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The securities described herein will be sold in accordance with all applicable laws and regulations.



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)

DESPATCH OF PROSPECTUS DOCUMENTS AND ADJUSTMENTS TO THE SHARE OPTIONS

The Company is pleased to announce that the Prospectus Documents were despatched to the Qualifying Shareholders today. The Prospectus (without the provisional allotment letter for the Rights Shares (or PAL) or a form of application for excess Rights Shares (or EAF)) has been despatched to certain Non-Qualifying Shareholders for information purposes only. Details of the despatch arrangements are set out below.

Qualifying Shareholders are reminded that the latest time for acceptance of and payment for Rights Shares and for application and payment for excess Rights Shares is 4:00 p.m. on Wednesday, 3 July 2013.

The issuance of the Rights Shares will cause an adjustment to the number and exercise prices of the Company's outstanding Share Options. Details of the adjustments as certified by the Company's auditors are set out below.

Reference is made to the announcement of First Pacific Company Limited (the "**Company**") dated 27 May 2013 in relation to a proposed Rights Issue of not less than 479,417,747 Rights Shares and not more than 491,036,788 Rights Shares to the Qualifying Shareholders on the basis of one Rights Share for every eight Existing Shares held at 5:00 p.m. on the Record Date, and the further announcement of the Company dated 13 June 2013 in relation to the revised Rights Issue timetable (collectively the "**Announcements**").

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Prospectus issued by the Company in relation to the Rights Issue, as referred to in the Announcements.

Despatch of Prospectus Documents

The Company is pleased to announce that the Prospectus Documents were despatched today to the Qualifying Shareholders whose names appeared on the register of members of the Company at 5:00 p.m. on Thursday, 13 June 2013, which was the Record Date for the Rights Issue, as referred to in the Announcements.

The Prospectus and forms of PAL and EAF have been made available on the websites of the Company (www.firstpacific.com) and the Stock Exchange (www.hkexnews.hk) for information only.

Important Notice

As set forth in the Prospectus Documents for the captioned Rights Issue by the Company, there are restrictions on the distribution of these materials to Non-Qualifying Shareholders.

In particular, Shareholders and investors are advised that there are restrictions on the further distribution of these materials to beneficial owners of our Shares located in the US, the UK, Canada and Saudi Arabia and these materials may not be distributed to such beneficial owners except certain categories of such beneficial owners who comply with the applicable procedural requirements set forth in the sections of the Prospectus headed "Distribution of this Prospectus and the other Prospectus Documents", "Non-Qualifying Shareholders", "Non-Qualifying Beneficial Owners" and "Limited categories of persons in the Specified Territories who may be able to take up their rights under the Rights Issue".

Please feel free to contact the Company Secretary at the contact details given on page 24 of the Prospectus with any questions or comments.

Distribution of the Prospectus Documents

The Company will only send the Prospectus Documents to the Qualifying Shareholders. However, the Company will, to the extent practicable, send the Prospectus (without the PAL or the EAF) to Non-Qualifying Shareholders in the UK, for information purposes only; and will, to the extent practicable, send the Canadian Offering Memorandum to be issued by the Company in connection with the Rights Issue and dated on or around the date of the Prospectus together with the Prospectus to the Non-Qualifying Shareholders in Canada for information purposes only, also without the PAL or the EAF. The Prospectus Documents will not be sent to any Shareholders or Beneficial Owners in the US, except to those Shareholders or Beneficial Owners whom the Company believes reasonably are QIBs and in respect of whom the provisions applicable to QIBs under the heading “Limited categories of persons in the Specified Territories who may be able to take up their rights under the Rights Issue” have been complied with. The Prospectus Documents will not be sent to any Shareholders or Beneficial Owners in Saudi Arabia.

Distribution of the Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons into whose possession the Prospectus Documents come (including, without limitation, agents, custodians, nominees and trustees) should inform themselves of and observe any such restrictions. Any failure to comply with those restrictions may constitute a violation of the securities laws of any such jurisdiction. Any Shareholder or Beneficial Owner who is in any doubt as to his/her position should consult an appropriate professional adviser without delay. In particular, subject to certain exceptions as determined by the Company, the Prospectus Documents should not be distributed, forwarded to or transmitted in, into or from any of the Specified Territories.

The Prospectus Documents will not be registered under the applicable securities legislation of any jurisdiction other than Hong Kong and Bermuda.

Qualifying Shareholders are reminded that the latest time for acceptance of and payment for Rights Shares and for application and payment for excess Rights Shares is 4:00 p.m. on Wednesday, 3 July 2013.

Details of the procedures for acceptance and payment for and the expected timetable for the Rights Issue are set out in the Prospectus Documents.

The Rights Issue is conditional upon the Underwriting Agreement becoming unconditional and not being terminated in accordance with its terms. The conditions of the Underwriting Agreement and details of the circumstances in which the Underwriters have the right to terminate the Underwriting Agreement are set out in the Prospectus Documents.

Adjustments to exercise price of Share Options and number of Shares to be issued upon exercise of subscription rights under the Share Options

As at the Latest Practicable Date, there were Share Options to subscribe up to an aggregate of 185,175,098 Shares outstanding under the Share Option Schemes. The allotment and issue of the Rights Shares will cause adjustments to the exercise prices and number of Shares issuable upon exercise of the subscription rights under the Share Options.

The adjustments to be made to all outstanding Share Options as certified by the Company's auditors are set out as below:

Number of Share Options before Rights Issue	Exercise price prior to the Rights Issue <i>HK\$</i>	Number of Share Options after Rights Issue	Adjusted exercise price after the Rights Issue <i>HK\$</i>
2,763,557	1.6698	2,825,729	1.6331
743,113	3.1072	759,830	3.0389
81,928,428	5.0569	83,771,586	4.9457
4,540,000	5.3100	4,642,137	5.1932
40,300,000	10.4600	41,206,636	10.2299
54,900,000	10.5040	56,135,095	10.2729
<u>185,175,098</u>		<u>189,341,013</u>	

Shareholders and potential investors are advised to exercise caution when dealing in the Shares (including any nil-paid Rights Shares or fully-paid Rights Shares) and, if they are in any doubt about their position, they should consult their professional adviser(s). Any Shareholder or other persons dealing in the Shares or in the nil-paid Rights Shares up to the date on which all the conditions to which the Rights Issue is subject are fulfilled (and the date on which the Underwriter's right of termination of the Underwriting Agreement ceases) will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.

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

Hong Kong, 18 June 2013

As at the date of this announcement, the Board 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

Napoleon L. Nazareno

Independent Non-executive Directors:

Graham L. Pickles

Prof. Edward K.Y. Chen, *GBS, CBE, JP*

Margaret Leung Ko May Yee, *SBS, JP*

Philip Fan Yan Hok