

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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

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. 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 and 21 October 2014, updating shareholders with further information in relation to that proposal.

The Company’s announcement dated 2 July 2014 envisaged that implementation of the scheme of arrangement would occur after all required regulatory approvals have been obtained and all other conditions precedent have been satisfied.

The Company now confirms that the Anti-Monopoly Bureau of the Ministry of Commerce of the People’s Republic of China has granted approval under the Anti-Monopoly Law of the People’s Republic of China for the proposed acquisition of Goodman Fielder by the Company and Wilmar.

The Company and Wilmar are continuing to progress the remaining required regulatory approval which is the consent under the New Zealand Overseas Investment Act for the proposed acquisition of Goodman Fielder by the Company and First Pacific.

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

Hong Kong, 16 February 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