

27th April 1999

**FIRST PACIFIC RESTRUCTURES INDOFOOD ACQUISITION WITH
NISSIN FOOD; NOW SEEKS TO PROCEED INDEPENDENTLY**

First Pacific announced today that its proposal to acquire, together with Nissin Food Products Co., 60 per cent of PT Indofood Sukses Makmur Tbk from the Salim family and several associated investors will not go ahead, and that it now intends to proceed independently with the transaction.

Following the inability of the companies to secure consents and waivers from Indofood's creditor banks, First Pacific intends to develop a plan to independently acquire the 30 per cent attributable interest it had sought in Indofood, and to possibly acquire further shares in the company.

First Pacific intends to proceed with any new transaction in a timely manner and on the similar pricing terms as the original proposal, which was announced on 16th December 1998.

This proposal valued Indofood at US\$950 million, compared with its market capitalization of US\$1,256 million, based on Monday's close. In current rupiah terms, the proposal priced the Indofood shares at IDR4,462 each, representing a 24 per cent discount to Monday's close of IDR5,900 and a 23 per cent discount to the price of IDR5,800 at which the Indonesian Government sold last week its remaining 4.7 per cent holding in the company.

As First Pacific is 53.5 per cent held by the Salim family and its associated investors, any modified proposal would require approval by First Pacific's minority shareholders. The previously announced proposal was approved on 5th February by more than 99.9 per cent of those minority shareholders who cast votes.

First Pacific's Managing Director, Thomas Yasuda, said: "It is regrettable that the original proposal, as previously approved by our shareholders, could not proceed. Notwithstanding the difficulties we have encountered in receiving third-party consents, we still feel that the acquisition of 30 per cent in Indofood, and possibly more, would be extremely positive for our company.

"We are optimistic that First Pacific will be able to obtain sufficient consents and waivers to enable us to proceed with any such transaction on its own.

"Indofood's healthy performance so far this year underscores our belief in its solid market position and strong management team. Sales of instant noodles, its largest single business, have averaged around 155 million packets a week - well ahead of last year's pace and back to the levels recorded before Indonesia entered its current economic crisis," he said.

A proposal for the restructured transaction will be developed in a timely manner and First Pacific will seek to present it to the Group's minority shareholders within the current year. Any plan to acquire shares beyond the original 30 per cent would be subject to contractual restraints.

In the meantime, Nissin Food will continue to participate in Indofood's development through its joint venture, PT Nissinmas, which produces instant noodles under Nissin's brand names for sale in the domestic market. The venture is owned 49 per cent by Nissin Food, 49 per cent by Indofood and 2 per cent by Nissho Iwai of Japan.