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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)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT a special general meeting (the “**SGM**”) of First Pacific Company Limited (the “**Company**”) will be held at The Tian & Di Room, 7th Floor, The Landmark Mandarin Oriental Hong Kong, 15 Queen’s Road Central, The Landmark, Central, Hong Kong on Monday, 23 January 2017 at 3:00 p.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following three resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. **THAT** each of the continuing connected transactions and the related new annual caps for each of the years ending 31 December 2017, 2018 and 2019 relating to the noodles business carried on by PT Indofood Sukses Makmur Tbk (“**Indofood**”) and its subsidiaries, as described in Table A on pages 11 to 12 of the “Letter from the Board” section of the circular of the Company dated 30 December 2016 (the “**Circular**”), be and are hereby approved and any director of the Company be and is hereby authorized to do all such further acts and things and execute and/or approve all such further documents which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such transactions;
2. **THAT** each of the continuing connected transactions and the related new annual caps for each of the years ending 31 December 2017, 2018 and 2019 relating to the plantations business carried on by Indofood and its subsidiaries, as described in Table B on pages 21 to 23 of the “Letter from the Board” section of the Circular, be and are hereby approved and any director of the Company be and is hereby authorised to do all such further acts and things and execute and/or approve all such further documents which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such transactions; and

3. **THAT** each of the continuing connected transactions and the related new annual caps for each of the years ending 31 December 2017, 2018 and 2019 relating to the distribution business carried on by Indofood and its subsidiaries, as described in Table C on page 43 of the “Letter from the Board” section of the Circular, be and are hereby approved and any director of the Company be and is hereby authorised to do all such further acts and things and execute and/or approve all such further documents which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such transactions.

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

Hong Kong, 30 December 2016

Principal Office:

24th Floor, Two Exchange Square
8 Connaught Place
Central
Hong Kong

Registered Office:

Canon’s Court
22 Victoria Street
Hamilton HM12
Bermuda

Explanatory Notes to the SGM Notice:

1. For the purpose of determining the identity of the Company’s shareholders who are entitled to attend and vote at the SGM, the Company’s Register of Members will be closed from Thursday, 19 January 2017 to Monday, 23 January 2017, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for attending and voting at the SGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company’s Hong Kong Branch Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, 18 January 2017.
2. Every member entitled to attend and vote at the SGM is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a member of the Company.
3. A Form of Proxy for use at the SGM is enclosed with the circular which contains the SGM Notice. The Form of Proxy will also be published on the website of the Stock Exchange and can also be downloaded from the Company’s website: <http://www.firstpacific.com>.
4. In order to be valid, the Form of Proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or other authority must be deposited at the principal office of the Company (Attention: Corporate Secretarial Department) not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
5. The English text of the Circular shall prevail over the Chinese text in case of any inconsistency.

As at the date of this announcement, the Board of Directors of the Company 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