



# FIRST PACIFIC COMPANY LIMITED

*(Incorporated in Bermuda with limited liability)*

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

(Stock Code: 00142)

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting of First Pacific Company Limited (the “**Company**”) will be held at 10:30 a.m. on Wednesday, 20th June 2007 at 24th Floor, Two Exchange Square, 8 Connaught Place, Central, Hong Kong to consider and, if thought fit, approve, with or without modifications, the following resolutions as ordinary resolutions of the Company:–

1. THAT the agreements relating to the provision of related technical services and the licensing of related trademarks by Indofood (as defined in the Circular) from time to time to SAWAB (as more particularly described in Table A set out on page 9 of the Letter from the Board section of the circular issued by the Company on the date hereof to its shareholders (the “**Circular**”) and the agreements relating to the provision of raw materials or finished and packaging products by the Indofood Group to SAWAB (as more particularly described in the Letter from the Board section of the Circular) (together the “**SAWAB Agreements**”) and the Annual Caps (as defined in the Circular) in respect of the years 2007, 2008 and 2009 in respect of the SAWAB Agreements be and are hereby approved;
2. THAT the renewal, for a further term of three years, of the sale and supply agreement entered into between FID (as defined in the Circular) and DUFIL (as defined in the Circular), which is due to expire in 2008, (as more particularly described in Table B set out on page 11 of the Letter from the Board section of the Circular), the performance of the transactions contemplated by that agreement and the Annual Caps (as defined in the Circular) in respect of the financial years ending 31st December 2008 and 2009, applicable to that agreement as set out in the Circular be and are each hereby approved and that any director of the Company be and is hereby authorised to do such further acts and things and execute further documents and take all such steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such agreement;
3. THAT the renewal, for a further term of three years, of the sale and supply agreement entered into between CKA (as defined in the Circular) and DUFIL (as defined in the Circular), which is due to expire in 2008, (as more particularly described in Table B set out on page 11 of the Letter from the Board section of the Circular), the performance of the transactions contemplated by that agreement and the Annual Caps (as defined in the Circular) in respect of the financial years ending 31st December 2008 and 2009, applicable to that agreement as set out in the Circular be and are each hereby approved and that any director of the Company be and is hereby authorised to do such further acts and things and execute further documents and take all such steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such agreement;
4. THAT the Annual Cap in respect of the financial year ending 31st December 2009 in respect of the agreement to be entered into between Indofood (as defined in the Circular) and DUFIL (as defined in the Circular) in respect of trademark licensing and technical assistance services (as more particularly described in Table B set out on page 11 of the Letter from the Board section of the Circular), be and is hereby approved;
5. THAT the renewal, for a further term of three years, of the sale and supply agreement entered into between FID (as defined in the Circular) and Pinehill (as defined in the Circular), which is due to expire in 2008, (as more particularly described in Table B set out on page 11 of the Letter from the Board section of the Circular), the performance of the transactions contemplated by that agreement and the Annual Caps (as defined in the Circular) in respect of the financial years ending 31st December 2007, 2008 and 2009, applicable to that agreement as set out in the Circular be and are each hereby approved and that any director of the Company be and is hereby authorised to do such further acts and things and execute further documents and take all such steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such agreement;
6. THAT the renewal, for a further term of three years, of the sale and supply agreement entered into between CKA (as defined in the Circular) and Pinehill (as defined in the Circular), which is due to expire in 2008, (as more particularly described in Table B set out on page 11 of the Letter from the Board section of the Circular), the performance of the transactions contemplated by that agreement and the Annual Caps (as defined in the Circular) in respect of the financial years ending 31st December 2007, 2008 and 2009, applicable to that agreement as set out in the Circular be and are each hereby approved and that any director of the Company be and is hereby authorised to do such further acts and things and execute further documents and take all such steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such agreement;
7. THAT the Annual Cap in respect of the financial year ending 31st December 2009 in respect of the agreement in respect of trademark licensing entered into between Indofood (as defined in the Circular) and Pinehill (as defined in the Circular) (as more particularly described in Table B set out on page 11 of the Letter from the Board section of the Circular), be and is hereby approved;
8. THAT the agreement in respect of provision of technical assistance services entered into between PIPS (as defined in the Circular) and Pinehill (as defined in the Circular), which is due to expire in 2008, (as more particularly described in Table B set out on page 12 of the Letter from the Board contained in the Circular), the performance of the transactions contemplated by that agreement and the Annual Caps (as defined in the Circular) in respect of the financial years ending 31st December 2007, 2008 and 2009, applicable to that agreement as set out in the Circular be and are each hereby approved and that any director of the Company be and is hereby authorised to do such further acts and things and execute further documents and take all such steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such agreement; and

9. THAT the Noodles Supply and Services Agreement to be entered into between Indofood (as defined in the Circular) and SWGL (as defined in the Circular) in respect of Egypt, Sudan and Yemen, in relation to certain continuing connected transactions between those parties and/or members of their respective groups in respect of the noodles business transactions carried on by the Indofood group of companies (as more particularly described in Table E set out on page 21 of the Letter from the Board section of the Circular), the performance of the transactions contemplated by those agreements and the Annual Caps (as defined in the Circular) applicable to that agreement as set out in the Circular be and are each hereby approved and that any director of the Company be and is hereby authorised to do such further acts and things and execute further documents and take all such steps which in his opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of those agreements.

By Order of the Board  
**FIRST PACIFIC COMPANY LIMITED**  
**Nancy L.M. Li**  
*Company Secretary*

Hong Kong  
30th May 2007

As at the date of this announcement, the board of directors of First Pacific 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

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

Tedy Djuhar

Sutanto Djuhar

Ibrahim Risjad

Benny S. Santoso

Graham L. Pickles\*

David W.C. Tang\*, *OBE, Chevalier de L'Ordre des Arts et des Lettres*

\* *Independent Non-executive Directors*

“Please also refer to the published version of this announcement in South China Morning Post.”