art. IV, Sec. 1 (p. 16)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Governance, Company Disclosures, SEC filings page</p>	

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<p>forty-five (45) days from the end of the reporting period.</p>		<p><a href="https://mondenissin.com/disclosures-sec-filings/">https://mondenissin.com/disclosures-sec-filings/</a></p> <p>Monde’s 1Q 2025 Quarterly Report, published on May 14, 2025  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=1b0a7a8541505056ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=1b0a7a8541505056ec6e1601ccee8f59</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2025/05/Quarterly-Report-Q1-2025_14-May-2025-1.pdf">https://mondenissin.com/wp-content/uploads/2025/05/Quarterly-Report-Q1-2025_14-May-2025-1.pdf</a></p> <p>Monde’s Amended 1Q 2025 Quarterly Report, published on May 15, 2025  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=5d09ca6ca027c538ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=5d09ca6ca027c538ec6e1601ccee8f59</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2025/05/Amended-Quarterly-Report-Q1-2025_15-May-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/05/Amended-Quarterly-Report-Q1-2025_15-May-2025.pdf</a></p> <p>Monde’s 2Q 2025 Quarterly Report, published on August 13, 2025  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=a2f501ba63e4b806ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=a2f501ba63e4b806ec6e1601ccee8f59</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2025/08/Quarterly-Report-Q2-2025_13-August-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/08/Quarterly-Report-Q2-2025_13-August-2025.pdf</a></p> <p>Monde’s 3Q 2025 Quarterly Report, published on November 14, 2025  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=9ed0f2730d2a6f0aec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=9ed0f2730d2a6f0aec6e1601ccee8f59</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2025/11/Quarterly-Report-Q3-2025_13-November-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/11/Quarterly-Report-Q3-2025_13-November-2025.pdf</a></p> <p>Monde’s 2025 Annual Report, published on April 14, 2026  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=950dbaa6e114e82764d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=950dbaa6e114e82764d70b69f0a3140b</a></p>	

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<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 affiliates; and any imbalances between the controlling shareholders' voting power and overall equity position in the company.</p>	Compliant	<p><u>Links/References/Information:</u>                      Annual Report, Part I, Business and General Information, Major Business Risks (Asia-Pacific Branded Food and Beverage Business and Meat Alternative Business) (pdf pp. 16-19 and 24-27); Part III, Item 11 (pdf pp. 71-73); Part II, Item 6, Significant Factors Affecting the Group's Results of Operations (pdf pp. 31-34); and Annex A - 2025 Consolidated Audited Financial Statements and Supplementary Schedules, Notes 4 and 28 (pdf pp. 118-122 and 169-174)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>                       CG Manual, Art. IV, Sec. 2 (p. 16)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<b>Recommendation 8.2</b>			
<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>	Compliant	<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: <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</a>) and Monde's Website (accessible at: <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a>).</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>	Compliant	<p>A summary of the MONDE shareholdings of Monde's directors at the beginning and end of FY 2025, as well as a summary of trading in company shares by them, can be found in this report's <b>Attachment 1</b>.</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</p>	

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		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.n (p. 11)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Insider Trading Policy, Sec. 6 (p. 2)  <a href="https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf">https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf</a></p> <p>MRPT Policy, Section 6, par. 3 (pp. 4-5)  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p>	
<b>Supplement to Recommendation 8.2</b>			
<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>	Compliant	<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: <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</a>) and Monde's Website (accessible at: <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a>).</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</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>subsidiary to the Board through the Corporate Secretary, as well as to the Chief Compliance Officer and Chief Risk Management Officer.</p> <p>A summary of the MONDE shareholdings of Monde’s directors and officers at the beginning and end of FY 2025, as well as a summary of trading in company shares by them, can be found in this report’s <b>Attachment 1</b>.</p> <p>Monde’s Conglomerate Map can be accessed at: <a href="https://mondenissin.com/our-company-organizational-structure/">https://mondenissin.com/our-company-organizational-structure/</a></p> <p>Monde’s Public Ownership Report as of December 31, 2025, which sets out the shareholdings of Monde’s directors and officers, can be accessed at: <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=55e0175ea70550ab64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=55e0175ea70550ab64d70b69f0a3140b</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2026/01/Public-Ownership-Report-Q4-2025.pdf">https://mondenissin.com/wp-content/uploads/2026/01/Public-Ownership-Report-Q4-2025.pdf</a></p> <p>Monde’s Report on the Top 100 Stockholders as of December 31, 2025, which lists Monde’s top 100 stockholders, can be accessed at: <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=9c6e08620246990e64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=9c6e08620246990e64d70b69f0a3140b</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2026/01/Top-100-Q4-2025.pdf">https://mondenissin.com/wp-content/uploads/2026/01/Top-100-Q4-2025.pdf</a></p> <p><u>Links/References/Information:</u>  CG Manual, Art. IV, Sec. 3 (p. 16); and Art. IV par. 2 (p. 17)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>MRPT Policy, Section 6, par. 3 (pp. 4-5)  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		Insider Trading Policy <a href="https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf">https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf</a>  Website, Investors, Company Disclosures page, Other Disclosures <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a>  Monde’s PSE EDGE page <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</a>	
<b>Recommendation 8.3</b>			
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.	Compliant	All relevant and material information on the Board’s individual members are fully disclosed to facilitate an evaluation of their experience and qualifications, and an assessment of any potential conflicts of interest that might affect their judgment.  <u>Links/References/Information:</u> Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-64) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>  DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-50) <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a>  Website, Governance, Board of Directors page <a href="https://mondenissin.com/our-company-board-of-directors/">https://mondenissin.com/our-company-board-of-directors/</a>  Website, Investors, Other Disclosures page <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a>  Monde’s Public Ownership Report as of December 31, 2025, which sets out the shareholdings of Monde’s directors and officers, can be accessed at: <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=55e0175ea70550ab64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=55e0175ea70550ab64d70b69f0a3140b</a>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<a href="https://mondenissin.com/wp-content/uploads/2026/01/Public-Ownership-Report-Q4-2025.pdf">https://mondenissin.com/wp-content/uploads/2026/01/Public-Ownership-Report-Q4-2025.pdf</a>	
<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>All relevant and material information on key executives are fully disclosed to facilitate an evaluation of their experience and qualifications, and an assessment of any potential conflicts of interest that might affect their judgement.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part III, Item 9(a)(1) (pdf pp. 62-67)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Annex B – Information on Directors and Executive Officers (pdf pp. 49-52)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>Website, Governance, Corporate Officers page  <a href="https://mondenissin.com/corporate-officers/">https://mondenissin.com/corporate-officers/</a></p> <p>Website, Investors, Other Disclosures page  <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a></p> <p>Monde’s Public Ownership Report as of December 31, 2025, which sets out the shareholdings of Monde’s directors and officers, can be accessed at:  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=55e0175ea70550ab64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=55e0175ea70550ab64d70b69f0a3140b</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2026/01/Public-Ownership-Report-Q4-2025.pdf">https://mondenissin.com/wp-content/uploads/2026/01/Public-Ownership-Report-Q4-2025.pdf</a></p>	
<b>Recommendation 8.4</b>			
<p>1. Company provides a clear disclosure of its policies and</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u>                      By-Laws, Art. I, Sec. 5 (p. 3)</p>	

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<p>procedure for setting Board remuneration, including the level and mix of the same.</p>		<p><a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. IV., Sec. 4 (p. 16)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. X (p. 17)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CGNRC Charter, Sec. 3.4 (p. 2) and 3.13 (p. 3)  <a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p> <p>Annual Report, Part III, Item 10(b) (pdf pp. 70-71)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Item 6 (pdf pp. 32-34)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></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>	<p>Compliant</p>	<p><u>Links/References/Information:</u>                      CG Manual, Art. IV., Sec. 4 (p. 16)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. X (p. 17)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>CGNRC Charter, Sec. 3.4 (p. 2) and 3.13 (p. 3)</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p><a href="https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondenissin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p> <p>Annual Report, Part III, Item 10(a) (pdf pp. 70-71)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Item 6 (pdf pp. 32-34)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<p>3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.</p>	<p>Compliant</p>	<p>Monde discloses directors’ remuneration on an individual basis, and 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><u>Links/References/Information:</u>                      Annual Report, Part III, Item 10 (pdf pp. 69-71)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Item 6 (pdf pp. 32-34)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<p><b>Recommendation 8.5</b></p>			
<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>	<p>Compliant</p>	<p>Monde 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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	

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		<p>RRPTC Charter, Sec. 3.19-24 (p.4)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>MRPT Policy  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p>	
<p>2. Company discloses material or significant RPTs reviewed and approved during the year.</p>	<p>Compliant</p>	<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> <p>In FY 2025, the Board reviewed and approved Monde’s Distributorship Agreement with its wholly owned subsidiary, Monde M.Y. San Corporation (“<b>Monde M.Y. San</b>”), 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 Report which was submitted to the SEC and the PSE on January 6, 2025, and accessible at the following link:  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=6cbca010158e20a1ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=6cbca010158e20a1ec6e1601ccee8f59</a></p> <p><u>Links/References/Information:</u>  CG Manual, Art. II, Secs. 4.2 and 5 (pp. 10-11)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	

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		<p>RRPTC Charter, Sec. 3.19-24 (p.4)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>MRPT Policy  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p> <p>Annual Report, Part III, Item 12 – Certain Relationships and Related Transactions (pdf pp. 73-74); and Annex A - 2025 Consolidated Audited Financial Statements and Supplementary Schedules, Notes 4 and 23 for related party relationships and transactions (pdf pp. 118-122, and 151-152)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Supplement to Recommendation 8.5</b>			
<p>1. Company requires directors to disclose their interests in transactions or any other conflict of interests.</p>	<p>Compliant</p>	<p>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.</p> <p>In FY2025, 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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>RRPTC Charter, Sec. 3.24 (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Revised Conflict of Interest Policy  <a href="https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf">https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</a></p>	

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		<p>MRPT Policy  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p> <p>Annual Report, Part III, Item 12 par. 2 (pdf pp. 73-74)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Optional : Recommendation 8.5</b>			
<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>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> <p><u>Links/References/Information:</u>                      By-Laws, Art. II, Sec. 5 (p.6)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 4 (pp. 9-11)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>RRPTC Charter, Secs. 3.19-24 (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p>	

**MONDE NISSIN CORPORATION (“MONDE”) - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2025**

	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		MRPT Policy, Sec. 5 (pp. 3-4) <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a>	

**Recommendation 8.6**

<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>	<p>Compliant</p>	<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 2025:</p> <table border="1" data-bbox="763 608 1709 1420"> <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>February 7, 2025</td> <td>17-C</td> <td>4-13</td> <td>Clarification of News Reports regarding News Article headlined “Figaro selling stake to new investors”</td> </tr> <tr> <td>2.</td> <td>February 18, 2025</td> <td>17-C</td> <td>4-31</td> <td>Press Release on Fourth Quarter Guidance based on Preliminary 2024 Full-year results</td> </tr> <tr> <td>3.</td> <td>March 7, 2025</td> <td>17-C</td> <td>14-1</td> <td>Notice of Full Year 2024 Earnings Briefing</td> </tr> <tr> <td>4.</td> <td>March 27, 2025</td> <td>17-C</td> <td>6-1</td> <td>Declaration of Cash Dividends at PhP 0.15/share to stockholders of record as of April 25, 2025, and payable on or before May 22, 2025</td> </tr> <tr> <td>5.</td> <td>March 27, 2025</td> <td>17-C</td> <td>4-8</td> <td>Change in Officer – secondment of Mr. Michael Stanley D. 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			<p><u>Links/References/Information:</u>                      Website, Investors, Other Disclosures page  <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a></p> <p>Monde’s PSE EDGE page  <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</a></p> <p>Annual Report, Part V, Item 14(b) (pdf pp. 75-76)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>RRPTC Charter, Sec. 3.26 (p. 5)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>MRPT Policy, Sec. 4 par. 4 (p. 3)  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p>					
<b>Supplement to Recommendation 8.6</b>								
1.	Company discloses the existence, justification and details on shareholder agreements, voting trust agreements, confidentiality agreements, and such other	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.</p> <p><u>Links/References/Information:</u>                      Annual Report, Part III, Item 11(a)(3) (pdf p. 73);</p>					

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<p>agreements that may impact on the control, ownership, and strategic direction of the company.</p>		<p><a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>DIS, Item 4(d)(3) (pdf p. 26)</p> <p><a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<b>Recommendation 8.7</b>			
<p>1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).</p>	Compliant	<p>Monde's corporate governance policies, programs and procedures are contained in the CG Manual. The CG Manual has been submitted to the SEC and PSE, and is posted on Monde's Website.</p> <p><u>Links/References/Information:</u> CG Manual</p>	
<p>2. Company's MCG is submitted to the SEC and PSE.</p>	Compliant	<p><a href="https://mondenissin.com/manual-on-corporate-governance/">https://mondenissin.com/manual-on-corporate-governance/</a></p>	
<p>3. Company's MCG is posted on its company website.</p>	Compliant	<p><a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=486eead601f488b65d542af6f1e997b9">https://edge.pse.com.ph/openDiscViewer.do?edge_no=486eead601f488b65d542af6f1e997b9</a></p>	
<b>Supplement to Recommendation 8.7</b>			
<p>1. Company submits to the SEC and PSE an updated Manual on Corporate Governance to disclose any changes in its corporate governance practices.</p>	Compliant	<p>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.</p> <p><u>Links/References/Information:</u> CG Manual</p> <p><a href="https://mondenissin.com/manual-on-corporate-governance/">https://mondenissin.com/manual-on-corporate-governance/</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	

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<b>Optional: Principle 8</b>			
1. Does the company's Annual Report disclose the following information:	Compliant	<u>Links/References/Information:</u> Annual Report <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>	
a. Corporate Objectives	Compliant	<ul style="list-style-type: none"> <li>• Corporate objectives are found in the Annual Report's pdf pp. 10-27.</li> <li>• Financial performance indicators are found in the Annual Report's pdf p. 53.</li> </ul>	
b. Financial performance indicators	Compliant	<ul style="list-style-type: none"> <li>• Non-financial performance indicators are found in the Annual Report's pdf pp. 10-27.</li> <li>• Dividend policy is found in the Annual Report's pdf p. 30.</li> <li>• Biographical details of all directors are found in the Annual Report's pdf pp. 62-64.</li> </ul>	
c. Non-financial performance indicators	Compliant	<ul style="list-style-type: none"> <li>• Attendance details of each director in all meetings held during the year are referenced on pdf pp. 67-68 of the Annual Report, and are found in the DIS's pdf pp. 29-30 (<a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a>).</li> </ul>	
d. Dividend Policy	Compliant		
e. Biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and other directorships in listed companies) of all directors	Compliant	<ul style="list-style-type: none"> <li>• Total remuneration of the directors is found in the Annual Report's pdf pp. 70-71.</li> </ul>	
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		

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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	<u>Links/References/Information:</u> Annual Report, Part IV, Item 13 – Corporate Governance (pdf pp. 74-75) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>	
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	<u>Links/References/Information:</u> Annual Report Part IV, Item 13 – Corporate Governance (pdf pp. 74-75); Annex A – 2025 Consolidated Audited Financial Statements and Supplementary Schedules, Note 26 – Financial Risk Management Objectives and Policies (pdf pp. 158-169); <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>	
4. The Annual Report/Annual CG Report contains a statement from the board of directors or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems.			
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).	Compliant	<u>Links/References/Information:</u> Annual Report, Part I, Business and General Information, Major Business Risks (Asia-Pacific Branded Food and Beverage Business and Meat Alternative Business) (pdf pp. 16-19 and 24-27); Part III, Item 11 (pdf pp. 71-73); Part II, Item 6, Significant Factors Affecting the Group's Results of Operations (pdf pp. 31-34); and Annex A - 2025 Consolidated Audited Financial Statements and Supplementary Schedules, Notes 4 and 28 (pdf pp. 118-122 and 169-174)	

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<p><b>Principle 9:</b> 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.</p>			
<p><b>Recommendation 9.1</b></p>			
<p>1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.</p>	<p>Compliant</p>	<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 27, 2025, the Audit Committee recommended to the Board and to the shareholders the appointment of SyCip Gorres Velayo &amp; Co. (“SGV”) as Monde’s external auditor, and the approval of SGV’s 2025 audit fees.</p> <p><u>Links/References/Information:</u>  CG Manual, Art. II, Sec. 2.m (p. 8)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Audit Committee Charter, Sec. 3.14 (p. 3)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a></p> <p>Annual Report, Part II, Item 8 (pdf p. 61)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>Minutes of Monde’s 2025 ASM, Item IX (pdf pp. 11-12)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a></p>	
<p>2. The appointment, reappointment, removal, and</p>	<p>Compliant</p>	<p>The Audit Committee is charged with recommending to the Board the appointment, removal, and fees of the External Auditor. In 2025, the Board, upon the Audit Committee’s</p>	

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<p>fees of the external auditor is recommended by the Audit Committee, approved by the Board and ratified by the shareholders.</p>		<p>recommendation, endorsed to the shareholders the matter of SGV’s reappointment as Monde’s external auditor. At Monde’s 2025 ASM, 84.06% of Monde’s shareholders approved SGV’s appointment as Monde’s external auditor, and SGV’s audit fees for calendar year 2025 to undertake the year-end audit.</p> <p><u>Links/References/Information:</u>  CG Manual, Art. II, Sec. 2.m (p. 8)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Audit Committee Charter, Sec. 3.14 (p. 3)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a></p> <p>Minutes of Monde’s 2025 ASM, Part IX (pdf pp. 11-12)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a></p>	
<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.</p>	Compliant	<p>There was no removal or change of external auditor in 2025. At Monde’s 2025 ASM, 84.06% of Monde’s shareholders approved SGV’s appointment as Monde’s external auditor, and SGV’s audit fees for calendar year 2025 to undertake the year-end audit.</p> <p><u>Links/References/Information:</u>  Minutes of Monde’s 2025 ASM, Part IX (pdf pp. 11-12)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a></p>	
<b>Supplement to Recommendation 9.1</b>			
<p>1. Company has a policy of rotating the lead audit partner every five years.</p>	Compliant	<p>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.</p> <p><u>Links/References/Information:</u>  CG Manual, Art. II, Sec. 2 par. 4 (p. 8)</p>	

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<b>Recommendation 9.2</b>			
<p>1. Audit Committee Charter includes the Audit Committee’s responsibility on:</p> <ul style="list-style-type: none"> <li>i. assessing the integrity and independence of external auditors;</li> <li>ii. exercising effective oversight to review and monitor the external auditor’s independence and objectivity; and</li> <li>iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements.</li> </ul>	Compliant	<p>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.</p> <p><u>Links/References/Information:</u>                      Audit Committee Charter, Sec. 1 (p. 1); and Secs. 3.7-3.14 (p.3)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a></p> <p>CG Manual, Art. II, Sec. 2 (pp. 7-8)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<p>2. Audit Committee Charter contains the Committee’s responsibility on reviewing and monitoring the external auditor’s suitability and effectiveness on an annual basis.</p>	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></p>	

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		Audit Committee Charter, Sec. 1 (p. 1); and Sec. 3.14 (p.3) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a>  CG Manual, Art. II, Sec. 2 (pp. 7-8) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a>	
<b>Supplement to Recommendations 9.2</b>			
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	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.  <u>Links/References/Information:</u> Audit Committee Charter, Sec. 1 (p. 1); and Sec. 3.7-3.14 (p.3) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a>  CG Manual, Art. II, Sec. 2 (pp. 7-8) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a>	
2. Audit Committee ensures that the external auditor has adequate quality control procedures.	Compliant	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.  <u>Links/References/Information:</u> Audit Committee Charter, Sec. 1 (p. 1); and Sec. 3.7-3.14 (p.3) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a>  CG Manual, Art. II, Sec. 2 (pp. 7-8) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a>	

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<b>Recommendation 9.3</b>			
<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>	Compliant	<p><u>Links/References/Information:</u> Annual Report, Part II, Item 8, External Audit Fees and Services (pdf p. 61) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></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>	Compliant	<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) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a></p> <p>CG Manual, Art. II, Sec. 2 (pp. 7-8) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Annual Report, Part II, Item 8, External Audit Fees and Services (pdf p. 61) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Supplement to Recommendation 9.3</b>			

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<p>1. Fees paid for non-audit services do not outweigh the fees paid for audit services.</p>	<p>Compliant</p>	<p>For 2025, fees paid for non-audit services did not outweigh the fees paid for audit services.</p> <p><u>Links/References/Information:</u> Annual Report, Annex A - 2025 Consolidated Audited Financial Statements and Supplementary Schedules, Supplementary Schedule of External Auditor Fee-Related Information (pdf p. 176) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<p><b>Additional Recommendation to Principle 9</b></p>			
<p>1. Company's external auditor is duly accredited by the SEC under Group A category.</p>	<p>Compliant</p>	<p>SGV, Monde's external auditor for FY 2025, is duly accredited by the SEC under Group A category. The details of SGV's SEC accreditation are as follows:</p> <ol style="list-style-type: none"> <li>1. Name of the audit engagement partner – Roel E. Lucas</li> <li>2. Accreditation number – 98200-SEC (Group A)</li> <li>3. Date Accredited and Expiry date of accreditations – <ul style="list-style-type: none"> <li>• BOA/PRC Reg. No. 0001, April 16,2024, valid until August 23, 2026</li> <li>• BIR Accreditation No. 08-001998-095-2025, October 1, 2025, valid until September 30, 2028</li> <li>• PTR No. 10765069, January 2, 2026, Makati City</li> </ul> </li> <li>4. Name, address, contact number of the audit firm – SyCip Gorres Velayo &amp; Co., 6760 Ayala Avenue, 1226 Makati City, +632 8891 0307</li> </ol>	
<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"> <li>1. Date it was subjected to SOAR inspection, if subjected – August 4-22, 2025</li> <li>2. Name of the Audit firm – SGV &amp; Co.</li> <li>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.</li> </ol>	
<p><b>Principle 10:</b> The company should ensure that the material and reportable non-financial and sustainability issues are disclosed.</p>			
<p><b>Recommendation 10.1</b></p>			

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<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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.p-q. (pp. 10-11)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Monde’s Sustainability Policy  <a href="https://mondenissin.com/sustainability-policy/">https://mondenissin.com/sustainability-policy/</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2025/05/MNC-Sustainability-Policy-Version-2.0-BOD-Approved_09May2025.pdf">https://mondenissin.com/wp-content/uploads/2025/05/MNC-Sustainability-Policy-Version-2.0-BOD-Approved_09May2025.pdf</a></p> <p>Annual Report, Annex C – Sustainability Report (pdf pp. 267-360)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>Website, Sustainability page  <a href="https://mondenissin.com/sustainability">https://mondenissin.com/sustainability</a></p>	
<p>2. Company adopts a globally recognized standard/framework</p>	<p>Compliant</p>	<p>Monde’s 2025 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</p>	

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in reporting sustainability and non-financial issues.		Sustainability Reporting Guidelines for Publicly-Listed Companies. Monde also aligns its priority targets with the United Nations Sustainable Development Goals ("UN SDGs").  <u>Links/References/Information:</u> Annual Report, Annex C – Sustainability Report (pdf pp. 267-360) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>	
<b>Principle 11:</b> 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.			
<b>Recommendation 11.1</b>			
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.	Compliant	Monde regularly conducts earnings briefings for media and analysts as channels of communication to facilitate timely and accurate dissemination of public, material and relevant information to its shareholders and other investors.  For 2025, Monde conducted four (4) analysts' and investors' briefings corresponding to Monde's 1Q 2025, 1H 2025, 9M 2025 and FY 2024 financial and operating results. These briefings were conducted via virtual conference facility.  <u>Links/References/Information:</u> Monde's PSE EDGE page <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</a>  Website, Investors, Company Disclosures, Other Disclosures page <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a>  Website, Investors, Investor Programs page <a href="https://mondenissin.com/investor-programs/">https://mondenissin.com/investor-programs/</a>	
<b>Supplemental to Principle 11</b>			
1. Company has a website disclosing up-to-date information on the following:		<u>Links/References/Information:</u> Website <a href="https://mondenissin.com/">https://mondenissin.com/</a>	

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		<p>Website, Investors, Company Disclosures, SEC Filings page  <a href="https://mondenissin.com/disclosures-sec-filings/">https://mondenissin.com/disclosures-sec-filings/</a></p> <p>Website, Investors, Company Disclosures, Shareholders' Meeting page  <a href="https://mondenissin.com/disclosures-shareholders-meetings/">https://mondenissin.com/disclosures-shareholders-meetings/</a></p> <p>Website, Investors, Company Disclosures, Other Disclosures page  <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a></p> <p>Website, Governance, Articles of Incorporation page  <a href="https://mondenissin.com/articles-of-incorporation/">https://mondenissin.com/articles-of-incorporation/</a></p> <p>Website, Governance, By-Laws page  <a href="https://mondenissin.com/by-laws/">https://mondenissin.com/by-laws/</a></p>											
<p>a. Financial statements/reports (latest quarterly)</p>	<p>Compliant</p>	<p>Monde has submitted its Quarterly Reports for 2025 on time.</p> <table border="1" data-bbox="826 901 1677 1106"> <thead> <tr> <th>Quarterly Report</th> <th>Date of SEC Submission, and PSE EDGE and Monde Website Posting</th> </tr> </thead> <tbody> <tr> <td>1Q</td> <td>May 14, 2025</td> </tr> <tr> <td>1Q (Amendment)</td> <td>May 15, 2025</td> </tr> <tr> <td>2Q</td> <td>August 13, 2025</td> </tr> <tr> <td>3Q</td> <td>November 14, 2025</td> </tr> </tbody> </table> <p><u>Links/References/Information:</u>                      Website, Investors, Company Disclosures, SEC Filings page  <a href="https://mondenissin.com/disclosures-sec-filings/">https://mondenissin.com/disclosures-sec-filings/</a></p> <p>Monde's 3Q 2025 Quarterly Report, published on November 14, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/11/Quarterly-Report-Q3-2025_13-November-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/11/Quarterly-Report-Q3-2025_13-November-2025.pdf</a></p>	Quarterly Report	Date of SEC Submission, and PSE EDGE and Monde Website Posting	1Q	May 14, 2025	1Q (Amendment)	May 15, 2025	2Q	August 13, 2025	3Q	November 14, 2025	
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<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> <p><u>Links/References/Information:</u>                      Website, Investors, Company Disclosures, Other Disclosures page  <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a></p> <p>Monde’s PSE EDGE page  <a href="https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682">https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=682</a></p> <p>1Q 2025 Earnings Briefings Materials  <a href="https://mondenissin.com/wp-content/uploads/2025/05/SEC-Form-17C-Briefing-Material-14May2025.pdf">https://mondenissin.com/wp-content/uploads/2025/05/SEC-Form-17C-Briefing-Material-14May2025.pdf</a></p> <p>1H 2025 Earnings Briefings Materials  <a href="https://mondenissin.com/wp-content/uploads/2025/08/17C-Earnings-Briefing-Materials-1H-2025_6-Aug-25.pdf">https://mondenissin.com/wp-content/uploads/2025/08/17C-Earnings-Briefing-Materials-1H-2025_6-Aug-25.pdf</a></p> <p>9M 2025 Earnings Briefings Materials  <a href="https://mondenissin.com/wp-content/uploads/2025/11/17C-Briefing-Materials-5Nov2025.pdf">https://mondenissin.com/wp-content/uploads/2025/11/17C-Briefing-Materials-5Nov2025.pdf</a></p> <p>FY 2024 Earnings Briefing Materials  <a href="https://mondenissin.com/wp-content/uploads/2025/03/SEC-Form-17C-Briefing-Materials-27March2025.pdf">https://mondenissin.com/wp-content/uploads/2025/03/SEC-Form-17C-Briefing-Materials-27March2025.pdf</a></p> <p>FY 2025 Earnings Briefing Materials  <a href="https://mondenissin.com/wp-content/uploads/2026/03/SEC-Form-17C-Briefing-Materials-26March2026.pdf">https://mondenissin.com/wp-content/uploads/2026/03/SEC-Form-17C-Briefing-Materials-26March2026.pdf</a></p>	
<p>c. Downloadable annual report</p>	<p>Compliant</p>	<p>On April 14, 2026, Monde submitted to the SEC and the PSE its 2025 Annual Report. Monde made the same available for viewing and download at Monde’s Website on the same date.</p>	

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		<p><u>Links/References/Information:</u>                      Website, Investors, Company Disclosures, SEC Filings page  <a href="https://mondenissin.com/disclosures-sec-filings/">https://mondenissin.com/disclosures-sec-filings/</a></p> <p>Annual Report  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
d. Notice of ASM and/or SSM	Compliant	<p>The notice and agenda for Monde’s 2025 ASM held last June 27, 2025 were first disclosed to the public through PSE EDGE and Monde’s Website on May 16, 2025 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 2, 2025.</p> <p><u>Links/References/Information:</u>                      Website, Investors, Company Disclosures, Shareholders’ Meetings page  <a href="https://mondenissin.com/disclosures-shareholders-meetings/">https://mondenissin.com/disclosures-shareholders-meetings/</a></p> <p>Website, Investors, Company Disclosures, Other Disclosures page  <a href="https://mondenissin.com/disclosures-other-disclosures/">https://mondenissin.com/disclosures-other-disclosures/</a></p> <p>2025 ASM Notice  <a href="https://mondenissin.com/wp-content/uploads/2025/05/Notice-of-ASM_16-May-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/05/Notice-of-ASM_16-May-2025.pdf</a></p> <p>DIS, ASM Notice (pdf pp. 8-17)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
e. Minutes of ASM and/or SSM	Compliant	<p>The minutes of the 2025 ASM were uploaded on July 1, 2025, within five (5) business days from the end of the ASM on June 27, 2025.</p> <p><u>Links/References/Information:</u>                      Website, Investors, Company Disclosures, Shareholders’ Meetings page  <a href="https://mondenissin.com/disclosures-shareholders-meetings/">https://mondenissin.com/disclosures-shareholders-meetings/</a></p>	

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		Minutes of the 2025 ASM <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a>	
f. Company's Articles of Incorporation and By-Laws	Compliant	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.  Website, Governance, Articles of Incorporation page <a href="https://mondenissin.com/articles-of-incorporation/">https://mondenissin.com/articles-of-incorporation/</a>  Website, Governance, By-Laws page <a href="https://mondenissin.com/by-laws/">https://mondenissin.com/by-laws/</a>	
<b>Additional Recommendation to Principle 11</b>			
1. Company complies with SEC-prescribed website template.	Compliant	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: <a href="https://mondenissin.com/">https://mondenissin.com/</a> ) which provides the information about the company as prescribed by the SEC.	
<b>Internal Control System and Risk Management Framework</b>			
<b>Principle 12:</b> 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.			
<b>Recommendation 12.1</b>			
1. Company has an adequate and effective internal control system in the conduct of its business.	Compliant	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.  <u>Links/ Reference/ Information:</u>	

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		<p>CG Manual, Art. I, Sec. 8(k) (p. 4); Art. II, Sec. 2 (p. 6-8)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.k (p. 11)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>Audit Committee Charter, Secs. 1 (p. 1), and 3 (pp. 2-4)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a></p> <p>CIA Charter, II. Corporate Internal Audit Function (p. 1), VI. Objectives, Scope of Work and Internal Audit Services (p.3)  <a href="https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf">https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</a></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.</p> <p><u>Links/References/Information:</u>                      Monde’s ERM Framework  <a href="https://mondenissin.com/enterprise-risk-management/">https://mondenissin.com/enterprise-risk-management/</a></p>	
<p><b>Supplement to Recommendations 12.1</b></p>			
<p>1. Company has a formal comprehensive enterprise-wide compliance program covering compliance with laws and relevant regulations that is annually reviewed. The</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 specialized subscription software and indigenous tools oversees the permits database.</p>	

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<p>program includes appropriate training and awareness initiatives to facilitate understanding, acceptance and compliance with the said issuances.</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 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  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Code of Conduct, Sec. 1, Compliance with laws, rules and regulations (p. 2)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</a></p> <p>Annual Report, Part IV, Item 13 (pdf pp. 74-75)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Optional: Recommendation 12.1</b>			
<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>	Compliant	<p>Monde strives to continually 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>	

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		<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> <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> <p><u>Links/References/Information:</u> Annual Report, Annex C – Sustainability Report, Risk Management, Digital Enablement, and Data Protection (pdf pp. 331-332) <a href="https://mondennisin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondennisin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Recommendation 12.2</b>			
<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</p>	

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		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf">https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</a></p>	
<b>Recommendation 12.3</b>			
<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 27, 2025, 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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. III, Sec. 11 (pp. 15-16)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Audit Committee Charter, Sec. 3.4 (p. 2)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Audit-Committee-Charter-3-1-2021-Version.pdf</a></p> <p>CIA Charter, VII. Resourcing of Corporate Internal Audit, par. 2 (p. 4)  <a href="https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf">https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</a></p> <p>Website, Governance, Corporate Officers page</p>	

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		<a href="https://mondenissin.com/corporate-officers/">https://mondenissin.com/corporate-officers/</a>  Annual Report, Part III, Item 9(a)(1) (pdf pp. 65-66) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>  Results of the Organizational Board of Directors’ Meeting held on June 27, 2025 <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a>	
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.	Compliant	<u>Links/References/Information:</u> CG Manual, Art. III, Sec. 11 (pp. 15-16) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a>  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) <a href="https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf">https://mondenissin.com/wp-content/uploads/2025/05/MNC-CIA-MAN-0001-CORPORATE-INTERNAL-AUDIT-CHARTER_Web-Version.pdf</a>	
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.	Compliant	This recommendation is not applicable to Monde, as it has an in-house internal audit team, headed by the Chief Internal Audit Executive.	
<b>Recommendation 12.4</b>			
1. Company has a separate risk management function to	Compliant	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	

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<p>identify, assess and monitor key risk exposures.</p>		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. II, Sec. 4 (pp. 9-11); Art. III, Sec. 10 (p. 15)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>RRPTC Charter, Sec. 1 (p.1), and Sec. 3.1-16 (pp. 2-3)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p> <p>Results of the Organizational Board of Directors’ Meeting held on June 27, 2025  <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-OBM_27June2025.pdf</a></p>	
<b>Supplement to Recommendation 12.4</b>			
<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.</p>	
<b>Recommendation 12.5</b>			
<p>1. In managing the company’s Risk Management System, the company has a Chief Risk Officer (CRO), who is the ultimate</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></p>	

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<p>champion of Enterprise Risk Management (ERM).</p>		<p>CG Manual, Art. III, Sec. 10 (p. 15)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Governance, Corporate Officers page  <a href="https://mondenissin.com/corporate-officers/">https://mondenissin.com/corporate-officers/</a></p> <p>Annual Report, Part III, Item 9(a)(1) (pdf p. 65)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Governance, Corporate Officers page  <a href="https://mondenissin.com/corporate-officers/">https://mondenissin.com/corporate-officers/</a></p> <p>RRPTC Charter  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-RPT-Committee-Charter-March-1-2021-Version.pdf</a></p>	
<p><b>Additional Recommendation to Principle 12</b></p>			
<p>1. Company’s Chief Executive Officer and Chief Audit Executive attest in writing, at least annually, that a sound internal audit,</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>	

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control and compliance system is in place and working effectively.		<p><u>Links/References/Information:</u> The 2025 Attestation on Monde Nissin Corporation’s Internal Audit, Control, and Compliance Systems can be accessed at the following link: <a href="#">2025 Monde CIAE and CEO Attestation</a>.</p> <p>CG Manual, Art. III, Sec. 11.g (p. 16) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<b>Cultivating a Synergic Relationship with Shareholders</b>			
<b>Principle 13:</b> The company should treat all shareholders fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.			
<b>Recommendation 13.1</b>			
1. Board ensures that basic shareholder rights are disclosed in the Manual on Corporate Governance.	Compliant	<p><u>Links/References/Information:</u> CG Manual, Art. V (pp. 17-18) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
2. Board ensures that basic shareholder rights are disclosed on the company’s website.	Compliant	<p>Monde’s By-Laws and CG Manual, which both contain basic shareholder rights, are disclosed on Monde’s Website.</p> <p><u>Links/References/Information:</u> By-Laws <a href="https://mondenissin.com/by-laws/">https://mondenissin.com/by-laws/</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual <a href="https://mondenissin.com/manual-on-corporate-governance/">https://mondenissin.com/manual-on-corporate-governance/</a></p> <p><a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	

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>Monde's common share has one vote for one share.</p> <p><u>Links/References/Information:</u>                      By-Laws, Art. IV, Sec. 2 (p. 12)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>DIS, Item 4(a) and (c) (pdf p. 24).  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></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><u>Links/References/Information:</u>                      Monde's Amended Articles of Incorporation ("AOI"), Art. VI (pp. 3-4)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/04-2021-04-07-Amended-Articles-of-Incorporation.pdf">https://mondenissin.com/wp-content/uploads/2022/05/04-2021-04-07-Amended-Articles-of-Incorporation.pdf</a></p> <p>By-Laws, Art. IV, Sec. 1 (p. 12)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. I, Sec. 8.s (p. 5)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. VII, Sec. 1.s (p. 12)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p> <p>DIS, Item 4(a) and (c) (pdf p. 24).</p>	

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		<a href="https://mondennisin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondennisin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a>	
<p>3. Board has an effective, secure, and efficient voting system.</p>	<p>Compliant</p>	<p>Monde has an effective, secure and efficient voting system for its annual stockholders' meetings. The Board's CGNRC is responsible for ensuring that Monde has an effective, secure, and efficient voting system. For its 2025 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>For Monde's 2025 ASM, Monde shareholders were able to vote through the secure online voting platform via proxy, <i>in absentia</i>, or live during the meeting.</p> <p><u>Links/References/Information:</u>  DIS, Item 19 (pdf p. 40)  <a href="https://mondennisin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondennisin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>CG Manual, Art. II, Sec. 3.2.b (p. 9)  <a href="https://mondennisin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondennisin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>CGNRC Charter, Sec. 3.8 (p. 2)  <a href="https://www.mondennisin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf">https://www.mondennisin.com/wp-content/uploads/2021/08/7-Revised-CG-NRC-Charter-as-of-Aug-9-2021.pdf</a></p> <p>Minutes of Monde's 2025 ASM  <a href="https://mondennisin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondennisin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a></p>	
<p>4. Board has an effective shareholder voting mechanisms such as supermajority or "majority of minority"</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,</p>	

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<p>requirements to protect minority shareholders against actions of controlling shareholders.</p>		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/04-2021-04-07-Amended-Articles-of-Incorporation.pdf">https://mondenissin.com/wp-content/uploads/2022/05/04-2021-04-07-Amended-Articles-of-Incorporation.pdf</a></p> <p>By-Laws, Art. IV, Sec. 1 (p. 12)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. V (pp. 17-18)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. IV, Sec. 1 (p. 7)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></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>	Compliant	<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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<p>6. Board clearly articulates and enforces policies with respect to treatment of minority shareholders.</p>	Compliant	<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</p>	

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		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Board Charter, Art. IV, Sec. 1 (p. 7)  <a href="https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf">https://mondenissin.com/wp-content/uploads/2021/10/5-MNC-Board-Charter-June-22-2021-version.pdf</a></p>	
<p>7. Company has a transparent and specific dividend policy.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u>                      CG Manual, Art. V, Sec. 5 (pp. 17-18)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Annual Report, Part II, Item 5, Dividend Policy (pdf p. 30)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></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. 109-111).  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<b>Optional: Recommendation 13.1</b>			
<p>1. Company appoints an independent party to count and/or validate the votes at the Annual Shareholders’ Meeting.</p>	<p>Compliant</p>	<p>Monde appoints an independent party to count and validate the votes at its annual shareholders’ meetings. Isla Lipana &amp; Co. independently validated all votes cast by the shareholders at Monde’s 2025 ASM.</p> <p><u>Links/References/Information:</u></p> <p>Minutes of Monde’s 2025 ASM, Part III.6 (pdf p. 4)</p>	

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		<a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a>	
<b>Recommendation 13.2</b>			
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.	Compliant	<p>The notice and agenda for Monde's 2025 ASM held last June 27, 2025 were first disclosed to the public through PSE EDGE and Monde's Website on May 16, 2025 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 2, 2025.</p> <p>Specifically in response to the information asked by the reporting template, the agenda for Monde's 2025 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. 8-17)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p> <p>2025 ASM Notice  <a href="https://mondenissin.com/wp-content/uploads/2025/05/Notice-of-ASM_16-May-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/05/Notice-of-ASM_16-May-2025.pdf</a></p>	
<b>Supplemental to Recommendation 13.2</b>			
1. Company's Notice of Annual Stockholders' Meeting contains the following information:		<p><u>Links/References/Information:</u>  DIS, ASM Notice (pdf pp. 8-17)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></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. 8 and 16-17); and Annex B – Information on Directors and Executive Officers (pdf pp. 49-50)  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	

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b. Auditors seeking appointment/re-appointment	Compliant	<p><u>Links/References/Information:</u> DIS, ASM Notice, Agenda Item 9 (pdf pp. 8 and 17) <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
c. Proxy documents	Compliant	<p><u>Links/References/Information:</u> DIS, Proxy Form (pdf p. 18) <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<b>Optional: Recommendation 13.2</b>			
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. 10-17). <a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a></p>	
<b>Recommendation 13.3</b>			
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 2025 ASM. A recording of the 2025 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> 2025 ASM Recording <a href="https://mondenissin.com/asm25/materials-2025/">https://mondenissin.com/asm25/materials-2025/</a>  <a href="https://www.youtube.com/watch?v=YGpR5asaILY">https://www.youtube.com/watch?v=YGpR5asaILY</a></p> <p>2025 ASM Results <a href="https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-ASM_27June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/17-C-Results-of-ASM_27June2025.pdf</a></p>	

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<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.</p>	<p>Compliant</p>	<p>The minutes of the 2025 ASM were uploaded on July 1, 2025, within five (5) business days from the end of the meeting on June 27, 2025.</p> <p><u>Links/References/Information:</u>                      Website, Investors, Annual Stockholders' Meeting, 2025, 2025 ASM Minutes of the Meeting  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a></p>	
<p><b>Supplement to Recommendation 13.3</b></p>			
<p>1. Board ensures the attendance of the external auditor and other relevant individuals to answer shareholders questions during the ASM and SSM.</p>	<p>Compliant</p>	<p>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. Representatives from SGV, Monde's external auditor, attended the 2025 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 Sustainability Officer, the Chief Risk Management Officer, the Chief Compliance Officer, the Chief Investor Relations Officer, the Chief Internal Audit Executive, and the Chief Information and Digital Officer.</p> <p><u>Links/References/Information:</u>                      CG Manual, Art. IV, Sec. 8 (p. 17)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Investors, Annual Stockholders' Meeting, 2025, 2025 ASM Minutes of the Meeting  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a></p>	
<p><b>Recommendation 13.4</b></p>			
<p>1. Board makes available, at the option of a shareholder, an alternative dispute mechanism to resolve intra-corporate disputes</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</p>	

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<p>in an amicable and effective manner.</p>		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. V, Sec. 9 (p. 18)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<p>2. The alternative dispute mechanism is included in the company’s Manual on Corporate Governance.</p>	Compliant	<p>The ADR mechanism is included in Monde’s CG Manual.</p> <p><u>Links/References/Information:</u>                      CG Manual, Art. V, Sec. 9 (p. 18)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<b>Recommendation 13.5</b>			
<p>1. Board establishes an Investor Relations Office (IRO) to ensure constant engagement with its shareholders.</p>	Compliant	<p>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:  <a href="https://mondenissin.com/investors-inquiry">https://mondenissin.com/investors-inquiry</a></p> <p><u>Links/References/Information:</u></p>	

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		<p>Website, Investors, Shareholding Inquiry page  <a href="https://mondenissin.com/investors-inquiry/">https://mondenissin.com/investors-inquiry/</a></p> <p>CG Manual, Art. VI (p. 19)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
2. IRO is present at every shareholder’s meeting.	Compliant	<p>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 2025 ASM.</p> <p><u>Links/References/Information:</u>                      CG Manual, Art. VI par. 2 (p. 19)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Investors, Annual Stockholders’ Meeting, 2025, 2025 ASM Minutes of the Meeting  <a href="https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MNC-2025-ASM-Minutes-27-June-2025.pdf</a></p>	
<b>Supplemental Recommendations to Principle 13</b>			
1. Board avoids anti-takeover measures or similar devices that may entrench ineffective management or the existing controlling shareholder group	Compliant	<p>There were no takeover issues addressed in 2025.</p> <p><u>Links/References/Information:</u>                      By-Laws  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p>	
2. Company has at least thirty percent (30%) public float to increase liquidity in the market.	Compliant	<p>Monde has been compliant with this requirement. As of December 31, 2025, Monde’s public ownership percentage was 40.15%.</p> <p><u>Links/References/Information:</u>                      Public Ownership Report (as of December 31, 2025)</p>	

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		<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=55e0175ea70550ab64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=55e0175ea70550ab64d70b69f0a3140b</a>  <a href="https://mondenissin.com/wp-content/uploads/2026/01/Public-Ownership-Report-Q4-2025.pdf">https://mondenissin.com/wp-content/uploads/2026/01/Public-Ownership-Report-Q4-2025.pdf</a>	
<b>Optional: Principle 13</b>			
<p>1. Company has policies and practices to encourage shareholders to engage with the company beyond the Annual Stockholders' Meeting</p>	Compliant	<p>Monde has policies and practices to encourage shareholders to engage with the company beyond the annual stockholders' meeting. 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>  CG Manual, Art. VI (pp. 18-19)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Investors, Investor Programs page  <a href="https://mondenissin.com/investor-programs/">https://mondenissin.com/investor-programs/</a></p>	
<p>2. Company practices secure electronic voting in absentia at the Annual Shareholders' Meeting.</p>	Compliant	<p>Monde hosted its 2025 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. Live voting was also available during the ASM proper. Isla Lipana &amp; 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. 10-11); and Items 19 and 20 (pdf pp. 40-41)</p>	

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		<a href="https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf">https://mondenissin.com/wp-content/uploads/2025/07/MONDE-NISSIN-CORPORATION_SEC-FORM-20-IS_DEFINITIVE-INFORMATION-STATEMENT_2June2025.pdf</a>	
<b>Duties to Stakeholders</b>			
<p><b>Principle 14:</b> 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>			
<b>Recommendation 14.1</b>			
<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> <p><u>Links/References/Information:</u> CG Manual, Arts. VI-VII (p. 19) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Investors, Investor Programs page <a href="https://mondenissin.com/investor-programs/">https://mondenissin.com/investor-programs/</a></p> <p>Annual Report, Annex C – Sustainability Report, About the Cover (pdf p. 269); Message from the Chairperson and from the CEO (pdf p. 273); Message from the Chief Sustainability Officer (pdf p. 274); Our Corporate Framework for Responsible and Sustainable Value Creation (pdf pp. 275-276); Stakeholder Engagement (pdf p. 278); and Making Collective Action Possible (pdf pp. 322-326) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Recommendation 14.2</b>			
<p>1. Board establishes clear policies and programs to provide a</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.</p>	

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mechanism on the fair treatment and protection of stakeholders.		<p>Accordingly, Monde has established, and continues to establish, policies and programs aimed at empowering its stakeholders such as its investor relations program.</p> <p><u>Links/References/Information:</u>                      CG Manual, Arts. IV-VII (pp. 16-19)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Investors, Investor Programs page  <a href="https://mondenissin.com/investor-programs/">https://mondenissin.com/investor-programs/</a></p>	
<b>Recommendation 14.3</b>			
1. Board adopts a transparent framework and process that allow stakeholders to communicate with the company and to obtain redress for the violation of their rights.	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 investor relations office and may report violations of Monde’s policies through Monde’s whistleblowing hotline (accessible at: <a href="https://mondenissin.ethicspoint.com/">https://mondenissin.ethicspoint.com/</a>).</p> <p><u>Links/References/Information:</u>                      CG Manual, Arts. VI-VII (p. 19)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Whistleblowing Policy  <a href="https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</a></p> <p>Website, Investors, Shareholding Inquiry page  <a href="https://mondenissin.com/investors-inquiry/">https://mondenissin.com/investors-inquiry/</a></p>	
<b>Supplement to Recommendation 14.3</b>			
1. Company establishes an alternative dispute resolution system so that conflicts and	Compliant	<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</p>	

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<p>differences with key stakeholders is settled in a fair and expeditious manner.</p>		<p>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)  <a href="https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf">https://mondenissin.com/wp-content/uploads/2022/05/01-2022-04-28-Amended-By-Laws.pdf</a></p> <p>CG Manual, Art. V, Sec. 9 (p. 18)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p>	
<b>Additional Recommendations to Principle 14</b>			
<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 2025.</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>	

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		<p>Links/References/Information: Annual Report, Part I, Item 1, Intellectual Property (pdf pp. 15 and 23) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Optional: Principle 14</b>			
1. Company discloses its policies and practices that address customers' welfare	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>Links/References/Information: CG Manual, Art. VI-VII (p. 19) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Code of Conduct, Sec. 3 (p. 8) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</a></p> <p>Annual Report, Annex C – Sustainability Report (pdf pp. 267-360) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>Website, Sustainability page <a href="https://mondenissin.com/sustainability">https://mondenissin.com/sustainability</a></p>	
2. Company discloses its policies and practices that address supplier/contractor selection procedures	Compliant	<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</p>	

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		<p>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) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</a></p> <p>Revised Conflict of Interest Policy <a href="https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf">https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</a></p> <p>Anti-Bribery and Corruption Policy <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</a></p> <p>Annual Report, Part I, Item I (pdf p. 13, and 20); and Annex C – Sustainability Report, Our Value Chain (pdf pp. 283-286), and Responsible and Resilient Supply Chain Governance (pdf p. 332-333) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></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.

**Recommendation 15.1**

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.	Compliant	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.	
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		<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></p> <p>Code of Conduct  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</a></p> <p>Whistleblowing Policy  <a href="https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</a></p> <p>MRPT Policy  <a href="https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf">https://mondenissin.com/wp-content/uploads/2022/12/MNC-Amended-MRPT-Policy-9-November-2022-SEC-sr-1.pdf</a></p> <p>Revised Conflict of Interest Policy  <a href="https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf">https://mondenissin.com/wp-content/uploads/2024/01/Monde-2023-Amended-COI-Policy_03Jan2024_final.pdf</a></p> <p>Anti-Bribery and Corruption Policy  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</a></p> <p>Insider Trading Policy  <a href="https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf">https://mondenissin.com/wp-content/uploads/2021/12/MNC-Insider-Trading-Policy-1st-Amendment_122021.pdf</a></p> <p>Monde’s Policy and Data Relating to Health Safety and Welfare of Employees</p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p><a href="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">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</a></p> <p>Annual Report, Annex C – Sustainability Report, Making Inclusivity Possible (pdf pp. 312-320)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>Website, Sustainability page  <a href="https://mondenissin.com/sustainability/">https://mondenissin.com/sustainability/</a></p>	
<b>Supplement to Recommendation 15.1</b>			
1. Company has a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures.	Compliant	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.	
2. Company has policies and practices on health, safety and welfare of its employees.	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> <p><u>Links/References/Information:</u>                      Monde’s Policy and Data Relating to Health, Safety, and Welfare of Employees  <a href="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">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</a></p> <p>Annual Report, Annex C – Sustainability Report, Making Inclusivity Possible (pdf pp. 312-320)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
3. Company has policies and practices on training and development of its employees.	Compliant	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	

**MONDE NISSIN CORPORATION ("MONDE") - INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT FOR 2025**

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		<p>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 30,114 total training hours in 2025.</p> <p><u>Links/References/Information:</u> Annual Report, Annex C – Sustainability Report, Learning and Development (pdf pp. 314-315); and Employee Training (pdf p. 345) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<b>Recommendation 15.2</b>			
<p>1. Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Conduct.</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 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) <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-Code_of_Conduct-March-1-2021-Version.pdf</a></p> <p>Anti-Bribery and Corruption Policy <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</a></p>	

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	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<p>2. Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.</p>	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. Monde 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: <a href="http://www.mondenissin.ethicspoint.com">www.mondenissin.ethicspoint.com</a>.</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: <a href="https://secure.ethicspoint.eu/domain/media/en/gui/105620/index.html">https://secure.ethicspoint.eu/domain/media/en/gui/105620/index.html</a>).</p>	
<b>Supplement to Recommendation 15.2</b>			
<p>1. Company has clear and stringent policies and procedures on curbing and penalizing employee involvement in offering, paying and receiving bribes.</p>	Compliant	<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"> <li>• Code of Conduct and Ethics;</li> <li>• Anti-Bribery and Corruption Policy;</li> <li>• Guidelines for Gifts, Entertainment, Hospitality and Sponsored Travel</li> <li>• Whistleblowing Policy;</li> <li>• Revised Conflict of Interest Policy;</li> <li>• Material Related Party Transactions Policy;</li> <li>• Guidelines for Engaging Business Partners;</li> </ul>	

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		<ul style="list-style-type: none"> <li>• Guidance for Corporate Transactions;</li> <li>• Guidelines for the Conduct of Internal Investigations; and</li> <li>• Guidelines for Corporate Sponsorships, Charitable Donations and Political Contributions.</li> </ul> <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: <a href="http://www.mondenissin.ethicspoint.com">www.mondenissin.ethicspoint.com</a>.</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)  <a href="https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf">https://mondenissin.com/wp-content/uploads/2021/03/MNC-ABC-Policy-Statement_V1-1.pdf</a></p> <p>Whistleblowing Policy  <a href="https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</a></p>	
<b>Recommendation 15.3</b>			
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	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: <a href="http://www.mondenissin.ethicspoint.com">www.mondenissin.ethicspoint.com</a>. 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  <a href="https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</a></p>	

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<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>	<p>Compliant</p>	<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 (<a href="http://www.mondenissin.ethicspoint.com">www.mondenissin.ethicspoint.com</a>). Serious concerns may be elevated to the CGNRC or the Board.</p> <p><u>Links/References/Information:</u> Whistleblowing Policy <a href="https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</a></p>	
<p>3. Board supervises and ensures the enforcement of the whistleblowing framework.</p>	<p>Compliant</p>	<p><u>Links/References/Information:</u> CG Manual, Art. II, Sec. 5 (p. 11) <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Whistleblowing Policy <a href="https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf">https://mondenissin.com/wp-content/uploads/2021/03/3-MNC-Whistleblowing_Policy-March-1-2021-Version.pdf</a></p> <p>Annual Report, Annex C – Sustainability Report, Workplace Dialogue and Labor Relations (pdf pp. 318-320) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<p><b>Principle 16:</b> 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><b>Recommendation 16.1</b></p>			
<p>1. Company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial</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</p>	

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<p>relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.</p>		<p>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 &amp; production, climate action, decent work &amp; 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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Sustainability page  <a href="https://mondenissin.com/sustainability">https://mondenissin.com/sustainability</a></p> <p>Annual Report, Annex C – Sustainability Report, Making Collective Action Possible (pdf pp. 322-326)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p> <p>Monde’s Sustainability Policy  <a href="https://mondenissin.com/sustainability-policy/">https://mondenissin.com/sustainability-policy/</a>  <a href="https://mondenissin.com/wp-content/uploads/2025/05/MNC-Sustainability-Policy-Version-2.0-BOD-Approved_09May2025.pdf">https://mondenissin.com/wp-content/uploads/2025/05/MNC-Sustainability-Policy-Version-2.0-BOD-Approved_09May2025.pdf</a></p>	
<b>Optional: Principle 16</b>			
<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</p>	

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		<p>refer to UN SDGs (including those on climate action and responsible consumption &amp; 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)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Sustainability page  <a href="https://mondenissin.com/sustainability">https://mondenissin.com/sustainability</a></p> <p>Annual Report, Part I, Item I (pdf p. 13, and 20); and Annex C – Sustainability Report, Our Value Chain (pdf pp. 283-286), and Responsible and Resilient Supply Chain Governance (pdf p. 332-333)  <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a></p>	
<p>2. Company exerts effort to interact positively with the communities in which it operates</p>	<p>Compliant</p>	<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> <p>In 2025, environmental initiatives were implemented through coordinated activities between plant sites, local government units, and relevant organizations. Projects were carried out through defined roles and site-level planning aligned with local environment programs. Programs undertaken by Monde in 2025 to positively interact with the communities in which it operates include:</p> <ul style="list-style-type: none"> <li>• Collaborated with Haribon Foundation for its Forests for Life Movement to support reforestation initiatives in areas connected to the Sierra Madre mountain range that are critical to biodiversity conservation, watershed protection, and climate resilience in Luzon (Annual Report, Annex C – Sustainability Report, pdf p. 324);</li> </ul>	

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		<ul style="list-style-type: none"> <li>• Hosted #SustainPinas: SustainabilityPH Fellowship 2025, which provided a forum for members of various sectors to share their knowledge on the importance and intersection of capacity, community, and conversation to a greater audience (Annual Report, Annex C – Sustainability Report, pdf p. 324);</li> <li>• Participated in industry platforms such as the Net Zero Carbon Alliance to build the technical knowledge, structured emissions monitoring, and coordinated action across operations necessary to advance Monde’s decarbonization journey (Annual Report, Annex C – Sustainability Report, pdf p. 325);</li> <li>• Worked with accredited industry mechanisms that facilitate community-based collection systems and local waste management networks strengthen Monde’s responsibility under Republic Act No. 11898, or the Extended Producer Responsibility Act of 2022. Through these efforts, Monde exceeded the minimum recovery targets required under the law in 2025 (Annual Report, Annex C – Sustainability Report, pdf p. 325);</li> <li>• Supported schools serving indigenous and host communities through the Adopt-a-School Program and Monde’s own Tulong Sulong program, providing school supplies, hygiene kits, and food products (Annual Report, Annex C – Sustainability Report, pdf p. 326);</li> <li>• Participated in coordinated disaster relief efforts in coordination with the World Instant Noodles Association (WINA), Rise Against Hunger Philippines, Caritas Manila, and the Philippine Business for Social Progress (Annual Report, Annex C – Sustainability Report, pdf p. 326); and</li> <li>• Continued the Kainang Pamilya Mahalaga (KPM) initiative, a Monde-initiated advocacy launched in 2007 that promotes shared family mealtimes as part of balanced eating practices. KPM Day is recognized under Presidential Proclamation No. 326 (s. 2012), and is observed annually every fourth Monday of September.</li> </ul> <p><u>Links/References/Information:</u>            CG Manual, Art. VII (p. 19)  <a href="https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf">https://mondenissin.com/wp-content/uploads/2021/11/Monde-SEC-received-Revised-Manual-on-Corporate-Governance-24-Nov.-2021_compressed-1.pdf</a></p> <p>Website, Sustainability page</p>	

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		<a href="https://mondenissin.com/sustainability">https://mondenissin.com/sustainability</a>  Annual Report, Annex C – Sustainability Report, Making Collective Action Possible (pdf pp. 322-326) <a href="https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf">https://mondenissin.com/wp-content/uploads/2026/04/Monde-Nissin-Corporation_2025-Annual-Report-17A-with-Annexes_14April2026.pdf</a>	

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 28, 2026.



**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.




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HENRY SOESANTO  
Chief Executive Officer



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NINA PERPETUA D. AGUAS  
Lead Independent Director



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ANABELLE L. CHUA  
Independent Director



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RAMON FELICISIMO M. LOPEZ  
Independent Director



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HELEN G. TIU  
Corporate Secretary



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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 28<sup>th</sup> day of May 2026, 2026 personally appeared the following:

Name	Competent Evidence of Identity	Expiry Date & Place of Issue
Henry Soesanto	[REDACTED]	[REDACTED]
Nina Perpetua D. Aguas	[REDACTED]	[REDACTED]
Anabelle L. Chua	[REDACTED]	[REDACTED]
Ramon Felicisimo M. Lopez	[REDACTED]	[REDACTED]
Helen G. Tiu	[REDACTED]	[REDACTED]
Jon Edmarc R. Castillo	[REDACTED]	[REDACTED]

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. 155;  
Page No. 92;  
Book No. III;  
Series of 2026.

[REDACTED]

ATTY. GARNY LUISA S. ALEGRE  
Notary Public for Makati City

[REDACTED]

**ATTACHMENT 1**

*Directors' and Officers' MONDE shareholdings at the beginning and end of FY 2025*

Director/Officer	MONDE Shares of December 31, 2024			MONDE Shares as of December 31, 2025		
	Direct	Indirect	TOTAL	Direct	Indirect	TOTAL
Hartono Kweefanus	4,214,244,600	0	4,214,244,600	4,214,244,600	0	4,214,244,600
Hoediono Kweefanus	948,324,600	0	948,324,600	948,324,600	0	948,324,600
Betty T. Ang	3,265,920,000	0	3,265,920,000	3,265,920,000	0	3,265,920,000
Henry Soesanto	1,508,681,396	41,046,000	1,549,727,396	1,508,681,396	41,046,000	1,549,727,396
Monica Darmono	765,897,598	0	765,897,598	765,897,598	0	765,897,598
Kataline Darmono	2	0	2	2	0	2
Nina Perpetua D. Aguas	2	0	2	2	0	2
Anabelle L. Chua	1	20,000	20,001	1	20,000	20,001
Ramon Felicisimo M. Lopez	1	25,000	25,001	1	25,000	25,001
Helen G. Tiu	0	4,575,000	4,575,000	0	4,575,000	4,575,000
Marivic N. Cajucom-Uy	0	687,800	687,800	0	827,800	827,800
Rico A. Gonzales	0	370,000	370,000	0	555,000	555,000
Jesse C. Teo	0	1,682,900	1,682,900	0	1,682,900	1,682,900
Michael Paska	0	150,000	150,000	0	150,000	150,000
Michael Stanley Tan	0	518,600	518,600	Final SEC Form 23-B filed on 27 March 2025 (secondment).		
Daniel Teichert	0	159,700	159,700	0	192,900	192,900
Jon Edmarc R. Castillo	0	65,300	65,300	0	81,300	81,300
Katherine C. Lee-Bacus	0	45,900	45,900	0	55,900	55,900
Anne Katherine N. Santos	0	43,000	43,000	0	43,000	43,000
Samuel C. Sih	0	3,600,000	3,600,000	Final SEC Form 23-B filed on 14 January 2025 (retirement).		
Wendy T. Antioquia	0	1,093,000	1,093,000	0	1,093,000	1,093,000
Melissa C. Pabustan	0	375,000	375,000	0	547,300	547,300
Jocelyn Jones Go So	0	0	0	0	60,000	60,000
Luzviminda M. Mercurio	0	10,000	10,000	0	10,000	10,000

*Summary of MONDE shares trading by Directors and Officers for FY 2025*

Date	Director/Officer	Transaction	Starting Total	No. of Shares	Total After Transaction
2 January 2025	Melissa C. Pabustan	Buy	375,000	172,300	547,300
3 January 2025	Samuel C. Sih	Buy	3,600,000	175,000	3,775,000
9 January 2025	Jocelyn Jones Go So	Buy	0	40,000	40,000
10 January 2025	Katherine C. Lee-Bacus	Buy	45,900	10,000	55,900
13 January 2025	Jocelyn Jones Go So	Buy	40,000	20,000	60,000
14 January 2025	Samuel C. Sih	Mr. Sih retired, and was accordingly no longer subject to the requirement to file SEC Forms 23-B.			
27 January 2025	Marivic N. Cajucom-Uy	Buy	687,800	140,000	827,800
30 January 2025	Jon Edmarc R. Castillo	Buy	65,300	16,000	81,300
5 February 2025	Daniel Teichert	Buy	159,700	33,200	192,900
27 March 2025	Michael Stanley Tan	Mr. Tan was seconded to Monde's fully-owned UK-based indirect subsidiary Marlow Foods, Ltd., and, accordingly, was no longer subject to the requirement to file SEC Forms 23-B.			
29 December 2025	Rico A. Gonzales	Buy	370,000	185,000	555,000