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**FIRST PACIFIC COMPANY LIMITED**

**第一太平**

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

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

**(Stock Code: 00142)**

### **OVERSEAS REGULATORY ANNOUNCEMENT**

*(This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.)*

**Please refer to the attached SEC Form 17-C filed by Metro Pacific Investments Corporation (“MPIC”) with the Philippine Stock Exchange (“PSE”), disclosing its Official Statement with respect to the acquisition by MPIC of 6.6% Shares in Manila Electric Company held by First Philippine Holdings Corporation.**

**Dated this the 8<sup>th</sup> day of February, 2010**

As at the date of this announcement, the Board of Directors of First Pacific Company Limited comprises the following Directors:

Anthoni Salim, *Chairman*  
Manuel V. Pangilinan, *Managing Director and CEO*  
Edward A. Tortorici  
Robert C. Nicholson  
Ambassador Albert F. del Rosario  
Napoleon L. Nazareno  
Professor Edward K.Y. Chen\*, *GBS, CBE, JP*

Tedy Djuhar  
Sutanto Djuhar  
Ibrahim Risjad  
Benny S. Santoso  
Graham L. Pickles\*  
Sir David W.C. Tang\*, *KBE*  
Jun Tang\*

*\*Independent Non-executive Directors*

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. **08 February 2010**  
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200604494**
3. BIR Tax Identification No. **244-520-457-000**
4. **METRO PACIFIC INVESTMENTS CORPORATION**  
Exact name of issuer as specified in its charter
5. **METRO MANILA, PHILIPPINES**  
Province, country or other jurisdiction of incorporation
6.  (SEC Use Only)  
Industry Classification Code:
7. **10<sup>th</sup> Floor, MGO BUILDING, LEGAZPI COR. DELA ROSA STREETS, LEGAZPI VILLAGE, MAKATI CITY, METRO MANILA, PHILIPPINES**  
.....  
Address of principal office Postal Code
8. **(632) 888-0888**  
Issuer's telephone number, including area code
9. **NA**  
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
<b>COMMON SHARES OF STOCK</b>	<b>20,128,154,522*</b>

*\*as reported by the stock transfer agent as of 31 December 2009.*

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

Item 9. Other Items

**Please see attached Official Statement.**

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.

METRO PACIFIC INVESTMENTS CORPORATION  
MPIC or Issuer

08 February 2010  
Date



.....  
JOSE MA. K. LIM  
President & CEO



## **MPIC OFFICIAL STATEMENT**

Manila, Philippines 08<sup>th</sup> February 2010 - Metro Pacific Investments Corporation ("MPIC") and First Philippine Holdings Corporation ("FPHC") have announced on 29<sup>th</sup> January 2010 the extension of the deadline for the grant of the Call Option under the Term Sheet dated 5<sup>th</sup> November 2009 to 28<sup>th</sup> February 2010 with respect to the acquisition by MPIC of 6.6% Meralco Shares held by FPHC.

Funding for these 6.6% Meralco Shares have been agreed with a syndicate of banks and with First Pacific Company Limited ("FPC"), MPIC's principal shareholder, subject to the requisite Board approvals and documentation. This will enable MPIC to fund the acquisition of the 6.6% Meralco Shares should it decide to exercise the Call Option.

MPIC and Pilipino Telephone Corporation ("PILTEL") are presently in discussion with regard to a proposed combination and reorganization of their respective shareholdings in Meralco, with a view to consolidating their Meralco shareholdings in a new holding company ("Newco"). The terms of the reorganization are being finalized by MPIC and PILTEL and an announcement in this regard will be made shortly. Both parties are in the process of finalizing the required documentation and obtaining the necessary consents.

In the meantime, the Standstill Arrangement with the Lopez Group under the Amended, Consolidated and Restated Cooperation Agreement between the MPIC/PILTEL Group and the Lopez Group, serves to stabilize the ownership of Meralco. Under the Standstill Arrangement, the Lopez Group agreed that for a period of three (3) years, it will not sell or transfer any shares of voting common stock in Meralco which it owns except to MPIC (subject to permitted sale of insignificant number of Meralco shares to third persons under certain conditions).