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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: http://www.firstpacific.com (Stock Code: 00142)

#### INVITATIONS TO OFFER FOR TENDER BONDS FOR PURCHASE BY FIRST PACIFIC COMPANY LIMITED

U.S.\$400,000,000 6.0 PER CENT. GUARANTEED BONDS DUE 28 JUNE 2019 ISSUED BY FPC FINANCE LIMITED

(incorporated with limited liability under the laws of the British Virgin Islands)

U.S.\$400,000,000 6.375 PER CENT. GUARANTEED SECURED BONDS DUE 28 SEPTEMBER 2020 ISSUED BY FPT FINANCE LIMITED (incorporated with limited liability under the laws of the British Virgin Islands)

U.S.\$400,000,000 4.5 PER CENT. GUARANTEED BONDS DUE 16 APRIL 2023 (Stock Code: 05924) ISSUED BY FPC TREASURY LIMITED

(incorporated with limited liability under the laws of the British Virgin Islands)

First Pacific announces that it is inviting holders of the outstanding U.S.\$400,000,000 6.0 per cent. Guaranteed Bonds due 28 June 2019 (ISIN: XS0798486543) issued by FPC Finance Limited (the "**2019 Bonds**"), the outstanding U.S.\$400,000,000 6.375 per cent. Guaranteed Secured Bonds due 28 September 2020 (ISIN: XS0544536047) issued by FPT Finance Limited (the "**2020 Bonds**") and the outstanding U.S.\$400,000,000 4.5 per cent. Guaranteed Bonds due 16 April 2023 (ISIN: XS0914313357) issued by FPC Treasury Limited (the "**2023 Bonds**" and, together with the 2019 Bonds and the 2020 Bonds, the "**Bonds**") to tender the Bonds for purchase by First Pacific for cash (each such invitation, an "**Offer**" and together, the "**Offers**") in an aggregate principal amount up to the Maximum Aggregate Principal Purchase Amount. The 2019 Bonds and the 2020 Bonds are listed on the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the 2023 Bonds are listed on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**").

The Offers are made on the terms and subject to the conditions contained in the tender offer memorandum dated 11 May 2018 (the "**Tender Offer Memorandum**") prepared by First Pacific in connection with the Offers, and are subject to the offer and distribution restrictions set out below and as described in the Tender Offer Memorandum. Capitalised terms used but not otherwise defined in this announcement shall have the meaning given to them in the Tender Offer Memorandum.

# Bondholders are advised to read carefully the Tender Offer Memorandum for full details of, and information on the procedures for participating in, the Offers.

#### Summary

A summary of certain key terms relevant to the Offers appears below:

Title of Bond	ISIN/Common Code	Issuer	Outstanding Principal Amount	Purchase Price
U.S.\$400,000,000 6.0 per cent. Guaranteed Bonds due 28 June 2019	XS0798486543/ 079848654	FPC Finance Limited	U.S.\$374,470,000	103.50 per cent.
U.S.\$400,000,000 6.375 per cent. Guaranteed Secured Bonds due 28 September 2020	XS0544536047/ 054453604	FPT Finance Limited	U.S.\$312,193,000	106.50 per cent.
U.S.\$400,000,000 4.5 per cent. Guaranteed Bonds due 16 April 2023	XS0914313357/ 091431335	FPC Treasury Limited	U.S.\$358,835,000	100.00 per cent.

### **Rationale**

The Offers are part of First Pacific's continuing capital and liability management programme to efficiently manage the refinancing of the Bonds and to optimise the group's debt maturity profile.

#### **Priority in Acceptance of Bonds Tendered**

First Pacific is not under any obligation to accept for purchase any Bonds tendered pursuant to the Offers. The acceptance for purchase by First Pacific of Bonds validly tendered pursuant to the Offers is at the sole discretion of First Pacific and tenders may be rejected by First Pacific for any reason. To the extent First Pacific, in its sole and absolute discretion, accepts any 2019 Bonds, 2020 Bonds or 2023 Bonds for purchase pursuant to the Offers and the aggregate principal amount of the 2019 Bonds, 2020 Bonds and 2023 Bonds validly tendered exceeds the Maximum Aggregate Principal Purchase Amount, First Pacific intends to first accept for purchase validly tendered 2019 Bonds, followed by validly tendered 2020 Bonds, then by validly tendered 2023 Bonds. There is no guarantee that Bonds tendered will be accepted in such order and First Pacific may decide, in its sole and absolute discretion, to vary such prioritisation. First Pacific may, in its sole and absolute discretion, reject or pro-rate any Bonds tendered or withdraw its invitation to tender for the Bonds at any time.

If the aggregate principal amount of the 2019 Bonds, the 2020 Bonds or the 2023 Bonds (as applicable) tendered exceeds the 2019 Bonds Purchase Amount, the 2020 Bonds Purchase Amount or the 2023 Bonds Purchase Amount (as applicable), then such tenders will be accepted on a pro rata basis so that the aggregate principal amount of the 2019 Bonds, the 2020 Bonds or the 2023 Bonds (as applicable) accepted for purchase equals the 2019 Bonds Purchase Amount, the 2020 Bonds Purchase Amount or the 2023 Bonds Purchase Amount or the 2023 Bonds (as applicable) accepted for purchase equals the 2019 Bonds Purchase Amount, the 2020 Bonds Purchase Amount or the 2023 Bonds Purchase Amount (as applicable).

#### New Bonds and New Financing Condition

First Pacific intends to offer the New Bonds for cash (the "**New Bonds Offering**"). The Hongkong and Shanghai Banking Corporation Limited and Mizuho Securities Asia Limited are appointed to act as joint lead managers for the New Bonds Offering. Pricing of the New Bonds is expected to occur on or about 23 May 2018, subject to market conditions.

The New Bonds Offering is expected to be made pursuant to the Offering Circular to be prepared by First Pacific. The New Bonds are expected to be listed on the Hong Kong Stock Exchange. The proceeds of the New Bonds may be used to finance the purchase of the Bonds (including payment of the Purchase Consideration and Accrued Interest Payments) pursuant to the Offers. First Pacific may decide, in its sole discretion, not to proceed with the issue of New Bonds for any reason. The acceptance for purchase of any Bonds by First Pacific pursuant to the Offers is subject, without limitation, to First Pacific being satisfied that it will receive on or before the Settlement Date an amount by way of proceeds of the issue of New Bonds or from alternative means of financing, which is sufficient (as determined by First Pacific in its sole discretion) in order to enable First Pacific to finance, in whole the payment by it of the Purchase Consideration and Accrued Interest Payments in respect of the 2019 Bonds Purchase Amount, the 2020 Bonds Purchase Amount and the 2023 Bonds Purchase Amount (the "**New Financing Condition**").

#### **Purchase Prices and Accrued Interest Payments**

First Pacific will on the Settlement Date pay for Bonds validly tendered and accepted by it for purchase pursuant to the relevant Offer, a cash amount (rounded to the nearest U.S.\$0.01, with U.S.\$0.005 rounded upwards) (each a "**Purchase Consideration**") equal to the product of (i) the aggregate principal amount of the Bonds of such Bondholder validly tendered and accepted for purchase from such Bondholder pursuant to such Offer and (ii) the relevant Purchase Price (expressed as a percentage of the principal amount of the relevant Bonds). First Pacific will also pay an Accrued Interest Payment in respect of Bonds accepted for purchase pursuant to the Offers, all as further described in the Tender Offer Memorandum.

#### **New Issue Priority Allocation**

A Bondholder that intends to subscribe for New Bonds in addition to tendering Bonds for purchase pursuant to the Offers shall, subject to the "Priority in Acceptance of Bonds Tendered" and the procedures for obtaining a New Issue Priority Allocation as described in the Tender Offer Memorandum, receive a New Issue Priority Allocation equivalent to the Intended Tender Amount.

First Pacific is not under any obligation to allocate New Bonds, notwithstanding a Bondholder's application for a New Issue Priority Allocation. The allocation of New Bonds is at the sole discretion of First Pacific and subscriptions for New Bonds may be rejected by First Pacific for any reason. If First Pacific, in its sole and absolute discretion, allocates any New Bonds and the aggregate principal amount of the New Bonds applied for purchase with Allocation Codes is more than the Maximum Aggregate Principal Purchase Amount, First Pacific intends to allocate New Bonds first to Bondholders who have validly tendered for purchase 2019 Bonds and who have applied for the purchase of the New Bonds with their Allocation Codes, followed by Bondholders who have validly tendered for purchase 2020 Bonds and who have applied for the purchase of the New Bonds with their Allocation Codes and then followed by Bondholders who have validly tendered for purchase 2023 Bonds and who have applied for the purchase of the New Bonds with their Allocation Codes. There is no guarantee that the New Bonds will be allocated in such order and First Pacific may decide, in its sole and absolute discretion, to vary such prioritisation. First Pacific may, in its sole and absolute discretion, reject or pro-rate the allocation of any New Bonds or choose not to proceed with the New Bonds Offering at any time.

Pricing in respect of the New Bonds is expected to take place on or about 23 May 2018, subject to market conditions. Bondholders are cautioned that there is a limited period of time during which any Allocation Code received from the Joint Dealer Managers may be used to receive a priority allocation in the New Bonds. The receipt of an Allocation Code is not an application for the purchase of the New Bonds nor is it a guarantee that the New Bonds will be issued. Bondholders intending to receive a New Issue Priority Allocation should submit a request for an Allocation Code as soon as possible.

If any Bondholder wishes to purchase New Bonds in addition to its New Issue Priority Allocation, it must make a separate application for the purchase of such additional New Bonds to the Joint Dealer Managers (in their capacity as managers of the issue of the New Bonds) in accordance with the standard new issue procedures of the relevant Joint Dealer Manager.

#### **Tender Instructions**

In order to participate in, and be eligible to receive the relevant Purchase Consideration and Accrued Interest Payment pursuant to, an Offer, Bondholders must validly tender their Bonds for purchase by delivering, or arranging to have delivered on their behalf, a valid Tender Instruction that is received by the Tender and Information Agent by 11:00 p.m. (Hong Kong time)/4:00 p.m. (London time) on 22 May 2018, unless extended, re-opened, amended and/or terminated as provided in the Tender Offer Memorandum (the "**Expiration Deadline**").

The deadlines set by any intermediary or clearing system will be earlier than the deadlines specified in the Tender Offer Memorandum. Tender Instructions will be irrevocable except in the limited circumstances described in the Tender Offer Memorandum. Tender Instructions must be submitted in respect of a minimum principal amount of 2019 Bonds, 2020 Bonds or 2023 Bonds (as the case may be), as set out in the Tender Offer Memorandum, and may thereafter be submitted in integral multiples of the relevant permitted amount as set out in the Tender Offer Memorandum.

First Pacific, may, in its sole discretion, extend, re-open, amend, waive any condition of or terminate the Offer(s) made by it at any time (subject to applicable law), all as further described in the Tender Offer Memorandum. Unless stated otherwise, announcements in connection with the Offers will be made by delivery of notices to the Clearing Systems through the Tender and Information Agent for communication to Direct Participants. To the extent that the rules of the Hong Kong Stock Exchange or the SGX-ST so require, a message similar to that provided to the Clearing Systems will be submitted by First Pacific to the Hong Kong Stock Exchange or the SGX-ST, as applicable. Copies of all such announcements, press releases and notices can also be obtained from the Tender and Information Agent, the contact details for which can be found below. Significant delays may be experienced where notices are delivered to the Clearing Systems, and

Bondholders are urged to contact the Tender and Information Agent for the relevant announcements during the course of the Offers. In addition, holders of Bonds may contact the Joint Dealer Managers for information, the contact details for which can be found below.

The indicative timetable in respect of the Offers is summarised below:

**Events** 

#### **Times and Dates**

#### Commencement of the Offers

Announcement of the Offers to be published 11 May 2018 on the websites of the SGX-ST and the Hong Kong Stock Exchange and posted on the Tender and Information Agent's website. Tender Offer Memorandum available (upon registration) on the Offer website at https:// sites.dfkingltd.com/firstpacific from the Tender and Information Agent, and notice of the Offers delivered to the Clearing Systems for communication to Direct Participants. Allocation Codes available from the Joint Dealer Managers.

#### Deadline for requesting Allocation Codes

Final deadline for requesting an Allocation Code from the Joint Dealer Managers in order to be eligible to receive a New Issue Priority Allocation. 11:00 p.m. (Hong Kong time)/4:00 p.m. (London time) on 22 May 2018

### Expiration Deadline

Final deadline for receipt of valid Tender Instructions by the Tender and Information Agent in order for Bondholders to be able to participate in the Offers.

# Launch of Book Building and Pricing of the New Bonds

Launch of book building and pricing of the New Bonds and the announcement of the issue size, issue price, tenor and coupon payable on the New Bonds. 11:00 p.m. (Hong Kong time)/4:00 p.m. (London time) on 22 May 2018

On or about 23 May 2018, subject to market conditions.

#### **Events**

#### Announcement of Results

Announcement of (i) whether First Pacific will accept valid tenders of Bonds pursuant to any, all or part of the Offers and, if so accepted. (ii) the 2019 Bonds Purchase Amount, the 2020 Bonds Purchase Amount and the 2023 Bonds Purchase Amount, (iii) where First Pacific decides to accept valid tenders in respect of the 2019 Bonds, the 2020 Bonds or the 2023 Bonds for purchase pursuant to the relevant Offer and the aggregate principal amount of the 2019 Bonds, the 2020 Bonds or the 2023 Bonds validly tendered for purchase is greater than the 2019 Bonds Purchase Amount, the 2020 Bonds Purchase Amount or the 2023 Bonds Purchase Amount (as the case may be), any Scaling Factor (if applicable) which would apply to such valid tenders of the 2019 Bonds, the 2020 Bonds or the 2023 Bonds on a pro rata basis pursuant to the relevant Offer such that the aggregate principal amount of the 2019 Bonds, the 2020 Bonds or the 2023 Bonds accepted for purchase is no greater than the 2019 Bonds Purchase Amount, the 2020 Bonds Purchase Amount or the 2023 Bonds Purchase Amount (as the case may be), (iv) the aggregate principal amount of each of the 2019 Bonds, the 2020 Bonds and the 2023 Bonds that will remain outstanding after the Settlement Date and (v) the Accrued Interest in respect of each of the 2019 Bonds, the 2020 Bonds and the 2023 Bonds validly tendered for purchase by a Bondholder and accepted by First Pacific pursuant to the Offers, to be submitted by First Pacific to the Hong Kong Stock Exchange and the SGX-ST for publication on the websites of the Hong Kong Stock Exchange and the SGX-ST. distributed through the relevant Clearing Systems and posted on the Tender and Information Agent's website.

#### Settlement Date

Expected settlement date for the Offers.

On or about 23 May 2018

On or about 31 May 2018

The above times and dates are subject to the right of First Pacific to extend, re-open, amend, and/or terminate any Offer(s) (subject to applicable law and as provided in the Tender Offer Memorandum). Bondholders are advised to check with any bank, securities broker or other intermediary through which they hold Bonds when such intermediary needs to receive instructions from a Bondholder in order for that Bondholder to be able to participate in, or (in the limited circumstances in which revocation is permitted) revoke their instruction to participate in, the Offers by the deadlines set out above. The deadlines set by any such intermediary and each Clearing System for the submission of Tender Instructions will be earlier than the relevant deadlines described above.

The Hongkong and Shanghai Banking Corporation Limited and Mizuho Securities Asia Limited are acting as Joint Dealer Managers for the Offers. D.F. King Ltd. is acting as Tender and Information Agent. For detailed terms of the Offers please refer to the Tender Offer Memorandum which (subject to distribution restrictions) can be obtained from the Tender and Information Agent referred to below.

#### **THE OFFEROR**

#### **First Pacific Company Limited**

24/F, Two Exchange Square 8 Connaught Place Central Hong Kong

#### JOINT DEALER MANAGERS

The Hongkong and Shanghai Banking **Corporation Limited** Level 17, HSBC Main Building 1 Queen's Road Central Hong Kong

**Mizuho Securities Asia Limited** 

14-15/F., K11 Atelier 18 Salisbury Road Tsim Sha Tsui, Kowloon Hong Kong

Telephone: +852 2822 4100 (Hong Kong)/ +44 20 7992 6237 (London) Attention: Liability Management Group Email: liability.management@hsbcib.com

Telephone: +852 2685 2000 Attention: Liability Management Group Email: liability.management@hk.mizuho-sc.com

#### **TENDER AND INFORMATION AGENT**

#### D. F. King Ltd.

In London:

125 Wood Street London EC2V 7AN United Kingdom Telephone: +44 20 7920 9700 Suite 1601, 16/F. Central Tower 28 Queen's Road Central Central, Hong Kong Telephone: +852 3953 7230

In Hong Kong:

Email: firstpacific@dfkingltd.com Website: https://sites.dfkingltd.com/firstpacific

Should you have any questions, please contact the Tender and Information Agent at the contact details above.

Any questions concerning the terms of the Offers may be directed to the Joint Dealer Managers.

#### LEGAL ADVISERS

To First Pacific as to English law

Linklaters

10th Floor. Alexandra House Chater Road

> Central Hong Kong

To First Pacific as to the laws of Bermuda

**Conyers Dill & Pearman** 29th Floor, One Exchange Square 8 Connaught Place Central Hong Kong

To the Joint Dealer Managers as to English law

Allen & Overy 9th Floor, Three Exchange Square Central Hong Kong

#### DISCLAIMER

This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully before any decision is made with respect to the Offers. If any Bondholder is in any doubt as to the contents of the Tender Offer Memorandum or this announcement or action it should take, it is recommended to seek its own financial and legal advice, including as to any tax consequences, from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Any individual or company whose Bonds are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to tender Bonds in the Offers. None of First Pacific, FPC, FPT, FPCT, the Joint Dealer Managers and the Tender and Information Agent nor any of their respective directors, employees or affiliates makes any recommendation as to whether Bondholders should tender Bonds in the Offers. None of First Pacific, FPC, FPT, FPCT, the Joint Dealer Managers and the Tender and Information Agent (or any of their respective directors, employees or affiliates) is providing Bondholders with any legal, business, tax or other advice in this announcement. Bondholders should consult with their own advisers as needed to assist them in making an investment decision and to advise them whether they are legally permitted to tender Bonds for cash.

#### OFFER AND DISTRIBUTION RESTRICTIONS

Neither this announcement nor the Tender Offer Memorandum constitutes an offer or an invitation to participate in the Offers in any jurisdiction in which, or to any person to or from whom, it is unlawful to make such offer or invitation or for there to be such participation under applicable securities laws. The distribution of this announcement and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this announcement and/or the Tender Offer Memorandum comes are required by each of First Pacific, FPC, FPT, FPCT, the Joint Dealer Managers and the Tender and Information Agent to inform themselves about, and to observe, any such restrictions.

#### **United States**

The Offers are not being made, and will not be made, directly or indirectly in or into, or by use of the mail of, or by any means or instrumentality of interstate or foreign commerce of, or of any facilities of a national securities exchange of, the United States. This includes, but is not limited to, facsimile transmission, electronic mail, telex, telephone, the internet and other forms of electronic communication. Accordingly, copies of this announcement, the Tender Offer Memorandum and any other documents or materials relating to the Offers are not being, and must not be, directly or indirectly mailed or otherwise transmitted, distributed or forwarded (including, without limitation, by custodians, nominees or trustees) in or into the United States or to any person located or resident in the United States and the Bonds cannot be tendered in the Offers by any such use, means, instrumentality or facility or from within the United States or by any person located or resident in the United States. Any purported tender of Bonds in the Offers resulting directly or indirectly from a violation of these restrictions will be invalid and any purported tender of Bonds made by any person located in the United States or any agent, fiduciary or other intermediary acting on a non-discretionary basis for a principal giving instructions from within the United States will be invalid and will not be accepted.

Each holder of Bonds participating in an Offer will represent that it is not located in the United States and is not participating in such Offer from the United States, or it is acting on a non-discretionary basis for a principal located outside the United States that is not giving an order to participate in such Offer from the United States. For the purposes of this and the above paragraph, "United States" means the United States of America, its territories and possessions (including Puerto Rico, the U.S. Virgin Islands, Guam, American Samoa, Wake Island and the Northern Mariana Islands), any state of the United States of America and the District of Columbia.

#### **United Kingdom**

The communication of this announcement, the Tender Offer Memorandum and any other documents or materials relating to the Offers is not being made and such documents and/ or materials have not been approved by an authorised person for the purposes of section 21 of the Financial Services and Markets Act 2000. Accordingly, such documents and/or materials are not being distributed to, and must not be passed on to, the general public in the United Kingdom. The communication of such documents and/or materials as a financial promotion is only being made to those persons in the United Kingdom falling within the definition of investment professionals (as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Financial Promotion Order**")) or persons who are within Article 43 of the Financial Promotion Order or any other persons to whom it may otherwise lawfully be made under the Financial Promotion Order.

#### Belgium

None of the Offers are being made, directly or indirectly, to the public in Belgium. Neither this announcement, the Tender Offer Memorandum nor any other documents or materials relating to the Offers have been submitted to or will be submitted for approval or recognition to the Belgian Financial Services and Markets Authority (*Autoriteit voor Financiële Diensten en Markten/Financial Services and Markets Authority*) and, accordingly, the Offers may not be made in Belgium by way of a public offering, as defined in Articles 3 and 6 of the Belgian Law of 1 April 2007 on public takeover bids, as amended or replaced from time to time. Accordingly, the Offers may not be advertised and the Offers will not be extended, and neither this announcement, the Tender Offer Memorandum nor any other documents or materials relating to the Offers (including any memorandum, information circular, brochure or any similar documents) has been or shall be distributed or made available, directly or indirectly, to any person in Belgium other than "qualified investors" in the sense of Article 10 of the Belgian Law of 16 June

2006 on the public offer of investment instruments and the admission to trading of investment instruments on regulated markets (as amended from time to time), acting on their own account. Insofar as Belgium is concerned, this announcement and the Tender Offer Memorandum has been issued only for the personal use of the above qualified investors and exclusively for the purpose of the Offers. Accordingly, the information contained in this announcement and the Tender Offer Memorandum may not be used for any other purpose or disclosed to any other person in Belgium.

### Hong Kong

The contents of this announcement and the Tender Offer Memorandum have not been reviewed by any regulatory authority in Hong Kong. Bondholders should exercise caution in relation to the Offers. If a holder of Bonds is in any doubt about any of the contents of this announcement and the Tender Offer Memorandum, such Bondholder should obtain independent professional advice.

The Offers have not been made and will not be made in Hong Kong, by means of any document other than: (i) to "professional investors" as defined in the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**") and any rules made under that ordinance; or (ii) in other circumstances which do not result in the document being a "prospectus" as defined in the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) or which do not constitute an offer to the public within the meaning of that ordinance.

Further, no person has issued or had in its possession for the purposes of issue, or will issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the Offers, which is directed at, or the contents of which are likely to be accessed or read by, the public in Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to the Offers which is or is intended to be made only to persons outside Hong Kong or only to "professional investors" as defined in the SFO and any rules made under that ordinance. This announcement and the Tender Offer Memorandum and the information contained herein may not be used other than by the person to whom it is addressed and may not be reproduced in any form or transferred to any person in Hong Kong.

The Offers are not intended to be made to the public in Hong Kong and it is not the intention of the Offeror that the Offers be made to the public in Hong Kong.

#### Singapore

This announcement and the Tender Offer Memorandum has not and will not be registered as a prospectus with the Monetary Authority of Singapore. The Offers do not constitute a public tender offer for the purchase of the Bonds nor an offering of securities in Singapore pursuant to the Securities and Futures Act, Chapter 289 of Singapore.

#### **The Philippines**

This announcement and the Tender Offer Memorandum has not and will not be registered as a prospectus with the Securities and Exchange Commission of the Philippines. The Offers do not constitute a public tender offer for the purchase of the Bonds, nor an offering of securities in the Philippines pursuant to the Securities Regulation Code and its amended implementing rules and regulations.

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

11 May 2018

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 CEO* Robert C. Nicholson Christopher H. Young

#### Non-executive Directors:

Anthoni Salim, *Chairman* Benny S. Santoso Tedy Djuhar Ambassador Albert F. del Rosario

#### 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

As at the date of this announcement, the directors of FPC Finance Limited are Manuel V. Pangilinan, Robert C. Nicholson, Christopher H. Young and Joseph H.P. Ng.

As at the date of this announcement, the directors of FPT Finance Limited are Manuel V. Pangilinan, Robert C. Nicholson, Christopher H. Young and Joseph H.P. Ng.

As at the date of this announcement, the directors of FPC Treasury Limited are Manuel V. Pangilinan, Robert C. Nicholson, Christopher H. Young and Joseph H.P. Ng.