



FIRST PACIFIC COMPANY LIMITED

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(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 disclosure made by PT. Indofood Sukses Makmur Tbk., a subsidiary of the Company, to the Indonesian Stock Exchange, in relation to the proposed acquisition of 100% ownership of Drayton Pte. Ltd., the majority shareholder of PT Indolakto.

Dated this 23rd day of September, 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*

UNOFFICIAL TRANSLATION

No. 064/ISM/CS/IX/08

Jakarta, 22 September 2008

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
Ir. Nurhaida, 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. Erry Firmansyah, President Director
Mr. Eddy Sugito, Listing Director

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 in relation to the proposed acquisition of 100% ownership of Drayton,
the majority shareholder of PT Indolakto**

Dear Sirs/Madam,

Following our announcement dated 22 August 2008, No.060/ISM/CS/VIII/06 with regards to the abovementioned subject, and in compliance with Bapepam rules No.X.K.1, we wish to announce that on 22 September 2008, PT Indofood Sukses Makmur Tbk ("Company") has signed a conditional sales and purchase agreement ("Agreement") with Pastilla Investment Limited, to acquire its 100% ownership of Drayton Pte. Ltd., including its shareholder's loan of US\$ 100.5 million to Drayton.

Drayton, a company duly established in Singapore, effectively owns approximately 68.57% shares of PT Indolakto ("Indolakto"), a dairy company (defined herein as the "Proposed Acquisition").

About Indolakto

Indolakto was established in 1992 and has been one of the leading producers of processed milk and milk related products in Indonesia, producing a range of milk products (sweetened condensed milk, powder milk, liquid milk), butter and ice cream.

Indolakto processing facilities are as follows :

Facilities	Capacities
Sweetened Condensed Milk	162.9 million kg
Powder Milk	14.7 million kg
Bottled Milk	34.6 million liter
UHT Milk	46.7 million liter
Pasteurized Milk	16.3 million liter
Ice Cream	16.7 million liter

Indolakto's brands among others Indomilk, Cap Enaak, Tiga Sapi, Orchid Butter and Indoeskrim are the leading brands in the market place and some of them control significant market shares.

Value of the Proposed Acquisition

The consideration of Proposed Acquisition is US\$ 350 million with the following term of payments :

- Advance payment of 15% of the Proposed Acquisition' value amounting to USD 52,5 million paid at on the signing date of the agreement;
- The balance of 85% of the Proposed Acquisition' value amounting to USD 297,5 million will be paid in full at the completion date such as 7 (seven) business day after all conditions of the Proposed Acquisition have been fulfilled.

The Proposed Acquisition will be financed by internal cash and bank borrowings.

Material Conditions of the Proposed Acquisition

The material conditions of the Proposed Acquisition as stipulated in the Agreement, inter alia :

- The approval from general meeting of shareholders of the Company on the Proposed Acquisition;
- The approval from the relevant authorities in Indonesia as well as Singapore as required (if any) in relation to the implementation of the Proposed Acquisition;

Completion

The Proposed Acquisition is expected to be completed in December 2008, conditional upon the fulfillment of the conditions precedent.

Rationale of the Proposed Acquisition

- a. Investment in dairy industry is an attractive proposition as per capita consumption of milk in Indonesia is still considerably low as compared to neighboring countries. Domestic milk consumption has been increasing steadily in the last five years with growing awareness of the health benefit of milk;

- b. The Proposed Acquisition will allow the Company to expand its business and diversify its food business into the dairy industry;
- c. Indolakto is considered as one of the significant players in the dairy industry, offering a range of products under leading brands, widely known by the consumer. The Proposed Acquisition will provide an immediate entry with considerable market share in Indonesia, into the dairy industry.
- d. The Proposed Acquisition will strengthen the Company's Consumer Branded Product group's position by expanding its products portfolio with products which have established brand names and considerable market shares in Indonesia;
- e. PT Indomarco Adi Prima, a distribution subsidiary of the Company has been distributing Indolakto's milk products in most of the areas in Indonesia. The Company has a good understanding on the products and its marketing aspects; hence it will be in a good position to further grow the business of Indolakto, which subsequently will enhance the shareholders value of the Company;

Appointment of Independent Professionals

In relations to the Proposed Acquisition, the Company has appointed the following independent professionals :

Professionals	Name
Financial Consultant	PT Kim Eng Securities
Legal Counsel - Indonesia	Ali Budiardjo, Nugroho, Reksodiputro
Legal Counsel - Singapore	Rajah & Tan LLP
Independent Valuer	PT Heburinas Nusantara

The Proposed Acquisition will constitute a material transaction as stipulated in the Bapepam rules No.IX.E.1; the Company will conduct Extraordinary Meeting of General Shareholders to obtain approval from the shareholder for the Proposed Acquisition.

Thank you for kind attention.

Sincerely,
PT INDOFOOD SUKSES MAKMUR Tbk

Werianty Setiawan
Corporate Secretary

C.c. Pusat Referensi Pasar Modal