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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 SEC Form 17-C filed by Metro Pacific Investments Corporation ("MPIC") with the Philippine Stock Exchange, in relation to the completion by Beacon Electric Asset Holdings, Inc. of its acquisition of Manila Electric Company and the issuance by MPIC of PhP6.6 billion Convertible Bonds to Metro Pacific Holdings, Inc.

Dated this the 30<sup>th</sup> day of March, 2010

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* Jun Tang\*

\*Independent Non-executive Directors

#### SECURITIES AND EXCHANGE COMMISSION

#### SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

- 1. **30 March 2010** Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS200604494
- 3. BIR Tax Identification No. 244-520-457-000
- 4. METRO PACIFIC INVESTMENTS CORPORATION Exact name of issuer as specified in its charter
- 5. METRO MANILA, PHILIPPINES 6. (SEC Use Only) Province, country or other jurisdiction of incorporation
- 7. 10<sup>th</sup> Floor, MGO BUILDING, LEGAZPI COR. DELA ROSA STREETS, LEGAZPI VILLAGE, MAKATI CITY, METRO MANILA, PHILIPPINES

Address of principal office

- 8. (632) 888-0888 Issuer's telephone number, including area code
- 9. NA Former name or former address, if changed since last report
- 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the  $\ensuremath{\mathsf{RSA}}$

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON SHARES OF STOCK	20,128,154,522*

\* as reported by the stock transfer agent as of 28 February 2010.

11. Indicate the item numbers reported herein: Item 9.

Postal Code

#### Item 9. Other Items

Further to the Current Reports on SEC Form 17-C submitted by Metro Pacific Investments Corporation ("MPIC") to the Commission and the Philippine Stock Exchange on 1 March 2010 and on 23 March 2010, MPIC reports the following:

Beacon Electric Asset Holdings, Inc. ("Beacon Electric") today completed its acquisition of a total of 238,302,961 common shares of Manila Electric Company ("Meralco"), which comprise approximately 21.1% of Meralco's total common shares, through special block sales transacted on the board of the Philippine Stock Exchange. Those shares consist of: (i) the 74,700,000 shares acquired from First Philippine Holdings Corporation ("FPHC"), for the price of PhP300 per share or the total purchase price of PhP22,410,000,000, and (ii) the 163,602,961 shares transferred by MPIC to Beacon Electric for the price of PhP150 per share or the total transfer price of PhP24,540,444,150.

MPIC today completed its issuance of PhP6,600,000,000 convertible bonds to Metro Pacific Holdings, Inc.

The Lopez Group composed of Lopez, Inc., FPHC, and First Philippine Utilities Corporation ("FPUC") and the Beacon Electric Group composed of Pilipino Telephone Corporation ("Piltel"), Metro Pacific Investments Corporation ("MPIC") and Philippine Long Distance Telephone Company ("PLDT") and Beacon Electric also executed a Revised and Restated Cooperation Agreement amending the November 20, 2009 Amended, Consolidated and Restated Cooperation Agreement among the Lopez Group and Piltel, MPIC and PLDT, to include Beacon Electric as a party.

The Lopez Group and the Beacon Electric Group have also entered into a voting arrangement, which may be terminated by written notice of the Beacon Electric Group, that in respect of matters that may be brought for approval by the board of directors of Meralco and without prejudice to the faithful performance of the directors' fiduciary duties, the directors of the Lopez Group and the Beacon Electric Group in Meralco will vote as one block.

The Lopez Group also executed in favor of Piltel a pooling of votes agreement in respect of matters that may be brought for approval by the shareholders of Meralco, which may be terminated upon written notice by Piltel.

FPUC also paid in full today to MPIC the loan in the amount of PhP11,205,000,000 extended by MPIC to FPUC on November 20, 2009, together with all interest thereon, and the shares pledged to secure such loan consisting of 30,093,270 Meralco common shares owned by FPUC and 138,357,600 First Gen Corporation shares owned by FGHC International Limited, were released from the pledge.

## SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

## METRO PACIFIC INVESTMENTS CORPORATION MPIC or Issuer

30 March 2010 Date

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JOSE MA. K. LIM President & CEO