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## **FIRST PACIFIC COMPANY LIMITED**

### **第一太平洋有限公司**

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

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

(Stock Code: 00142)

## **FURTHER UPDATE IN RELATION TO PROPOSAL BY FIRST PACIFIC AND WILMAR TO ACQUIRE THE ENTIRE ISSUED SHARE CAPITAL OF GOODMAN FIELDER BY WAY OF SCHEME OF ARRANGEMENT**

### **DISCLOSEABLE TRANSACTION**

Reference is made to the announcement of First Pacific Company Limited (the “**Company**” or “**First Pacific**”) dated 28 April 2014 relating to a proposal made by the Company and Wilmar International Limited (“**Wilmar**”) to Goodman Fielder Limited (“**Goodman Fielder**”) to acquire the entire issued share capital of Goodman Fielder by way of a scheme of arrangement. Reference is also made to the Company’s further announcements dated 15 May 2014, 16 May 2014, 2 July 2014, 8 September 2014 and 25 September 2014, updating shareholders with further information in relation to that proposal.

The Company’s announcement dated 2 July 2014 envisaged that implementation of the scheme of arrangement would occur after all required regulatory approvals have been obtained and all other conditions precedent have been satisfied.

The Company has been informed by the Australian Foreign Investment Review Board that it has no objection to the proposed acquisition of Goodman Fielder by the Company and Wilmar (“**FIRB Approval**”).

FIRB Approval was the last condition remaining to be satisfied before Oceanica Developments Limited (a wholly owned subsidiary of the Company) could complete its acquisition of a further 97,777,960 Goodman Fielder shares under share purchase agreements with Perpetual Investment Management Limited and Ellerston Capital Limited dated 15 May 2014. This acquisition will complete on or about Friday, 24 October 2014 and will take First Pacific's shareholding to 9.8% which, together with Wilmar's existing shareholding, will give Wilmar and the Company a combined Goodman Fielder shareholding of 19.9%.

The Company and Wilmar are continuing to progress the other required regulatory approvals described in the Company's 2 July 2014 announcement.

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

Hong Kong, 21 October 2014

As at the date of this announcement, the Board 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

Napoleon L. Nazareno

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

Graham L. Pickles

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

Margaret Leung Ko May Yee, *SBS, JP*

Philip Fan Yan Hok