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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)**

## **POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 22 AUGUST 2024**

At the special general meeting (the “**SGM**”) of First Pacific Company Limited (the “**Company**”) held as a virtual meeting using electronic system, organised at the Company’s principal office in Hong Kong at 11:00 a.m. on Thursday, 22 August 2024, a poll was demanded by the Chairman of the SGM for voting on the proposed resolution as set out in the notice of SGM (the “**SGM Notice**”), contained in the circular dated 7 August 2024 (the “**Circular**”). All Directors of the Company attended the SGM, except Mr. Anthoni Salim, Mr. Manuel V. Pangilinan and Mr. Blair Chilton Pickerell due to other engagements.

As at the date of the SGM, the total number of shares in issue entitling the holders to attend and vote for or against the proposed resolution at the SGM was 4,243,260,570 shares. No shareholder was required to abstain from voting on the proposed resolution at the SGM under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). There were no shares entitling the shareholders to attend and abstain from voting in favour of the proposed resolution at the SGM as set out in Rule 13.40 of the Listing Rules. No shareholders had stated their intention in the Circular to vote against or to abstain from voting on the resolution proposed at the SGM.

The proposed resolution, which was voted on by poll, was duly passed. Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the SGM. The poll results in respect of the resolution were as follows:

Ordinary Resolution		Number of Votes (%)	
		For	Against
1.	<p><b>THAT:</b></p> <p>(a) the conditional share purchase agreement dated 28 June 2024 between PT Margautama Nusantara (“<b>MUN</b>”), PT Metro Pacific Tollways Indonesia Services (“<b>MPTIS</b>”, and together with MUN, the “<b>First Pacific Investor Group</b>”), an investment holding company established and incorporated as a wholly-owned indirect subsidiary of GIC (Ventures) Pte. Ltd. (“<b>WIPL</b>”, and together with the First Pacific Investor Group, the “<b>Investor Group</b>”) and PT Jasa Marga (Persero) Tbk (“<b>JM</b>”) pursuant to which, among others, the First Pacific Investor Group has agreed to purchase and JM has agreed to sell to the First Pacific Investor Group an aggregate of 3,923,430,278 shares of PT Jasamarga Transjawa Tol (the “<b>Target Company</b>”) (representing approximately 18.0% of the entire issued share capital of the Target Company upon completion of the First Pacific Investments (as defined in the Company’s circular dated 7 August 2024 (the “<b>Circular</b>”, of which the notice of SGM (the “<b>Notice</b>”) forms part)) (the “<b>Enlarged Target Capital</b>”)) for a total consideration of IDR8,115,750 million (subject to adjustments), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p>	3,100,837,504 (98.287412%)	54,029,873 (1.712588%)

Ordinary Resolution		Number of Votes (%)	
		For	Against
	<p>(b) the conditional share purchase agreement dated 28 June 2024 between MPTIS and Koperasi Konsumen Karyawan Jalin Margasejahtera (“<b>KKJM</b>”) pursuant to which, among others, MPTIS has agreed to purchase and KKJM has agreed to sell to MPTIS an aggregate of 205,459,492 shares of the Target Company (representing approximately 0.9% of the Enlarged Target Capital) for a total consideration of IDR425,000 million (subject to adjustments), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(c) the conditional share subscription agreement dated 28 June 2024 between MPTIS and the Target Company pursuant to which, among others, MPTIS has agreed to subscribe for and the Target Company has agreed to issue and allot to MPTIS an aggregate of 1,208,585,244 shares of the Target Company (representing approximately 5.6% of the Enlarged Target Capital) for a total consideration of IDR2,500,000 million, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;</p> <p>(d) the shareholders’ agreement (the “<b>Shareholders’ Agreement</b>”) dated 28 June 2024 between the Investor Group and JM relating to the governance and management of the Target Company upon completion of the First Pacific Investments, and the arrangements contemplated thereunder be and are hereby approved, confirmed and ratified; and</p>		

<b>Ordinary Resolution</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
(e)	the board of directors of the Company be and is hereby authorised on behalf of the Company to approve and implement the First Pacific Investments (which the entering into of the Shareholders' Agreement is part and parcel of) 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 First Pacific Investments (which the entering into of the Shareholders' Agreement is part and parcel of); 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 First Pacific Investments (which the entering into of the Shareholders' Agreement is part and parcel of)).		
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution of the Company.			

By Order of the Board  
**First Pacific Company Limited**  
**Chiu Wing Man, Fiona**  
*General Counsel and Company Secretary*

Hong Kong, 22 August 2024

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

***Non-executive Directors:***

Anthoni Salim, *Chairman*  
Benny S. Santoso  
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