



DEL MONTE PACIFIC LIMITED
(Incorporated in the British Virgin Islands)

**DEL MONTE PACIFIC LIMITED BOARD DECISION
REGARDING U.S. SUBSIDIARIES' LITIGATION SETTLEMENT**

*Reference is made to Del Monte Pacific Limited's ("**DMPL**" or the "**Company**") announcement dated 9 April 2025 in relation to the settlement of litigation involving the Company's U.S. subsidiaries ("**9 April 2025 Announcement**"). Unless otherwise defined, all capitalised terms used herein shall bear the same meanings as in the 9 April 2025 Announcement.*

Review and Decision

Following a thorough evaluation of the settlement contribution implications referenced in the 9 April 2025 Announcement stemming from the litigation faced by Del Monte Foods Holdings Limited subsidiaries ("**DMFHL**"), including Del Monte Foods, Inc. ("**DMFI**"), and certain of its directors, DMPL's Board of Directors ("**DMPL Board**") has decided not to provide any monetary contribution to DMFHL's New Term Facility lenders to settle such litigation which had been dismissed with finality by the State of Delaware Court of Chancery.

The DMPL Board's review of the matter carefully considered the effects on the broader DMPL Group, taking into account the macroeconomic conditions in the U.S., DMFI's historical financial performance, DMPL Group's liquidity requirements, and the operational needs of DMPL's Philippine subsidiary, Del Monte Philippines, Inc. ("**DMPI**"). The review also took into account ensuring compliance with lender conditions, mitigating risks associated with increased financial obligations, and safeguarding shareholder interests.

Resulting Impact of Decision

The DMPL Board believes that its decision protects the Company's interests and, importantly, will not disrupt the favourable business operations of its subsidiary DMPI.

As of 31 January 2025, (end of the third quarter), DMPL's net investment value in DMFHL was US\$579¹ million. In addition, DMPL and its affiliates have a net receivable of US\$169 million from DMFHL and its subsidiaries as of the same date. DMPL will

engage a financial adviser to appraise the fair value of its DMFHL investment and any potential impairments. A further update on the financial impact of the valuation and other matters on the Group and its subsidiaries will be provided in due course.

Following DMPL Board's decision not to contribute to the litigation settlement, the New Term Facility lenders - who provided the Settlement Loan that retired the entire 2022 term loan - will now appoint a majority of directors to the boards of DMFHL and its subsidiaries. Additionally, 25% of the Company's equity in DMFHL will be allocated to partially² cover the Settlement Loan.

Potential Investor

The Company is currently in preliminary discussions with a potential investor regarding investment opportunities in DMFHL. These discussions are expected to be protracted, and the New Term Facility lenders have expressed support for this initiative. Should these deliberations result in any material development for the Group, a formal announcement will be made in accordance with applicable disclosure requirements.

Background

As announced on 9 April 2025, the litigation arose from allegations last October 2024 by non-participating U.S. lenders in the New Term Facility in 2024 regarding certain defaults and events of default under the 2022 term loan agreement. DMPL's U.S. subsidiaries contested these claims vigorously, ultimately leading to a settlement that dismissed the lawsuit. Under the settlement terms, DMFI had retired the entire 2022 term loan through the Settlement Loan from a group of other existing lenders. The agreement relating to the Settlement Loan required the Company to contribute up to US\$45 million by 5 May 2025, failing which the New Term Facility lenders would have the right to appoint majority of directors in the boards of DMFHL and its subsidiaries, and up to 25% of the Company's equity in DMFHL would be allocated to partially cover² the Settlement Loan.

By Order of the Board
Antonio Eugenio S. Ungson, Company Secretary
5 May 2025

¹ Total investment since acquisition in 2014 is US\$1 billion.

² The Company's 25% equity stake in DMFHL will be applied to repay approximately 37% of the Settlement Loan. The balance of 63% of the Settlement Loan continues to be a first-out incremental loan due from DMFHL to the New Term Facility lenders. As disclosed in the 9 April 2025 Announcement, the Settlement Loan retired the entire 2022 term loan.