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**FIRST PACIFIC COMPANY LIMITED**  
**第一太平有限公司**

*(Incorporated with limited liability under the laws of Bermuda)*  
Website: <http://www.firstpacific.com>  
(Stock Code: 00142)

**FURTHER UPDATE IN RELATION TO PROPOSAL BY  
FIRST PACIFIC AND WILMAR TO ACQUIRE  
THE ENTIRE ISSUED SHARE CAPITAL OF GOODMAN FIELDER  
BY WAY OF SCHEME OF ARRANGEMENT**

**DISCLOSEABLE TRANSACTION**

**FEDERAL COURT OF AUSTRALIA APPROVES THE ACQUISITION OF  
GOODMAN FIELDER BY SCHEME OF ARRANGEMENT**

Reference is made to the announcement of First Pacific Company Limited (“**First Pacific**” or the “**Company**”) dated 28 April 2014 relating to a proposal made by the Company and Wilmar International Limited (“**Wilmar**”) to Goodman Fielder Limited (“**Goodman Fielder**”) to acquire the entire issued share capital of Goodman Fielder by way of a scheme of arrangement (“**Scheme**”). Reference is also made to the Company’s further announcements dated 15 May 2014, 16 May 2014, 2 July 2014, 8 September 2014, 25 September 2014, 21 October 2014, 16 February 2015, 18 February 2015 and 26 February 2015, updating shareholders with further information in relation to that proposal.

The Company’s announcement dated 2 July 2014 envisaged that implementation of the Scheme would occur after all conditions precedent have been satisfied. The final condition precedent is the approval of the Scheme by the Federal Court of Australia.

In Sydney today, the Federal Court of Australia made orders approving the Scheme. It is expected that a copy of the Federal Court of Australia’s orders will be lodged with the Australian Securities and Investments Commission on Tuesday, 3 March 2015 at which time the Scheme will become legally effective.

Should this occur, the Scheme will be implemented on 17 March 2015.

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

Hong Kong, 2 March 2015

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