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FIRST PACIFIC COMPANY LIMITED

第一太平

(Incorporated with limited liability under the laws of Bermuda)

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

(Stock Code: 00142)

OVERSEAS REGULATORY ANNOUNCEMENT

(This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.)

Please refer to the attached filing made by PT. Indofood Sukses Makmur Tbk (“Indofood”), a 50.1% owned subsidiary of First Pacific Company Limited to the Indonesian Stock Exchange, in relation to the proposed internal restructuring of Indofood.

Dated this the 28th day of October 2009

As at the date of this announcement, the board of directors of First Pacific Company Limited 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
Napoleon L. Nazareno
Professor Edward K.Y. Chen*, *GBS, CBE, JP*

Tedy Djuhar
Sutanto Djuhar
Ibrahim Risjad
Benny S. Santoso
Graham L. Pickles*
Sir David W.C. Tang*, *KBE*

** Independent Non-executive Directors*

UNOFFICIAL TRANSLATION

No. 074/ISM/CS/X/09

Jakarta, 28 October 2009

Indonesia Capital Market & Financial Institution Supervisory Agency
Gedung Departemen Keuangan RI, 3rd Floor
Jl. Dr. Wahidin Raya No. 1, Jakarta
Attn.: Dr. A. Fuad Rahmany, Chairman
Drs. Anis Baridwan, MBA, Head of Bureau of PKP – Real Sector

PT Bursa Efek Indonesia
Indonesia Stock Exchange Building, Tower 1, 4th Floor
Jl. Jend. Sudirman Kav. 52-53, Jakarta 12190
Attn.: Mr. Ito Warsito, President Director
Mr. Eddy Sugito, Director of Companies Appraisal

Kustodian Sentral Efek Indonesia
Indonesia Stock Exchange Building, Tower 1, 5th Floor
Jl. Jend. Sudirman Kav. 52-53, Jakarta 12190
Attn.: Mr. Ananta Wiyogo, President Director

Re.: Disclosure of PT Indofood Sukses Makmur Tbk (“Company”)

Dear Sirs/Madam,

Following the Company announcement No. 067/ISM/CS/IX/09, dated September 3rd, 2009 in relation to the proposed internal restructuring, we wish to announce that the Company intends to consolidate the entire consumer branded product segments into PT Indofood CBP Sukses Makmur (“Indofood CBP”), a wholly owned subsidiary of the Company, by way of :

1. Transfer of Shares (“Proposed Transfer”)
The Company shall transfer to Indofood CBP, all of its shares and its outstanding non interest bearing loan (if any) in the following companies:
 - a. The 51% of the total issued shares of PT Indofood Fritolay Makmur
 - b. The 100% of the total issued shares of Drayton Pte. Ltd. (“Drayton”), which owns indirectly the 68,57% of the total issued shares of PT Indolakto; including Rp. 1,091,329,500,000. Convertible Bond issued by Drayton;
 - c. The 60% of the total issued shares of PT Surya Rengo Containers;
 - d. The 50% of the total issued shares of PT Nestle Indofood Citarasa Indonesia;
 - e. The 100% of the total issued shares of Indofood (M) Food Industries Sdn Bhd (“IMFI”) including the outstanding non-interest bearing loan as of September 30, 2009 of USD 3.094.486 owing by IMFI to the Company;

The Proposed Transfer is subject to among others:

- approval through a general meeting of shareholders of each respective subsidiaries if so required in their articles of association and/or the joint venture agreement of respective subsidiaries;
- approval from Capital Investment Coordinating Board (“BKPM”) for the joint venture subsidiaries in connection with the change of shareholders;
- consent/notice on the Proposed Transfer from/to the creditors of the Company and/or Indofood CBP if so required in each respective loan agreement between the Company and/or Indofood CBP and its respective creditors.

2. Merger (“Proposed Merger”) of the following companies:

- a. Indofood CBP
 - b. PT Gizindo Primanusantara (“GPN”)
 - c. PT Indosentra Pelangi (“ISP”)
 - d. PT Cipta Kemas Abadi (“CKA”)
 - e. PT Indobiskuit Mandiri Makmur (“IMM”)
- (GPN, ISP, CKA and IMM hereinafter referred to as the “Merged Companies”).

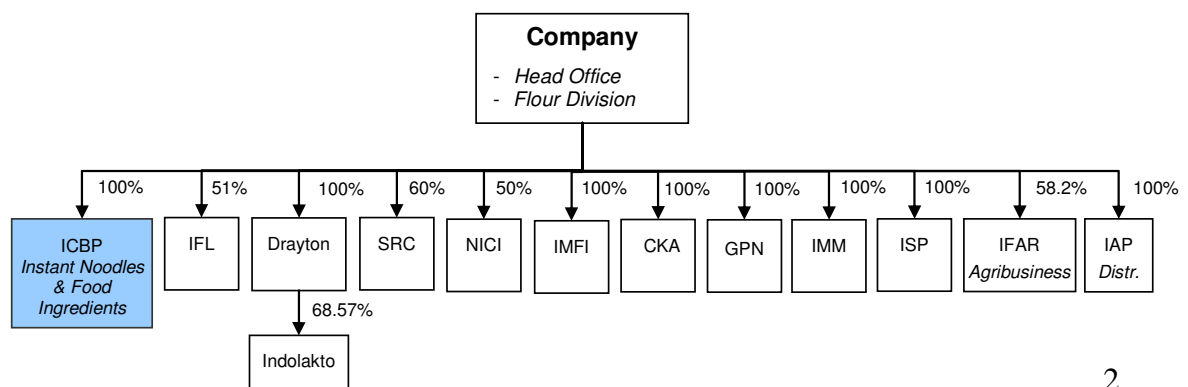
Indofood CBP will be the surviving company receiving all assets, liabilities, operations, as well as rights and obligations of Merged Companies and continue its business and businesses of the Merged Companies, while the Merged Companies will be dissolved by virtue of law without being liquidated.

The Proposed merger is subject to among others:

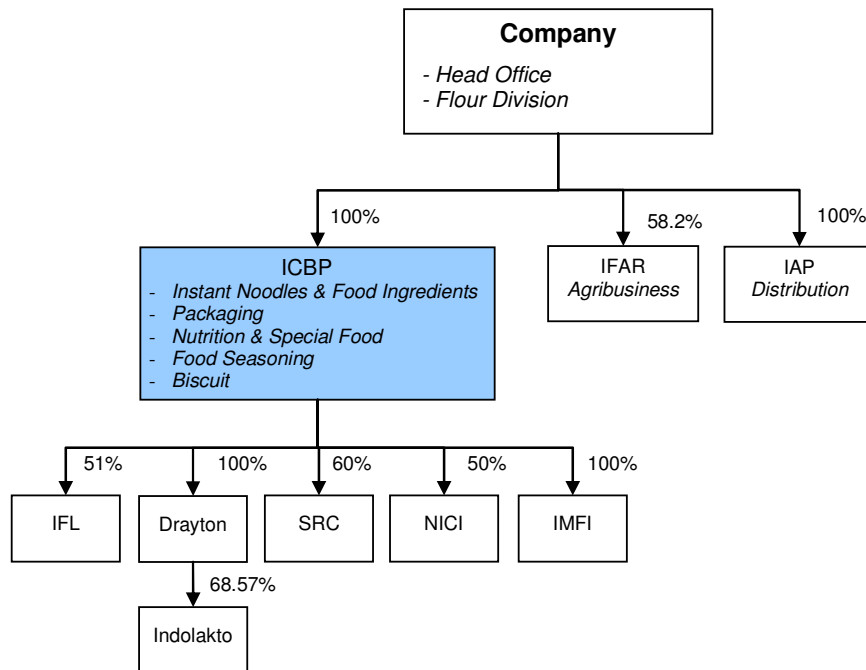
- approval from BKPM for Indofood CBP and the Merged Companies;
- consent/notice on the Proposed Merger from/to the creditors of the Company and/or Indofood CBP and/or Merged Companies if so required in each respective loan agreement between the Company and/or Indofood CBP or the Merged Companies and their respective creditors;
- approval from the general meeting of shareholders of each Merged Companies as well as Indofood CBP related to the Proposed Merger;
- registration with Department of Industry on the acceptance notice from the Ministry of Justice and Human Right of Republic of Indonesia related to the issuance of new shares of Indofood CBP to the Company as a result of Proposed Merger;
- approval from the Tax Authority on the use of book value for the Proposed Merger.

The shareholding structure before and after the Proposed Transfer and Proposed Merger as follows:

Before the Proposed Transfer and Proposed Merger



After the Proposed Transfer and Proposed Merger



The Company will make further announcement in relation to the detail of above transactions in due course.

Thank you for your kind attention.

Sincerely,
PT INDOFOOD SUKSES MAKMUR Tbk

Werianty Setiawan
Director & Corporate Secretary