

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Nissin Foods Company Limited

日清食品有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 1475)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 1 July 2026:

- (1) Professor Lynne Yukie Nakano shall resign as an Independent Non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee;
- (2) Mr. Simon Nicholas Walton shall be appointed as an Independent Non-executive Director;
- (3) Professor Toshiaki Sakai shall be appointed as a member of the remuneration committee; and
- (4) Professor Keiko Ito shall be appointed as a member of each of the audit committee and nomination committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “Board”) of directors (the “Directors”) of Nissin Foods Company Limited (the “Company”, together with its subsidiaries, the “Group”) hereby announces that, with effect from 1 July 2026, Professor Lynne Yukie Nakano (“Professor Nakano”) shall resign as an Independent Non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee in order to devote more time to her other commitments. Professor Nakano confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the shareholders of the Company.

The Board would like to take this opportunity to express its sincere appreciation to Professor Nakano for her valuable contribution to the Company and the Board.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that, with effect from 1 July 2026, Mr. Simon Nicholas Walton (“Mr. Walton”) shall be appointed as an Independent Non-executive Director.

Mr. Simon Nicholas Walton, aged 63, was a former principal of Japanese International School, Hong Kong (International Section). From 2007 until his retirement in 2022, he led the International Section of the school and worked closely with the staff and management of the Japanese Section of the school. Mr. Walton started as a primary school teacher in the United Kingdom and enjoyed an accomplished education career spanning 38 years with an extensive background in teaching, curriculum development, training and management in various international schools in Hong Kong. He obtained a Bachelor of Education degree from University of Durham in July 1984 and a post-graduate diploma from University of Exeter in November 2000. Mr. Walton is supporting some local charitable organisations and also a trustee of Docking Playing Field Association. From 12 July 2021 to 3 June 2026, he served as a member of the advisory committee of Nissin Foods (Hong Kong) Charity Fund, an approved charitable organisation under section 88 of the Inland Revenue Ordinance (Chapter 112 of the Laws of Hong Kong) set up by the Company in September 2020.

Mr. Walton has entered into a letter of appointment with the Company for a term of three years commencing from 1 July 2026 and is subject to the requirements of the articles of association of the Company (the “Articles”) relating to the rotation and re-election of directors. Mr. Walton is entitled to an annual director’s fee of HK\$300,000. His remuneration would be determined with reference to his duties and responsibilities with the Company, the performance of the Group and prevailing market practices.

Save as disclosed above, Mr. Walton has confirmed that he (i) does not hold any position within the Company or other members of the Group; (ii) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”)) of the Company; (iii) has not held any directorship in public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years; and (iv) does not have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporation which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Mr. Walton has confirmed that (i) he has satisfied all the criteria for independence set out in Rules 3.13(1) to 3.13(8) of the Listing Rules; (ii) he had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there is no other information that need to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend a warm welcome to Mr. Walton for joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

With effect from 1 July 2026, Professor Toshiaki Sakai shall be appointed as a member of the remuneration committee and Professor Keiko Ito shall be appointed as a member of each of the audit committee and nomination committee.

By order of the Board
Kiyotaka Ando
Chief Executive Officer and Executive Director

Hong Kong, 3 June 2026

As at the date of this announcement, Executive Directors are Mr. Kiyotaka Ando, Mr. Shinji Tatsutani, Mr. Kiyoshi Matsuura, Mr. Katsunori Hiroi, Mr. Xi Xiaotong and Mr. Takayuki Yagi; and Independent Nonexecutive Directors are Mr. Masaru Takahashi, Professor Lynne Yukie Nakano, Professor Toshiaki Sakai and Professor Keiko Ito.