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## **FIRST PACIFIC COMPANY LIMITED**

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

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

**(Stock Code: 00142)**

### **ANNUAL GENERAL MEETING HELD ON 31 MAY 2012 POLL RESULTS AND ADOPTION OF A NEW SHARE OPTION SCHEME**

At the Annual General Meeting of First Pacific Company Limited (the “Company”) held at The Tian & Di Room, 7th Floor, The Landmark Mandarin Oriental Hong Kong, 15 Queen’s Road Central, The Landmark, Central, Hong Kong at 3:00 p.m. on Thursday, 31 May 2012 (the “AGM”), a poll was demanded by the Chairman for voting on all the proposed resolutions, as set out in the Notice of AGM dated 27 April 2012.

As at the date of AGM, the total number of shares in issue entitling the holders to attend and vote for or against all the resolutions at the AGM was 3,831,159,542 shares. No shareholders were required to abstain from voting on any of the proposed resolutions at the AGM.

All the resolutions, which were voted on by poll, were approved by the shareholders. The vote-taking at the AGM was scrutinised by Computershare Hong Kong Investor Services Limited, the Company’s Hong Kong Branch Share Registrar. The poll results in respect of the resolutions were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the Audited Accounts and the Reports of the Directors and Independent Auditors for the year ended 31 December 2011.	3,257,248,032 99.582440%	13,658,000 0.417560%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
2.	To declare a final cash dividend of HK13.00 cents (US1.67 cents) per ordinary share for the year ended 31 December 2011.	3,270,304,464 99.981167%	616,000 0.018833%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
3.	To re-appoint Ernst & Young as Auditors of the Company and to authorize the board of directors of the Company (the "Board") or its designated Board committee to fix their remuneration.	3,270,920,464 99.999877%	4,018 0.000123%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
4.(i)	To re-elect Mr. Anthoni Salim as a Non-executive Director of the Company for a fixed term of approximately three years, commencing on the date of the AGM and expiring at the conclusion of the annual general meeting of the Company to be held in the third year following the year of his re-election (being 2015).	3,063,225,391 93.650141%	207,699,090 6.349859%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
4.(ii)	To re-elect Mr. Tedy Djuhar as a Non-executive Director of the Company for a fixed term of approximately one year, commencing on the date of the AGM and expiring at the conclusion of the annual general meeting of the Company to be held one year following the year of his re-election (being 2013).	3,232,000,901 98.810013%	38,923,581 1.189987%
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		

Ordinary Resolutions		Number of Votes (%)	
		For	Against
5.	To authorize the Board or its designated Board committee to fix the remuneration of the Executive Directors pursuant to the Company's Bye-laws; and to fix the remuneration of the Non-executive Directors (including the Independent Non-executive Directors) at the sum of US\$5,000 for each meeting attended.	3,268,894,724 99.977428%	738,018 0.022572%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
6.	To authorize the Board to appoint additional directors as an addition to the Board.	3,252,712,304 99.493630%	16,554,600 0.506370%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
7.	To approve and adopt the new share option scheme of the Company.	2,368,173,445 72.400916%	902,742,957 27.599084%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
8.	To approve the increase of authorized share capital to US\$60,000,000.00 divided into 6,000,000,000 Shares of US\$0.01 each.	3,265,662,941 99.889640%	3,607,981 0.110360%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
9.	To grant a general mandate to the Directors to allot, issue and deal with additional shares in the Company not exceeding 10% of the Company's issued share capital, as described in the AGM Notice.	1,948,314,311 59.564638%	1,322,610,170 40.435362%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
10.	To grant a general mandate to the Directors to exercise all the powers of the Company to repurchase shares in the Company not exceeding 10% of the Company's issued share capital, as described in the AGM Notice.	3,269,628,724 99.999877%	4,018 0.000123%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
11.	To approve the addition of the aggregate nominal amount of shares repurchased pursuant to Resolution (10) above to the aggregate nominal amount of share capital which may be allotted and issued pursuant to Resolution (9) above.	1,954,953,324 59.767608%	1,315,971,157 40.232392%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
<b>Special Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
12.	To approve the amendments to the existing Bye-laws of the Company, as described in the AGM Notice.	3,265,544,017 99.886174%	3,721,281 0.113826%
As not less than 75% of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			
13.	To adopt an official Chinese name of the Company.	3,268,384,779 100.000000%	0 0.000000%
As not less than 75% of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			

### **ADOPTION OF A NEW SHARE OPTION SCHEME**

In accordance with Rule 17.02(1)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Company announces that, as set out above, the ordinary resolution approving the adoption of the Share Option Scheme (a summary of its principal terms are set out in the Company's AGM circular dated 27 April 2012) was duly passed by the shareholders of the Company at the AGM.

By Order of the Board  
**First Pacific Company Limited**  
**Nancy L.M. Li**  
*Company Secretary*

Hong Kong, 31 May 2012

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

Anthoni Salim, *Chairman*

Manuel V. Pangilinan, *Managing Director and CEO*

Edward A. Tortorici

Robert C. Nicholson

Graham L. Pickles\*

Professor Edward K.Y. Chen\*, *GBS, CBE, JP*

Tedy Djuhar

Benny S. Santoso

Napoleon L. Nazareno

Jun Tang\*

Dr. Christine K.W. Loh\*, *JP, OBE,*  
*Chevalier de l'Ordre National du Merite*

\* *Independent Non-executive Directors*