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JARDINE CYCLE & CARRIAGE LIMITED

(Co. Reg. No.: 196900092R)

(Incorporated in the Republic of Singapore)

RENOUNCEABLE UNDERWRITTEN RIGHTS ISSUE – LISTING AND QUOTATION OF RIGHTS SHARES

1. INTRODUCTION

Rights Issue. Jardine Cycle & Carriage Limited (the “**Company**”) refers to the announcements dated 18 June 2015, 29 June 2015, and 20 July 2015 made by the Company in relation to the Rights Issue (the “**Rights Issue Announcements**”, and each a “**Rights Issue Announcement**”).

All capitalised terms used and not defined herein shall have the same meanings given to them in the Rights Issue Announcements and the Offer Information Statement.

2. LISTING AND QUOTATION OF THE RIGHTS SHARES

The Board wishes to announce that, further to the Rights Issue Announcement dated 20 July 2015 made by the Company in relation to the results of the Rights Issue, 39,523,628 Rights Shares were allotted and issued by the Company today. The Rights Shares will be listed and quoted on the Mainboard of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 24 July 2015 and trading of the Rights Shares on the Mainboard of the SGX-ST under the book-entry (scripless) settlement system will commence with effect from 9.00 a.m. on the same date.

The Rights Shares, on allotment and issue, rank *pari passu* in all respects with the then issued Shares, save for any dividends, rights, allotments or other distributions, the record date for which falls before the date of issue of the Rights Shares.

As a result of the allotment and issue of the Rights Shares, the number of issued and paid-up Shares has increased from 355,712,660 Shares to 395,236,288 Shares as at the date of this Announcement.

3. TRADING OF ODD LOTS

For the purposes of trading on the Mainboard of the SGX-ST, each board lot of Shares will comprise 100 Shares. Following the Rights Issue, Shareholders who hold odd lots of Shares (that is, lots other than board lots of 100 Shares) and who wish to trade in odd lots are able to trade odd lots of Shares in board lots of one (1) Share on the SGX-ST’s Unit Share Market. The Unit Share Market is a ready market for trading of odd lots of Shares with a minimum size of one (1) Share.

By Order of the Board

Ho Yeng Tat
Group Company Secretary

Singapore, 23 July 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.