

JARDINE CYCLE & CARRIAGE LIMITED

(Co. Reg. No.: 196900092R)

(Incorporated in the Republic of Singapore)

PROPOSED RENOUNCEABLE UNDERWRITTEN RIGHTS ISSUE – NOTICE OF BOOKS CLOSURE DATE

1. INTRODUCTION

Rights Issue. The Board of Directors of Jardine Cycle & Carriage Limited (the “**Company**”) refers to the announcement dated 18 June 2015 in relation to the Rights Issue (the “**Rights Issue Announcement**”).

All capitalised terms used and not defined herein shall have the meanings ascribed to them in the Rights Issue Announcement.

2. NOTICE OF BOOKS CLOSURE DATE

NOTICE IS HEREBY GIVEN THAT the share transfer books and the register of members of the Company will be closed at **5.00 p.m. (Singapore time) on 26 June 2015**, for the purpose of determining the provisional allotments of Rights Shares entitlements (the “**Nil-Paid Rights**”) of the Entitled Shareholders (comprising Entitled Depositors and Entitled Scripholders) under the Rights Issue.

Entitled Depositors

Shareholders whose Shares are registered in the name of The Central Depository (Pte) Limited (“**CDP**”) and whose securities accounts with CDP (the “**Securities Accounts**”) are credited with Shares as at 5.00 p.m. (Singapore time) on the Books Closure Date (the “**Depositors**”) will be provisionally allotted Nil-Paid Rights on the basis of the number of Shares standing to the credit of their Securities Accounts as at the Books Closure Date. “**Entitled Depositors**” are Depositors whose registered addresses with CDP are in Singapore as at the Books Closure Date or who, at least three (3) market days prior to the Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents.

Entitled Scripholders

A person who is registered as a holder of Shares and whose share certificates are not deposited with CDP (the “**Scripholder**”) will be provisionally allotted Nil-Paid Rights on the basis of the number of Shares registered in the name of such Scripholder in the Register of Members of the Company as at 5.00 p.m. on the Books Closure Date if he is an Entitled Scripholder. “**Entitled Scripholders**” are Scripholders who have tendered to the Share Registrar valid transfers of their Shares and the certificates relating thereto for registration up to the Books Closure Date and whose registered addresses with the Company are in Singapore as at the Books Closure Date or who have, at least three (3) market days prior to the Books Closure Date, provided the Company’s Share Registrar with addresses in Singapore for the service of notices and documents.

Foreign Shareholders

The making of the Rights Issue may be prohibited or restricted in certain jurisdictions under their relevant securities laws. Subject to certain limited exceptions, for practical reasons and in order to avoid any violation of the securities legislation applicable in countries other than Singapore, the Rights Shares will not be offered to Shareholders with registered addresses outside of Singapore as at the Books Closure Date and who have not, at least three (3) market days prior to the Books Closure Date, provided CDP or the Company's Share Registrar, as the case may be, with addresses in Singapore for the service of notices and documents ("**Foreign Shareholders**"). Accordingly, subject to certain limited exceptions, Foreign Shareholders will not be allowed to participate in the Rights Issue, no Nil-Paid Rights will be allotted to Foreign Shareholders and no purported acceptance thereof or application therefor by any Foreign Shareholder will be valid. Entitlements to Rights Shares which would otherwise accrue to Foreign Shareholders will, if practicable, be sold on the SGX-ST after dealings in the Nil-Paid Rights under the Rights Issue commence, and the net proceeds arising therefrom will be dealt with in accordance with the terms set out in the Offer Information Statement to be issued for the Rights Issue (the "**Offer Information Statement**") and lodged with the Monetary Authority of Singapore.

3. GENERAL

- 3.1 **Offer Information Statement.** Further details of the Rights Issue will be made available in the Offer Information Statement to be despatched to Entitled Shareholders in due course.
- 3.2 **Further announcements.** Where appropriate, further details will be disclosed in subsequent announcements.

By Order of the Board

Ho Yeng Tat
Group Company Secretary

Singapore, 18 June 2015

IMPORTANT NOTICE

This Announcement is for information only and does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to acquire, any Rights Shares or to take up any entitlements to Rights Shares in any jurisdiction in which such an offer or solicitation is unlawful. No person should acquire any Rights Shares except on the basis of the information contained in the Offer Information Statement. The information contained in this Announcement is not for release, publication or distribution to persons in the United States and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations. The issue, exercise or sale of Rights Shares and the acquisition or purchase of the Rights Shares are subject to specific legal or regulatory restrictions in certain jurisdictions. The Company assumes no responsibility in the event there is a violation by any person of such restrictions.

The distribution of this Announcement, the Offer Information Statement, the provisional allotment letters and/or the application forms for Rights Shares and excess Rights Shares into jurisdictions other than Singapore may be restricted by law. Persons into whose possession this Announcement and such other documents come should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. Neither the content of the Company's website nor any website accessible by hyperlinks on the Company's website is incorporated in, or forms part of, this Announcement.

This release is not an offer for sale of securities in the United States or elsewhere. The Nil-Paid Rights, the Rights Shares, the provisional allotment letters and/or the application forms for Rights Shares and excess Rights Shares have not been and will not be registered under the United States Securities Act of 1933 (the "Securities Act"), and may not be offered or sold in the United States unless registered under the Securities Act or pursuant to an exemption from, or in a transaction not subject to, registration under the Securities Act. There will be no public offering of securities in the United States.