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**Acquisitions and Disposals :: Very Substantial Acquisition or Reverse Takeover :: DISCLOSURE PURSUANT TO RULE 704(31) AND RULE 728 OF THE LISTING MANUAL**

\* Asterisks denote mandatory information


Name of Announcer *	DEL MONTE PACIFIC LIMITED
Company Registration No.	326349
Announcement submitted on behalf of	DEL MONTE PACIFIC LIMITED
Announcement is submitted with respect to *	DEL MONTE PACIFIC LIMITED
Announcement is submitted by *	Yvonne Choo
Designation *	Company Secretary
Date & Time of Broadcast	16-Jan-2014 17:14:19
Announcement No.	00041

**>> Announcement Details**

The details of the announcement start here ...

Announcement Title *	DISCLOSURE PURSUANT TO RULE 704(31) AND RULE 728 OF THE LISTING MANUAL
Description	DISCLOSURE PURSUANT TO RULE 704(31) AND RULE 728 OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED ("SGX-ST")  Please see attached.

**Attachments**

 [Annc-BPIFacility.pdf](#)  
Total size = **49K**  
(2048K size limit recommended)

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**DEL MONTE PACIFIC LIMITED**  
(the "**Company**")  
(Incorporated in the British Virgin Islands)

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**DISCLOSURE PURSUANT TO RULE 704(31) AND RULE 728 OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED ("SGX-ST")**

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The Board of Directors (the "**Board**") of the Company would like to refer to the announcements dated 11 October 2013, 27 November 2013 and 15 January 2014 (collectively, the "**Announcements**") in relation to the Company's proposed acquisition of the consumer food business of Del Monte Corporation ("**Proposed Acquisition**").

*All capitalised terms used herein shall bear the same meanings as ascribed to them in the Announcements.*

It was announced that the Company had on 14 January 2014 entered into a term loan facility for up to US\$165,000,000 with the Bank of the Philippine Islands ("BPI Facility") which is guaranteed by NutriAsia Pacific Ltd ("NAPL"). The terms of the BPI Facility place restrictions on any change in control of the Company and the Company's ceasing to become a subsidiary of NAPL would constitute an event of default which would give the lender the right to require the Company to repay all amounts owing under the BPI Facility, which is intended to be a short-term bridge loan facility.

The Board would like to inform shareholders that:

- (1) Assuming that an event of default occurs, and assuming that the US\$350,000,000 BDO Facility has been fully drawn, the aggregate maximum level of facilities available to the Company as at the date of this Announcement that may be affected by such occurrence is approximately US\$515,000,000 (inclusive of the BPI Facility).
- (2) The Company has obtained the undertaking of NAPL, to notify the Company, as soon as NAPL becomes aware of any share pledging arrangement relating to their shareholding (direct or indirect) in the Company, and of any event which may result in the Company ceasing to be a subsidiary of NAPL.

**By Order of the Board**

Yvonne Choo  
Company Secretary  
16 January 2014

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## **About Del Monte Pacific Limited ([www.delmontepacific.com](http://www.delmontepacific.com))**

Dual listed on the Mainboard of the Singapore Exchange and the Philippine Stock Exchange, Del Monte Pacific Limited (Bloomberg: DELM SP/ DMPL PM) is a group of companies that caters to today's consumer needs for premium quality, healthy food and beverage products. It innovates, produces, markets and distributes its products worldwide.

The Group owns the Del Monte brand for processed products in the Philippines where it enjoys leading market shares for canned pineapple juice and juice drinks, canned pineapple and tropical mixed fruits, tomato sauce, spaghetti sauce and tomato ketchup.

Del Monte Pacific also owns another premium brand, S&W, globally except the Americas, Australia and New Zealand. As with Del Monte, S&W originated in the USA in the 1890s as a producer and marketer of premium quality processed fruit and vegetable products.

The Group owns approximately 93% of a holding company that owns 50% of FieldFresh Foods Private Limited in India ([www.fieldfreshfoods.in](http://www.fieldfreshfoods.in)). FieldFresh markets Del Monte-branded processed products in the domestic market and FieldFresh-branded fresh produce. Del Monte Pacific's partner in FieldFresh India is the well-respected Bharti Enterprises, which owns one of the largest conglomerates in India.

Del Monte Pacific holds the exclusive rights to produce and distribute processed food and beverage products under the Del Monte brand in the Indian subcontinent and Myanmar.

With a 23,000-hectare pineapple plantation in the Philippines, 700,000-ton processing capacity and a port beside the Cannery, Del Monte Pacific's subsidiary, Del Monte Philippines, operates the world's largest fully-integrated pineapple operation. It is proud of its long heritage of 87 years of pineapple growing and processing. It has long-term supply agreements with some of the Del Monte trademark owners and licensees around the world.

Del Monte Pacific and its subsidiaries are not affiliated with other Del Monte companies in the world, including Del Monte Foods Co (USA), Fresh Del Monte Produce Inc, Del Monte Canada, Del Monte Asia Pte Ltd and these companies' affiliates.

Del Monte Pacific is 67%-owned by NutriAsia Pacific Ltd (NPL). NPL is owned by the NutriAsia Group of Companies which is majority-owned by the Campos family of the Philippines. The NutriAsia Group is the market leader in the liquid condiments, specialty sauces and cooking oil market in the Philippines.

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