

GENERAL ANNOUNCEMENT::SPECIAL DIVIDEND - DISTRIBUTION IN SPECIE OF TOYOTA SHARES**Issuer & Securities****Issuer/ Manager**

JARDINE CYCLE & CARRIAGE LIMITED

Securities

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Special Dividend - Distribution in specie of Toyota Shares

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Submitted By (Co./ Ind. Name)

Lau Jo Yen

Designation

Company Secretary

Description (Please provide a detailed description of the event in the box below)

Please see attachment

Attachments[Attachment - Special Dividend.pdf](#)

Total size = 131K MB



JARDINE CYCLE & CARRIAGE LIMITED

(Incorporated in the Republic of Singapore)

Company Registration No. 196900092R

ANNOUNCEMENT

SPECIAL DIVIDEND – DISTRIBUTION IN SPECIE OF TOYOTA SHARES

1. INTRODUCTION

Jardine Cycle & Carriage Limited (“**JC&C**” or the “**Company**”) refers to its announcement dated 30 July 2026 and the circular to the shareholders of the Company (the “**Shareholders**”) dated 9 September 2026 (the “**Circular**”) in relation to the Proposed Distribution.

Unless otherwise defined, all capitalised terms used herein shall bear the same meanings ascribed to them in the Circular.

2. NOTICE OF RECORD DATE FOR THE PROPOSED DISTRIBUTION

NOTICE IS HEREBY GIVEN that the Share Transfer Books and the Register of Members will be closed at **5.30 p.m. on Friday, 9 October 2026** (the “**Record Date**”) to determine the entitlements of Entitled Shareholders to the Proposed Distribution.

3. THE CASH SALE, EXPECTED INSTRUCTING PERIOD AND DESPATCH OF THE INSTRUCTION FORMS

3.1 In order to provide flexibility for Shareholders who do not wish to hold securities listed on the TSE or whose entitlement to the Toyota Shares pursuant to the Toyota Distribution may be uneconomic to trade, the Company will provide Shareholders with the opportunity to sell their entire entitlement to the Toyota Shares pursuant to the Toyota Distribution on the TSE, with the relevant Shareholder receiving the sale proceeds (the “**Cash Sale**”).

3.2 In respect of the Toyota Shares to which they are entitled pursuant to the Toyota Distribution, Entitled Shareholders:

3.2.1 may instruct the Company to transfer the relevant Toyota Shares to such Entitled Shareholder, such that the Toyota Shares may be held in their own name and may be traded by them; or

3.2.2 may instruct the Company to undertake the Cash Sale in respect of such Toyota Shares; and

3.2.3 if no valid instructions are received by the Company, will receive the relevant Toyota Shares, which shall be allotted in the name of the Entitled Shareholder and held by the Company on behalf of such Entitled Shareholder.

- 3.3** The Company will make a further announcement on the period during which an Entitled Shareholder (other than an Excluded Overseas Shareholder) can instruct the Company to either (i) transfer their entitlement to the Toyota Distribution to their Individual JASDEC Account or Qualified Brokerage or Custodian Account (as the case may be), or (ii) undertake the Cash Sale (the “**Instructing Period**”) and will despatch an Instruction Form to all Entitled Shareholders (other than to the Excluded Overseas Shareholders who will not receive the Instruction Form, and who will be deemed to have instructed the Company to undertake the Cash Sale and will receive all (and not part) of their entitlement to the Toyota Distribution in cash).
- 3.4** The Instructing Period is expected to commence from 9.00 a.m. on Friday, 16 October 2026 and will end at 5.00 p.m. on Wednesday, 4 November 2026.

4. EXPECTED SHARE TRANSFER DATE

- 4.1** The Payment Date, being the date on which JC&C initiates payment of the Cash Distribution, payment of the Cash Sale Proceeds and payment of the Fractional Entitlement Proceeds, is currently expected to be 2 December 2026.
- 4.2** The Share Transfer Date, being the date on which JC&C initiates the transfer of the relevant Toyota Shares to the Entitled Shareholder’s Individual JASDEC Account or Qualified Brokerage or Custodian Account (as the case may be), is currently expected to be 2 December 2026.
- 4.3** Please note that such dates are indicative only and may be subject to change. Please refer to future announcement(s) by the Company, which will be made available on the website of the SGX-ST, for the exact dates.

5. OVERSEAS SHAREHOLDERS

- 5.1** An Entitled Shareholder will be regarded as an Overseas Shareholder if its registered address on the Register or the Depository Register (as the case may be) is not in Singapore as at the Record Date (each, an “**Overseas Shareholder**”). Shareholders who wish to change their registered address on the Register or the Depository Register (as the case may be) to provide an address in Singapore in substitution thereof prior to the Record Date may do so by sending a notice in writing to the Share Registrar (in the case of a change of address on the Register) or CDP (in the case of a change of address on the Depository Register), respectively not later than five Market Days (SGX-ST) prior to the Record Date.
- 5.2** The circulation of this Circular and the distribution of the Toyota Shares pursuant to the Toyota Distribution may be prohibited or restricted (either absolutely or subject to various securities requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions. Overseas Shareholders are required to inform themselves and to observe any such prohibition or restriction at their own expense and without any liability to the Company.
- 5.3** Where the Board is of the view that the distribution of the Toyota Shares to any Entitled Shareholders who are Overseas Shareholders may infringe any relevant foreign law or may necessitate compliance with conditions or requirements which they, in their sole discretion, regard as onerous by reason of costs, delay or otherwise, the Toyota Shares which such Overseas Shareholders would have been entitled to pursuant to the Toyota Distribution will not

be distributed to such Overseas Shareholders (such Shareholders, “**Excluded Overseas Shareholders**”).

- 5.4** Notwithstanding the foregoing, an Overseas Shareholder whose registered address is in the United States may receive the Toyota Shares which such Overseas Shareholders would have been entitled to pursuant to the Toyota Distribution if such Overseas Shareholder provides written confirmation to the Company, before the end of the Instructing Period, confirming their status as either (i) an institution that is an “accredited investor” within the meaning of Rule 501 under the Securities Act or (ii) a qualified institutional buyer within the meaning of Rule 144A under the Securities Act and duly completes and executes an investor letter in the form prescribed by the Company (the “**Investor Letter**”). A copy of the Investor Letter and details of the process for completing and submitting the same are available from the Company upon request by such Overseas Shareholder. Such request may be made via email to the Share Registrar at JCCL@boardroomlimited.com.
- 5.5** Excluded Overseas Shareholders will not receive the Instruction Form, will be deemed to have instructed the Company to undertake the Cash Sale, and will be entitled to receive their pro rata entitlement to the Toyota Distribution in cash (i.e., the Cash Sale Proceeds and the Fractional Entitlement Proceeds, if any) in respect of the JC&C Shares held by them as at the Record Date. No Excluded Overseas Shareholders shall have any claim whatsoever against the Company and/or Toyota in connection therewith.

Singapore, 1 October 2026