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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: [www.firstpacific.com](http://www.firstpacific.com)

(Stock Code: 00142)

## **SPECIAL GENERAL MEETING HELD ON 2 MARCH 2021**

### **POLL RESULT**

The Board of Directors of the Company announces that the SGM was held on 2 March 2021 and the ordinary resolution set out in the SGM Notice was duly passed by the Shareholders by way of a poll at the SGM.

Reference is made to the notice of a special general meeting (the “**SGM Notice**”) of First Pacific Company Limited (the “**Company**”) and the circular of the Company (the “**Circular**”) both dated 9 February 2021. Unless otherwise defined in this announcement or the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

At the Company’s special general meeting held at The Pheasant and Jasmine Rooms, 1st Floor, Mandarin Oriental Hong Kong, 5 Connaught Road Central, Hong Kong on Tuesday, 2 March 2021 at 10:30 a.m. (the “**SGM**”), a poll was requested by the Chairman of the SGM for voting on the ordinary resolution to approve the Proposed Disposal, as set out in the SGM Notice. The ordinary resolution was voted on by poll and was duly passed by the Shareholders as an ordinary resolution of the Company.

Computershare Hong Kong Investor Services Limited, the Company’s Hong Kong Branch Share Registrar, acted as the scrutineer for the vote-taking at the SGM. The poll result in respect of the ordinary resolution was as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	<p><b>“THAT:</b></p> <p>(a) the share purchase agreement dated 23 December 2020 entered into between Beacon Powergen Holdings, Inc. (“<b>Beacon Powergen</b>”) (a subsidiary of Metro Pacific Investments Corporation, a Philippine affiliate of the Company, as seller) and MERALCO PowerGen Corporation (“<b>MGen</b>”) (an associated company of the Group, as buyer) in relation to the proposed disposal (the “<b>Proposed Disposal</b>”) by Beacon Powergen of approximately 56% of the issued and outstanding capital stock of Global Business Power Corporation to MGen, for an aggregate purchase price of Php22,443 million (equivalent to approximately US\$466.6 million or HK\$3.6 billion) (subject to adjustment) plus interest, and the transactions contemplated thereunder, be and are hereby approved, confirmed and ratified; and</p> <p>(b) the board of directors of the Company be and is hereby authorised on behalf of the Company to approve and implement the Proposed Disposal and to take all actions in connection therewith as the board of directors of the Company shall think necessary or desirable (including, without limiting the generality of the foregoing, (i) approving the execution and delivery of any instruments and agreements and the issue of any documents for and on behalf of the Company in connection with or for the purpose of giving effect to the Proposed Disposal; and (ii) the exercise of any and all powers of the Company and the doing of any and all acts as the board of directors of the Company may consider necessary, desirable or expedient to give effect to, or otherwise in connection with, the Proposed Disposal).</p>	<p>3,359,484,597 99.999872%</p>	<p>4,302 0.000128%</p>
<p>As more than 50% of the votes were cast in favour of the resolution, this resolution was duly passed as an ordinary resolution.</p>			

As at the date of the SGM, the total number of shares in issue entitling the Shareholders to attend and vote for or against the ordinary resolution proposed at the SGM was 4,344,931,044 ordinary shares of the Company. Under the Listing Rules and as disclosed in the Circular, no Shareholder and his/her/its close associates have a material interest in the matter which is the subject of the ordinary resolution before the SGM is required to abstain from voting on the ordinary resolution at the SGM. No Shareholder was required to abstain from voting on the ordinary resolution proposed at the SGM. There were no shares entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolution at the SGM as set out in Rule 13.40 of the Listing Rules. No Shareholders have stated in the Circular their intention to vote against or to abstain from voting on the ordinary resolution at the SGM.

As at the date of the SGM, Mr. Anthoni Salim, the Chairman of the Company, and companies controlled by him were beneficially interested in 1,925,474,957 shares in the Company, representing approximately 44.32% of the Company's issued share capital. In accordance with their voting undertakings given in favour of the Company as disclosed in the Circular, Mr. Salim and those companies controlled by him had voted those shares in favour of the ordinary resolution to approve the Proposed Disposal at the SGM. As at the date of the SGM, Mr. Manuel V. Pangilinan, the Managing Director and Chief Executive Officer of the Company, was beneficially interested in 70,493,078 shares in the Company representing approximately 1.62% of the Company's issued share capital. In accordance with his voting undertaking given in favour of the Company as disclosed in the Circular, Mr. Pangilinan had voted those shares in favour of the ordinary resolution to approve the Proposed Disposal at the SGM.

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

Hong Kong, 2 March 2021

As at the date of this announcement, the Board of Directors of the Company comprises the following Directors:

***Executive Directors:***

Manuel V. Pangilinan, *Managing Director and Chief Executive Officer*  
Christopher H. Young, *Chief Financial Officer*

***Non-executive Directors:***

Anthoni Salim, *Chairman*  
Benny S. Santoso  
Tedy Djuhar  
Axton Salim

***Independent Non-executive Directors:***

Prof. Edward K.Y. Chen, *GBS, CBE, JP*  
Margaret Leung Ko May Yee, *SBS, JP*  
Philip Fan Yan Hok  
Madeleine Lee Suh Shin  
Blair Chilton Pickerell