# SECURITIES AND EXCHANGE COMMISSION

**SEC FORM 17-C** 

## CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1 Data of Poport (D	ate of earliest event reported)
Jun 24, 2022	ate of earliest event reported)
2. SEC Identification	Number
0000086335	
3. BIR Tax Identifica	tion No
000-417-352-00	
	uer as specified in its charter
Monde Nissin C	
	or other jurisdiction of incorporation
Philippines	
6. Industry Classifica	ation Code(SEC Use Only)
7. Address of princip	al office
Felix Reyes Stre Postal Code 4026	et, Barangay Balibago, City of Santa Rosa, Laguna
8. Issuer's telephone	e number, including area code
+63277597595	
9. Former name or f	ormer address, if changed since last report
N/A	
10. Securities registe	ered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	17,968,611,496
11. Indicate the item	numbers reported herein
Item 9	

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 4-24 - Results of Annual or Special Stockholders' Meeting References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Results of the Annual Stockholders' Meeting

Background/Description of the Disclosure

Results of the Annual Stockholders' Meeting

#### List of elected directors for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Shareholdings in the Listed Company		Nature of Indirect Ownership
	Direct	Indirect	•
Hartono Kweefanus	4,214,244,600	-	N/A
Kataline Darmono	2	-	N/A
Hoediono Kweefanus	948,324,600	-	N/A
Betty T. Ang	3,265,920,000	-	N/A
Henry Soesanto	1,548,681,395	-	N/A
Monica Darmono	765,897,596	-	N/A
Nina Perpetua D. Aguas	2	252,000	Held by member of immediate family sharing the same household.
Marie Elaine Teo	2	-	N/A
Romeo L. Bernardo	1	-	N/A

**External auditor** SyCip Gorres Velayo & Co.

List of other material resolutions, transactions and corporate actions approved by the stockholders

During the Company's 2022 Annual Stockholders' Meeting ("ASM") held virtually on June 24, 2022 (in accordance with the requirements of SEC Memorandum Circular No. 06, s. 2020), the Company's stockholders' approved the following:

1. Minutes of the Annual Stockholders' Meeting held on November 23, 2021;

2. Management Report, comprising the Message of the Chairperson of the Board, the Report of the Chief Executive Officer, and the Report of the Chief Financial Officer;

3. Ratification of the Annual Consolidated Financial Statements of Monde Nissin Corporation and its subsidiaries for the year ended December 31, 2021 as audited by its external auditor SyCip Gorres Velayo & Company;

4. Ratification of each and every act and/or resolution from November 23, 2021 to June 24, 2022 of the Company's Board of Directors, the Executive Committee and other Board Committees, of officers, and management performed in accordance with the resolutions of the Board of Directors, the Executive Committees, or pursuant to the Company's By-Laws;

5. Election of Directors (including the 3 Independent Directors) with terms beginning June 24, 2022 until their successors are elected and have duly qualified, specifically:

i. Hartono Kweefanus

ii. Kataline Darmono

iii. Hoediono Kweefanus

iv. Betty T. Ang

v. Henry Soesanto

vi. Monica Darmono

vii. Nina Perpetua D. Aguas (Independent Director)

viii. Marie Elaine Teo (Independent Director)

ix. Romeo L. Bernardo (Independent Director)

6. Appointment of SyCip Gorres Velayo & Company as the Company's external auditor for the calendar year 2022 for an audit fee of PhP13,970,000 (exclusive of value-added taxes) for its year-end audit services.

**Other Relevant Information** 

Please see attached SEC Form 17-C.

This disclosure has been amended to include the attached letter of the Company dated June 24, 2022 to the Securities and Exchange Commission and to the Philippine Stock Exchange summarizing the results of the Company's 2022 ASM and the Organizational Meeting of the Company's Board of Directors held immediately after the 2022 ASM.

Filed on behalf by:

Name	Jon Edmarc Castillo
Designation	Chief Compliance Officer

#### SECURITIES AND EXCHANGE COMMISSION

#### SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

#### 1. June 24, 2022 Date of Report (Date of earliest event reported)

- 2. SEC Identification Number 0000086335
- 3. BIR Tax Identification No. 000-417-352-000
- 4. Monde Nissin Corporation Exact name of issuer as specified in its charter
- 5. Republic of the Philippines 6. (SEC Use Only) Province, country or other jurisdiction of incorporation
- 7. Felix Reyes St., Barangay Balibago, City of Santa Rosa, Laguna Address of principal office

4026 Postal Code

- 8. (02) 7759 7595 Issuer's telephone number, including area code
- 9. Not applicable Former name or former address, if changed since last report
- 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class

Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding

#### Common

#### 17,968,611,496

11. Indicate the item numbers reported herein: Item 9.

During the Company's 2022 Annual Stockholders' Meeting ("ASM") held virtually on June 24, 2022 (in accordance with the requirements of SEC Memorandum Circular No. 06, s. 2020), the Company's stockholders' approved the following:

- a. Minutes of the Annual Stockholders' Meeting held on November 23, 2021;
- b. Management Report, comprising the Message of the Chairperson of the Board, the Report of the Chief Executive Officer, and the Report of the Chief Financial Officer;
- c. Ratification of the Annual Consolidated Financial Statements of Monde Nissin Corporation and its subsidiaries for the year ended December 31, 2021 as audited by its external auditor SyCip Gorres Velayo & Company;

- d. Ratification of each and every act and/or resolution from November 23, 2021 to June 24, 2022 of the Company's Board of Directors, the Executive Committee and other Board Committees, of officers, and management performed in accordance with the resolutions of the Board of Directors, the Executive Committee and the Board Committees, or pursuant to the Company's By-Laws;
- e. Election of Directors (including the 3 Independent Directors) with terms beginning June 24, 2022 until their successors are elected and have duly qualified, specifically:
  - i. Hartono Kweefanus
  - ii. Kataline Darmono
  - iii. Hoediono Kweefanus
  - iv. Betty T. Ang
  - v. Henry Soesanto
  - vi. Monica Darmono
  - vii. Nina Perpetua D. Aguas (Independent Director)
  - viii. Marie Elaine Teo (Independent Director)
  - ix. Romeo L. Bernardo (Independent Director)
- f. Appointment of SyCip Gorres Velayo & Co as the Company's external auditor for the calendar year 2022 for an audit fee of PhP13,970,000 (exclusive of value-added taxes) for its year-end audit services.

## SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MONDE NISSIN CORPORATION Issuer June 24, 2022 Date

Jon Edmarc R. Castillo Chief Compliance Officer



MONDE NISSIN CORPORATION

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

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

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

June 24, 2022

## Securities and Exchange Commission

G/F Secretariat Building, PICC Complex Roxas Boulevard, Pasay City

A	Attention:	Director Vicente Graciano P. Felizmenio, Jr.
		Markets & Securities Regulation Department
The Philippine Sto	ock Exchange	, Inc.
6/F, PSE Tower		
eth .	a ath a	

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

Attention:	Ms. Alexandra D. Tom Wong PSE Disclosures Department
Subject:	Results of the 2022 Annual Stockholders' Meeting and the Organizational Meeting of the Board of Directors

Ladies and Gentlemen:

We are pleased to inform you that during Monde Nissin Corporation's (the "*Corporation's*") 2022 Annual Stockholders' Meeting held virtually on June 24, 2022 (in accordance with the requirements of SEC Memorandum Circular No. 06, s. 2020), the Corporation's stockholders approved the following:

## 1. Minutes of Previous Stockholders' Meeting Held on November 23, 2021

*Resolution No S-1-2022: "RESOLVED, That we, the stockholders of MONDE NISSIN CORPORATION (the "Corporation") approve, as we hereby approve, the minutes of the annual stockholders' meeting held on November 23, 2021."* 

## 2. <u>Management Report</u>

Resolution No S-2-2022: "RESOLVED, That we, the stockholders of MONDE NISSIN CORPORATION (the "Corporation") note, as we hereby note, the Corporation's Management Report comprising the Message of the Chairperson of the Board, the Report of the Chief Executive Officer, and the Report of the Chief Financial Officer."

## 3. <u>Ratification of the 2021 Audited Financial Statements</u>

Resolution No S-3-2022: "RESOLVED, That we, the stockholders of MONDE NISSIN CORPORATION (the "Corporation") ratify, as we hereby ratify, the annual consolidated financial statements of the Corporation and its subsidiaries for the year ended December 31, 2021 as audited by its external auditor SyCip Gorres Velayo & Company."

## 4. <u>Ratification of All Acts of the Board of Directors, Board Committees, Officers, and Management for</u> the Period of November 23, 2021 to June 24, 2022

Resolution No S-4-2022: "RESOLVED, That we, the stockholders of MONDE NISSIN CORPORATION (the "Corporation") ratify, as we hereby ratify each and every act and/or resolution from November 23, 2021 to June 24, 2022 of the Board of Directors, the Executive Committee and other Board Committees exercising powers delegated by the Board, of officers and management of the Corporation performed in accordance with the resolutions of the Board, the Executive Committee and the Board Committees, or pursuant to the By-laws of the Corporation."

## 5. <u>Election of Directors (Including 3 Independent Directors) for the Ensuing Year</u>

Resolution No S-5-2022: "RESOLVED, That we, the stockholders of MONDE NISSIN CORPORATION (the "Corporation") elect, as we hereby elect the following as directors of the Corporation to serve as such beginning June 24, 2022 until their successors are elected and have duly qualified:

Hartono Kweefanus Kataline Darmono Hoediono Kweefanus Betty T. Ang Henry Soesanto Monica Darmono Romeo L. Bernardo (for independent director) Nina Perpetua D. Aguas (for independent director) Marie Elaine Teo (for independent director)

## 6. <u>Appointment of External Auditor</u>

Resolution No S-6-2022: "RESOLVED, That we, the stockholders of MONDE NISSIN CORPORATION (the "Corporation") approve, as we hereby approve, the appointment of the accounting firm SyCip

Gorres Velayo & Co. as the external auditor of the Corporation for the calendar year 2022 for an audit fee of PhP13,970,000, exclusive of value-added taxes for its year-end audit services."

At its Organizational Meeting held immediately after the 2022 annual stockholders' meeting, the Corporation's Board of Directors ("**Board**") considered and approved the following material resolutions:

- 1. Minutes of the Board's previous meeting on May 10, 2022;
- 2. Election of the members of the Board Committees, including their respective Chairpersons:
  - a. <u>Executive Committee</u>

Henry Soesanto	Chairperson
Betty Ang	Member
Romeo L. Bernardo (Independent director)	Member
Monica Darmono	Member
Kataline Darmono	Member

### b. <u>Audit Committee</u>

Nina Perpetua D. Aguas (Independent director)	Chairperson
Romeo L. Bernardo (Independent director)	Member
Marie Elaine Teo (Independent director)	Member

c. <u>Risk and Related Party Transactions Committee</u>

Romeo L. Bernardo (Independent director)	Chairperson
Nina Perpetua D. Aguas (Independent director)	Member
Marie Elaine Teo (Independent director)	Member

d. <u>Corporate Governance, Nomination, and Remuneration Committee</u>

Marie Elaine Teo (Independent director)	Chairperson
Romeo L. Bernardo (Independent director)	Member
Nina Perpetua D. Aguas (Independent director)	Member

- 3. Election of Mr. Romeo L. Bernardo as Lead Independent Director;
- 4. Approval of change in designation of Mr. Daniel Teichert from Chief Risk Executive to Chief Risk Officer;
- 5. Election of Officers:

Hartono Kweefanus	Chairperson Emeritus
Kataline Darmono	Chairperson of the Board
Hoediono Kweefanus	Vice-Chairperson of the Board
Betty T. Ang	President
Henry Soesanto	Chief Executive Officer and Executive Vice President
Monica Darmono	Treasurer

Helen G. Tiu Jesse C. Teo Daniel Teichert Jon Edmarc R. Castillo

Shiela P. Alarcio Katherine C. Lee-Bacus Anne Katherine N. Santos Corporate Secretary and Chief Legal Officer Chief Financial Officer Chief Risk Officer Chief Compliance Officer and PSE Company Information Officer Chief Internal Audit Executive Assistant Corporate Secretary Assistant Corporate Secretary

 Appointment of Ms. Jocelyn Jones Go So as Chief Information and Digital Officer effective July 15, 2022 to July 14, 2023 under such terms and conditions as may be determined by Chief Executive Officer Henry Soesanto.

We trust that you will find the foregoing in order. Thank you very much.

Very truly yours,

Sin, Helen Lo

HELEN G. TIU Chief Legal Officer and Corporate Secretary