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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: 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 as a virtual meeting using electronic system, organised at the Company’s principal office in Hong Kong on Friday, 9 December 2022 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 2023, 2024 and 2025 (as applicable) relating to the plantations business carried on by PT Indofood Sukses Makmur Tbk (“Indofood”) and its subsidiaries (the “**2023-2025 Plantations Business Transactions**”), as described in Table A on pages 10 to 11 of the “Letter from the Board” section of the circular of the Company dated 24 November 2022 (the “**Circular**”), be and are hereby approved, the board of directors of the Company (the “**Board**”) be and is hereby authorised and empowered to adjust the annual caps of each of the 2023-2025 Plantations Business Transactions within the respective aggregated annual caps for 2023, 2024 and 2025 as may be necessary in the interests of the Indofood Group, 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;

2. **THAT** each of the continuing connected transactions and the related new annual caps for each of the years ending 31 December 2023, 2024 and 2025 (as applicable) relating to the distribution business carried on by Indofood and its subsidiaries (the “**2023-2025 Distribution Business Transactions**”), as described in Table B on pages 25 to 26 of the “Letter from the Board” section of the Circular, be and are hereby approved, the Board be and is hereby authorised and empowered to adjust the annual caps of each of the 2023-2025 Distribution Business Transactions within the respective aggregated annual caps for 2023, 2024 and 2025 as may be necessary in the interests of the Indofood Group, 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 2023, 2024 and 2025 (as applicable) relating to the flour business carried on by Indofood and its subsidiaries (the “**2023-2025 Flour Business Transactions**”), as described in Table C on pages 37 to 39 of the “Letter from the Board” section of the Circular, be and are hereby approved, the Board be and is hereby authorised and empowered to adjust the annual caps of each of the 2023-2025 Flour Business Transactions within the respective aggregated annual caps for 2023, 2024 and 2025 as may be necessary in the interests of the Indofood Group, 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
First Pacific Company Limited
Chiu Wing Man, Fiona
General Counsel and Company Secretary

Hong Kong, 24 November 2022

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

Registered Office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Explanatory Notes to the SGM Notice:

1. As set out in the section headed “SPECIAL ARRANGEMENTS FOR THE SGM” of this circular (of which this notice forms part), the SGM will be a virtual meeting using electronic system, organised at the Company’s principal office in Hong Kong which allows shareholders of the Company to participate and vote through the online platform for the SGM (the “**Online Platform**”). Every member entitled to participate and vote at the SGM through the Online Platform is entitled to appoint one or more proxies to participate and vote instead of him/her. A proxy need not be a member of the Company.
2. For the purpose of determining the identity of the Company’s shareholders who are entitled to participate and vote at the SGM, the Company’s register of members will be closed from Wednesday, 7 December 2022 to Friday, 9 December 2022, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for participating 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 share 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 Tuesday, 6 December 2022.
3. A form of proxy for use at the SGM is enclosed with the Company’s circular dated 24 November 2022 of which this Notice of SGM forms part. The form of proxy will also be published on the website of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (www.hkexnews.hk) and can also be downloaded from the Company’s website (www.firstpacific.com).
4. In the case of joint holders, only ONE PAIR of login details for accessing the Online Platform will be provided. Any one of such joint holders may participate and vote in respect of such share(s) as if he/she was solely entitled thereto.
5. 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 authority must be deposited at the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the SGM or any adjournment thereof.
6. Whether or not you propose to participate at the SGM through the Online Platform, you are strongly urged to complete and return the form of proxy in accordance with the instructions printed thereon. Completion and return of the form of proxy will not preclude you from participating and voting through the Online Platform at the SGM if you so wish. In the event that you participate and vote through the Online Platform at the SGM after having lodged the form of proxy, it will be deemed to have been revoked.
7. If a Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is in force at or at any time after 12:30 p.m. on the date of the SGM, the SGM will be adjourned. The Company will post an announcement on the website of the Stock Exchange (www.hkexnews.hk) and its website (www.firstpacific.com) notifying its shareholders of the date, time and place of the adjourned meeting.

The SGM will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force.

8. 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 Chief Executive Officer*
Christopher H. Young

Non-executive Directors:

Anthoni Salim, *Chairman*
Benny S. Santoso
Axton Salim

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
Blair Chilton Pickerell