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## **FIRST PACIFIC COMPANY LIMITED**

**第一太平有限公司**

*(Incorporated with limited liability under the laws of Bermuda)*

Website: <http://www.firstpacific.com>

(Stock Code: 00142)

### **OVERSEAS REGULATORY ANNOUNCEMENT**

**Please refer to the attached Public Disclosure filed by PT Indofood Sukses Makmur Tbk (“Indofood”), a 50.1% owned subsidiary of First Pacific Company Limited, with the Indonesia Stock Exchange, in relation to the sale by Indofood of its interest in China Minzhong Food Corporation Limited.**

**Dated this the 26<sup>th</sup> day of April, 2017**

As at the date of this announcement, the board of directors of First Pacific Company Limited comprises the following directors:

***Executive Directors:***

Manuel V. Pangilinan, *Managing Director and CEO*

Edward A. Tortorici

Robert C. Nicholson

***Non-executive Directors:***

Anthoni Salim, *Chairman*

Benny S. Santoso

Tedy Djuhar

Ambassador Albert F. del Rosario

***Independent Non-executive Directors:***

Prof. Edward K.Y. Chen, *GBS, CBE, JP*

Margaret Leung Ko May Yee, *SBS, JP*

Philip Fan Yan Hok

Madeleine Lee Suh Shin

**UNOFFICIAL TRANSLATION**

No. 028/ISM/CS/IV/17

Jakarta, 26 April 2017

Financial Services Authority  
Gedung Soemitro Djojohadikusumo  
Jl. Lapangan Banteng Timur No. 2-4  
Jakarta 10710

**Attn. Ms. Nurhaida, Executive Head - Capital Market Supervisor**  
**Ms. Herlina HES Marpaung, Deputy Director - PKP Real Sector**

PT Bursa Efek Indonesia  
Indonesia Stock Exchange Building, Tower 1 Lantai 4  
Jl. Jend. Sudirman Kav. 52-53, Jakarta 12190  
**Attn. Mr. Tito Sulistio, President Director**  
**Mr. Samsul Hidayat, Director of Companies Appraisal**

PT Kustodian Sentral Efek Indonesia  
Indonesia Stock Exchange Building, Tower 1 Lantai 5  
Jl. Jend. Sudirman Kav. 52-53, Jakarta 12190  
**Attn. Ms. Friderica Widyasari Dewi, President Director**

**Subject: Public Disclosure of PT Indofood Sukses Makmur Tbk**  
**China Minzhong Food Corporation Limited Share Sales**

For and on behalf of the Company, we herewith would like to announce Information or Material Facts as follow:

Company Name	: PT Indofood Sukses Makmur Tbk
Business Activities	: The flour milling industry, which itself is integrated with the Company's subsidiary engaged in the field of consumer branded products; the agribusiness industry, which consist of oil palm plantations and related processing mills, as well as other types of plantations and processing operations; as well as distribution.
Telephone	: (021) 5795 8822
Facsimile	: (021) 5793 7373
E-mail Address	: corporate.secretary@indofood.co.id

1.	Date of Event:  26 April 2017
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2.	<p>Type of Information and Material Facts:</p> <p>Other Information and Material Facts</p>
3.	<p>Description of Information and Material Facts:</p> <p>On 26 April 2017, PT Indofood Sukses Makmur Tbk (the "Company") and China Minzhong Holdings Limited ("CMZ BVI") entered into a sale and purchase agreement regarding the sales of 196,249,971 shares, representing approximately 29.94% of the issued share capital of China Minzhong Food Corporation Limited ("CMZ") owned by the Company ("CMZ Sale Shares"), at a price of SGD1.20 per share to CMZ BVI ("CMZ Share Sales Agreement").</p> <p>The aggregate consideration of SGD235,499,965 payable by CMZ BVI to the Company is to be settled in cash in the following manner:</p> <ol style="list-style-type: none"> <li>a. The sum of SGD82,425,000 shall be paid on or before 26 June 2017 (the "First Installment Date"), being the date falling two (2) months from the execution of the CMZ Shares Sales Agreement;</li> <li>b. The sum of SGD35,325,000 shall be paid on or before the date falling six (6) months from the First Installment Date;</li> <li>c. The sum of SGD47,100,000 shall be paid on or before the date falling twelve (12) months from the First Installment Date; and</li> <li>d. The sum of SGD70,649,965 shall be paid on or before the date falling eighteen (18) months from the First Installment Date.</li> </ol> <p>Completion of the CMZ shares sales took place on 26 April 2017 ("Completion"). Immediately following Completion, the Company has ceased to have any interest in CMZ.</p> <p>In accordance with the requirements of the CMZ Share Sales Agreement, at Completion, CMZ BVI executed a share charge over all the CMZ Sale Shares in favor of the Company. In addition, Mr. Lin Guo Rong and Mr. Siek Wei Ting who are Directors of CMZ BVI, and Mr. Liu Wen Wen who is the son of Mr. Lin Guo Rong, as well as Ms. Lin Xiu Qin and Ms. Zhu Li who are the respective spouses of Mr. Lin Guo Rong and Mr. Liu Wen Wen, executed personal guarantee in favor of the Company.</p> <p>The rationale of this transaction is that the return on the Company's investment in CMZ has been lower than originally anticipated, principally due to the weak macroeconomic conditions globally, including in the People's Republic of China. The Company believes that the sale of CMZ Sale Shares is a good opportunity to further strengthen its financial position, and is therefore beneficial to the Company.</p> <p>This transaction is not a material transaction as stipulated in the Regulation No. IX.E.2 Attachment of the Decree of Capital Market and Financial Institutions Supervisory Agency ("Bapepam-LK") Chairman No.: Kep-614/BL/2011 dated 28 November 2011 regarding Material Transaction and Changing in Core Business. This transaction is also not an affiliated transaction and conflict of interest as stipulated in Regulation No. IX.E.1 Attachment of the</p>

	Decree of Bapepam-LK Chairman No.: Kep-412/BL/2009 dated 25 November 2009 regarding Transaction with Affiliated Parties and Conflict of Interest on Certain Transaction.
4.	The impact of the event, information or material facts to the operational activities, legal, financial condition or the Company's business:  -
5.	Others:  -

Thank you for your kind attention.

Sincerely,  
**PT INDOFOOD SUKSES MAKMUR Tbk**

**Elly Putranti**  
**Corporate Secretary**

C.c. The Indonesia Capital Market Institute