



**FIRST PACIFIC COMPANY LIMITED**

**第一太平**

*(Incorporated with limited liability under the laws of Bermuda)*  
*Website: <http://www.firstpacco.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 notices relating to:-**

**Filing made by Indofood Agri Resources Limited (“IndoAgri”), a subsidiary of the Company, to the Singapore Stock Exchange in relation to IndoAgri’s Announcement on Proposed Share Purchase Mandate and Proposed Amendments to its Memorandum & Articles of Association.**

**Dated this 28<sup>th</sup> day of August, 2008**

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  
Prof. 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*

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<b>Miscellaneous</b>	
* Asterisks denote mandatory information	
Name of Announcer *	INDOFOOD AGRI RESOURCES LTD.
Company Registration No.	200106551G
Announcement submitted on behalf of	INDOFOOD AGRI RESOURCES LTD.
Announcement is submitted with respect to *	INDOFOOD AGRI RESOURCES LTD.
Announcement is submitted by *	Mak Mei Yook
Designation *	Company Secretary
Date & Time of Broadcast	27-Aug-2008 18:02:44
Announcement No.	00092

**>> Announcement Details**

The details of the announcement start here ...

Announcement Title *	PROPOSED SHARE PURCHASE MANDATE AND PROPOSED AMENDMENTS TO THE MEMORANDUM & ARTICLES OF ASSOCIATION OF THE COMPANY
Description	Please see attached.
Attachments	 IndoAgriShareBuyback.pdf Total size = 13K. (2048K size limit recommended)

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**INDOFOOD AGRI RESOURCES LTD.**  
*(Incorporated in the Republic of Singapore)*  
*(Company Registration No.: 200106551G)*

**ANNOUNCEMENT**

**PROPOSED SHARE PURCHASE MANDATE AND PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

The Board of Directors of Indofood Agri Resources Ltd. (the "Company") wishes to announce that it proposes to:-

- (a) obtain a mandate (the "Share Purchase Mandate") from the shareholders of the Company (the "Shareholders") to make purchases from time to time, of up to a maximum of 10% of the total number of ordinary shares in issue (the "Shares"), subject to the terms and conditions of the Share Purchase Mandate to be approved by the Shareholders; and
- (b) amend its Memorandum and Articles of Association to, *inter alia*, facilitate the implementation of the Share Purchase Mandate and to take into account the changes to the Companies Act, in particular, the Companies (Amendment) Act 2005 and the prevailing rules of the Singapore Exchange Securities Trading Limited ("SGX-ST") as set out in the Listing Manual.

The proposed amendments to the Company's Memorandum and Articles of Association are subject to:-

- (i) the approval of the SGX-ST; and
- (ii) the approval of Shareholders by special resolution at an extraordinary general meeting ("EGM") of the Company to be convened.

The Share Purchase Mandate is subject to the approval of Shareholders by ordinary resolution at the EGM.

A circular containing, *inter alia*, details of the proposed Share Purchase Mandate and the proposed amendments to the Memorandum and Articles of Association of the Company, together with the notice of the EGM, will (upon clearance by the SGX-ST) be despatched to Shareholders in due course.

By order of the Board

Mark Julian Wakeford  
Chief Executive Officer and Executive Director  
27 August 2008

*CIMB-GK Securities Pte. Ltd. was the financial adviser to the Company in relation to the acquisition of the entire issued share capital of Indofood Oil & Fats Pte. Ltd.. It assumes no responsibility for the contents of this announcement.*