

**JARDINE MATHESON GROUP
SECURITIES DEALING RULES**

As adopted by the following Group Companies:-

Jardine Matheson Holdings Limited
DFI Retail Group Holdings Limited
Hongkong Land Holdings Limited
Mandarin Oriental International Limited

January 2025

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JARDINE MATHESON GROUP SECURITIES DEALING RULES **(the "Dealing Rules")**

Nothing in the Dealing Rules sanctions a breach of any relevant legal or regulatory requirements relating to insider trading or disclosure of Inside Information in the United Kingdom, Singapore or any other jurisdiction.

Introduction

As a principle, the Jardine Matheson Group encourages its employees to hold securities issued by companies within the Jardine Matheson Group as long-term investments and discourages short-term speculative dealings. To protect both individual employees and the Group Companies (as defined below) from any potential breaches of the complex legal and regulatory obligations which apply when dealing in Restricted Securities (as defined below), however, these Dealing Rules have been adopted by the Group Companies.

"Group Companies" means each of:

- Jardine Matheson Holdings Limited;
- DFI Retail Group Holdings Limited;
- Hongkong Land Holdings Limited; and
- Mandarin Oriental International Limited.

How do the Dealing Rules apply?

The Dealing Rules apply to the securities of the Group Companies and their listed subsidiaries and associates as set out in Appendix I ("**Restricted Securities**"). They take into account the UK Market Abuse Regulation ("**MAR**"), which applies to UK-listed companies, and relevant best practices.

The Dealing Rules apply to dealings and the disclosure of Inside Information (as defined in Section 1) by:

1. Directors and other Persons Discharging Managerial Responsibilities ("**PDMRs**", as explained further below); and
2. Employees, other than PDMRs, who have access to Inside Information and who have been advised of their status ("**Employee Insiders**"), as more fully described in Section 2

(collectively, "**Restricted Persons**"). All Restricted Persons will be notified of their status and provided with a copy of the Dealing Rules.

The Dealing Rules require share dealing consents to be sought by the Restricted Persons as follows:

1. Directors of the Group Companies are required to seek clearance to deal in all Restricted Securities;
2. PDMRs (other than Directors) and Employee Insiders are required to seek clearance to deal in the Restricted Securities of the Group Company by which they are employed and any of that Group Company's listed subsidiaries and associated companies; and

3. PDMRs (other than Directors) and Employee Insiders are required to seek clearance to deal in any other Restricted Securities in relation to which they have been notified that permission is required.

Closely associated persons of PDMRs ("**CAPs**"), as more fully described in Section 3, must also obtain clearance through the relevant PDMR to deal in the same Restricted Securities as that PDMR.

Other companies within the Jardine Matheson Group, such as Jardine Cycle & Carriage Limited and PT Astra International Tbk and its affiliates, have adopted their own securities dealing rules.

The laws regarding insider trading, and where relevant, these Dealing Rules, apply to all employees and other persons with access to Inside Information. In respect of PDMRs and Employee Insiders, this will be brought to their attention by the circulation of the "Insider Briefing Note", which is set out in Appendix II.

Code of Conduct

The Jardine Matheson Group's Code of Conduct provides that employees must not deal in Restricted Securities of any given company if they possess Inside Information regarding that company.

Why do I need to read this?

These Dealing Rules set out the rules for dealing in Restricted Securities. The rules set out herein are important.

The rules are intended to ensure that you (i) do not misuse information you may have about the Group Companies and their subsidiaries and associated companies which is not available to other investors (Inside Information) or place yourself under suspicion of abusing Inside Information and (ii) comply with your obligations under MAR. You should pay particular attention if you are going to:

- Buy Group Companies' shares;
- Sell Group Companies' shares; or
- Join any share plans and/or receive shares, options or awards or make any elections under any share plans or dividend reinvestment schemes.

You should reread this document before you do any of these things.

These Dealing Rules refer in several places to "buying and selling shares". This includes any dealing in shares (including but not limited to those actions listed above). These Dealing Rules also refer to "shares". For these purposes, shares includes debt instruments and any other instruments related to those shares or debt instruments (e.g. options, phantom options, derivatives and cash where the amount is linked to shares).

What do I need to do?

You need to do the following:

- Read this document. If you have any questions after reading it, please contact the Group Company Secretary or Deputy Group Company Secretary.
- You should then complete and return the form in Appendix III, "Acknowledgement and Confirmation of Securities Dealing Rules", to confirm that you have read and understood this document.

Do I need to read the whole document?

- Everyone who receives this document needs to read Section 1 and Section 2.
- If you are a PDMR, you also need to read Section 3.

A PDMR is a person who is:

- a director of a Group Company; or
- a senior manager of a Group Company, usually the director of a Management Company (such as Jardine Matheson Limited), who has regular access to Inside Information and the power to make managerial decisions.

You will have been informed if you are a PDMR. In the case of any uncertainty, please contact the Group Company Secretary or Deputy Group Company Secretary.

Not following these Dealing Rules is a serious disciplinary matter. In addition, you may have broken the law and be subject to a fine and, possibly, imprisonment.

SECTION 1 – Inside Information

How do I know if I have Inside Information?

This document is about the use (and misuse) of Inside Information. Anybody can have Inside Information. For example, you might have access to Inside Information: (i) because of the nature of your work; (ii) from being involved in a transaction; (iii) from looking at a document you are photocopying for another person; or (iv) by overhearing a conversation in the lift.

If you have access to Inside Information in any formal capacity, as a general rule, you will be added to an insider list which the relevant Group Company is legally obliged to establish and maintain. If you have been notified that you are on an insider list, you should assume you have Inside Information.

Information is "**Inside Information**" if it:

- is precise;
- would be likely to have a significant effect on the Group Company's share price if it were made public;
- has not already been made public; and
- relates, directly or indirectly, to the Group Company or its shares.

Information is "precise" if it is about existing circumstances or events or events that may reasonably be expected to occur. Rumour or speculation is not enough.

How do we judge whether information would be likely to significantly affect the price of the Group Company's shares? Under the rules, if a reasonable investor would be likely to use the information as part of the basis for investment decisions, that is enough to satisfy this part of the test for Inside Information. It is a low threshold.

If you are not sure whether or not information you have is Inside Information, you should:

- assume that it is; and/or
- check with the person you got the information from. Be careful who (or how) you ask because giving Inside Information to somebody who does not already have it can be a breach of the rules. (See "Unlawfully disclosing Inside Information" below.)

What if I have Inside Information?

If you have Inside Information, then you must not:

- use it to deal in shares (known as "insider dealing");
- recommend or induce somebody else to engage in insider dealing; or
- disclose the Inside Information to anyone else.

The sections below look at each of these in turn.

Insider dealing

When in possession of Inside Information, you must not buy or sell (or otherwise acquire or dispose of) or otherwise deal in the shares to which that information relates.

Say, for example, that you have seen a draft of a Group Company's results announcement showing a large profit decrease. This is Inside Information since it is likely to cause the share price to fall when made public and satisfies all the other conditions set out above. If you were to sell that Group Company's shares before this information is made public, that would be insider dealing. That is because you could sell at a higher price than other shareholders who, unaware of the information, would not know to sell before the information is made public and the share price drops. Those other shareholders are, therefore, at a disadvantage.

Even if you have perfectly good reasons for buying or selling, which have nothing to do with the Inside Information (e.g. you need to sell now to pay a bill), you would still be insider dealing. So, you must check that you do not have Inside Information before you buy or sell shares. If you do have Inside Information, but you still need to sell, you must get further help before doing so. (See "Getting further help" below.)

It does not matter who stands to make a profit (or avoid a loss) or whether or not any profit is made (or loss avoided). The main characteristic of insider dealing is that someone is getting an unfair advantage from the Inside Information to the disadvantage of those who do not have it.

It would also be insider dealing if you decided to exercise a share option when you have Inside Information, as you would then be acquiring shares.

Recommending or inducing somebody else to engage in insider dealing

Just as you cannot use Inside Information to deal in shares yourself, you must not encourage or require anybody else to do so, even if:

- you do not tell them what the information is or that you have Inside Information;
- they do not end up buying or selling shares; or
- they do buy or sell but do not make (or avoid losing) any money.

This would include, for example:

- encouraging a work colleague to exercise their share options;
- suggesting that your spouse buys or sells shares; or
- instructing a fund manager to buy or sell shares on your behalf.

If, with your encouragement, a person sells or buys shares, they may also be guilty of insider dealing themselves if they knew, or ought to have known, that your encouragement was based on Inside Information. You should bear this in mind if somebody encourages you to buy or sell.

Unlawfully Disclosing Inside Information

If you have Inside Information, you must not share it with anyone else except where you are required to do so by law or as part of your employment or duties.

For example, you would be unlawfully disclosing information:

- if you passed on a dealing tip which you knew (or ought to have known) was based on Inside Information even though you were not passing on the Inside Information itself; or
- even if the person you passed it on to does not make use of it.

You may also have Inside Information about other companies, either through work or acquired in another way. If this is the case, the prohibitions set out above apply in relation to those companies, too.

Getting further help

If you are unsure whether you have Inside Information or, if you do but are unsure whether you can deal, you should contact the Group Company Secretary or Deputy Group Company Secretary.

Bear in mind that the Group Company Secretary or Deputy Group Company Secretary may not have the same Inside Information, so you should not tell them what it is (doing so might be unlawfully disclosing Inside Information).

This Section 1 is intended to help you comply with MAR and related regulations concerning Group Companies' shares. However, MAR goes further than what is described in this Section 1, and you should get further help if unsure.

SECTION 2 – Getting Clearance to Deal

You only need to read this if you are a PDMR or an employee who has been added to a Group Company's insider list (an "**Employee Insider**"), and you need to seek clearance before you deal in any Restricted Securities.

What is clearance?

To minimise the risk of PDMRs or Employee Insiders misusing or appearing to misuse Inside Information, PDMRs and Employee Insiders must get clearance before dealing in Restricted Securities, being the shares of the Group Companies to which these Dealing Rules relate as set out in Appendix I.

Who has to get clearance?

You need to get clearance to deal in Restricted Securities if you are a PDMR or an Employee Insider as follows:

- if you are a Director of a Group Company that is subject to these Dealing Rules, you must get clearance before dealing in any Restricted Securities;
- if you are a PDMR (other than a Director) or an Employee Insider, you must get clearance before dealing in Restricted Securities of the Group Company under which you are employed or any of its listed subsidiaries or associates; or
- if you are a PDMR (other than a Director) or an Employee Insider and you have been notified that permission is required in respect of any other Restricted Securities, you must get clearance before dealing in such other Restricted Securities.

Dealings of CAPs (as defined earlier and more fully described in Section 3) are also subject to prior approval in the same manner as PDMRs' dealings. Each CAP must notify the PDMR of their intention to deal in any Restricted Securities so that the PDMR can obtain clearance from the Group Company.

If you are unsure, you should ask for clearance.

What transactions do I need clearance for?

You must get clearance for any "dealings" in Restricted Securities. "Dealings" is very wide. It would include, for example:

- buying shares;
- selling shares;
- transactions in shares carried out on your behalf (e.g. by trustees of a family trust);
- exercising options or phantom options;
- buying shares under a dividend re-investment plan;
- cashing out an award or option;
- using any shares as security for a loan;
- making a transfer of shares to your spouse or civil partner;

- giving or receiving a gift of shares;
- inheriting shares;
- your dealings in units or shares in a collective investment undertaking or a portfolio of assets which have exposure to shares or debt instruments of a Group company of more than 20%;
- dealings in shares or debt instruments by a collective investment undertaking (for example, a UCITS or an Alternative Investment Fund), in which you have invested, but only where you have a say in investment decisions and not where the manager has complete discretion; and
- giving instructions to the manager of your pension fund to invest in or sell shares (or a fund which included Restricted Securities) – but see below for more.

You also need to get clearance for transactions you enter into on behalf of somebody else.

So if, for example, you are the executor of an estate which holds shares, you need clearance for dealings in those shares in the same way as for your own shares.

You need to get clearance for transactions made on your behalf, for example, by:

- your broker;
- the manager of an investment fund;
- your pension fund; or
- a trustee of a family trust,

where the funds include relevant Restricted Securities. This is only necessary if you can give directions on investments and timing. If you cannot do this and the manager or trustee has complete discretion, there is no need to ask for clearance. This would apply, for example, to most mutual funds, index trackers or other retail investment products (so you would not need to apply for clearance for dealings by those funds).

If in doubt, you should ask for clearance.

What are Closed Periods?

"Closed Periods" are the periods prior to the announcement of financial results and the Interim Management Statements ("**IMS**") when dealing restrictions apply. Such restrictions differ in various jurisdictions where the Group Companies or their listed subsidiary or associated companies are regulated. Relevant Closed Periods are:

- (a) in relation to **Jardine Matheson Holdings Limited, Hongkong Land Holdings Limited, DFI Retail Group Holdings Limited and Mandarin Oriental International Limited** (for the purpose of this sub-paragraph (a), a "**Company**"), the period of 30 calendar days immediately preceding the release of the announcement of the Company's half-year results and the preliminary announcement of the Company's annual results and the period of seven calendar days immediately preceding the release of the announcement of the Company's IMS. *(Note: There is also a general prohibition on dealings in a period when there exists any matter which constitutes Inside Information applicable to the Company.)*

- (b) in relation to **Jardine Cycle & Carriage Limited and Nickel Industries Limited**, the period of one month immediately preceding and the date of the preliminary announcement of the company's annual results and the announcement of its half-yearly results.
- (c) in relation to **Zhongsheng Group Holdings Limited**:
- the period of 60 days immediately preceding the publication date of the preliminary announcement of the company's annual results or, if shorter, the period from the end of the relevant financial year up to and including the publication date of the results announcement; and
 - the period of 30 days immediately preceding the publication date of the announcement of the quarterly results (if any) and half-year results or, if shorter, the period from the end of the relevant quarterly or half-year period up to and including the publication date of the results announcement.
- (d) in relation to **Yonghui Superstores Co., Limited**:
- the period of 30 calendar days immediately preceding the announcement of the company's regular reports (which include annual reports, half-yearly reports and quarterly reports); and
 - the period of 10 calendar days immediately preceding the announcement of the company's performance forecasts or performance briefings.

There are no set Closed Periods for companies listed in **Indonesia, the Philippines, Thailand and Vietnam**. The general prohibition on dealings in a period when there exists any matter which constitutes Inside Information applicable to the relevant company would, however, still apply.

Will I be given clearance to deal?

Clearance to deal in shares is always at the discretion of the person giving the clearance.

Unless there are exceptional circumstances (such as a requirement to sell shares in severe financial circumstances), you would not usually be given clearance to deal in a Closed Period or where you are on an insider list in respect of certain financial results or a specific transaction or event, since this means you will have Inside Information.

Even if you have been given clearance, the insider dealing rules still apply, and you may still be guilty of (or be accused of) insider dealing. You should read Section 1 again before you deal.

If you need to deal in a Closed Period or while you are on an insider list, you should explain why you want to deal, and this will be considered. The sorts of things which will be relevant are as follows:

- the reasons you want to deal – for example, to satisfy a legal obligation or financial commitment or to meet any shareholding guidelines which apply to you;

- why this commitment cannot be met before the Closed Period, at any other time or in any other way;
- any past practice you may have of dealing at the same time and/or in the same circumstances; and
- whether you are seeking to exercise an option that is about to lapse.

Give as much detail as you can. The information you give will be kept confidential. If you prefer, you can speak to the Group Company Secretary or Deputy Group Company Secretary.

Options about to lapse

If you have an option (including phantom options) which will lapse during a Closed Period, you may be given clearance to exercise it if you give at least four months' written notice of your intention to do so. If this is relevant, you should contact the Group Company Secretary or Deputy Group Company Secretary as soon as possible.

What is the procedure for getting clearance?

You must fill in the online Securities Dealing Approval Request Form, access to which can be found on Jardine Matheson's intranet "JM Hub" or by clicking [here](#).

If you are currently an employee of a Group Company, you must enter your work email address when filling in the Clearance Form.

If you are not an employee of a Group Company, you must enter your email address that was last notified to Group Secretariat, when filling in the Clearance Form.

You will be notified by email of the decision as soon as practicable and, in any event, within three business days. You should retain the approval email containing an approval ID number and a link you must use to submit your transaction details.

a) For PDMRs

- A PDMR (other than the Chairman, Managing Director, or Chief Executive) or Company Secretary must not deal in any Restricted Securities without first notifying the Chairman (or a Designated Director) and receiving clearance to deal from him or her.
- The Chairman must not deal in any Restricted Securities without first notifying the Managing Director and receiving clearance to deal from him or, if the Managing Director is not present, without first notifying Mr Adam Keswick (or in case of DFI Retail Group Holdings Limited, Graham Baker) and receiving clearance to deal from him.

- The Managing Director must not deal in any Restricted Securities without first notifying the Chairman and receiving clearance to deal from him or, if the Chairman is not present, without first notifying Mr Adam Keswick (or in case of DFI Retail Group Holdings Limited, Graham Baker) and receiving clearance to deal from him.
- A Group Company's Chief Executive must obtain their Chairman's approval to deal in any Restricted Securities. If the Chairman is not available to provide approval, the Chief Executive must obtain approval to deal in any Restricted Securities from the respective person named in the table below.

Jardine Matheson Holdings Limited	Adam Keswick
DFI Retail Group Holdings Limited	Ben Keswick
Hongkong Land Holdings Limited	Adam Keswick
Mandarin Oriental International Limited	Adam Keswick

- CAPs must not deal in any Restricted Securities without first notifying their PDMRs, who in turn must notify the Designated Director and receive clearance to deal from them before any dealing by the CAPs can take place.

No person may give themselves clearance to deal.

You will be told of the decision as soon as practicable but within three business days.

You must deal within two business days (Singapore time) of being given clearance. When you do, you must notify the Group Company Secretary within one business day of the transaction details. (See Section 3 below with regard to notification of dealings in the Restricted Securities of Group Companies.) If you do not deal within two business days (Singapore time) of being given clearance, you have to apply for clearance again by submitting a revised request.

Similarly, if you are given clearance, and your circumstances change (for example, you are notified that you have been put on an insider list), you must ask for clearance again.

b) Employee Insiders

Employee Insiders must not deal in any Restricted Securities without the required clearance from the Designated Director.

Designated Directors for the Group Companies are:

- For Jardine Matheson Holdings Limited: Mr Ben Keswick (or his delegate) or failing whom, Mr John Witt or failing whom, Mr Adam Keswick or failing whom, Mr Graham Baker;

- ii. For DFI Retail Group Holdings Limited: Mr John Witt or failing whom, Mr Graham Baker;
- iii. For Mandarin Oriental International Limited: Mr Adam Keswick or failing whom, Mr Ben Keswick; and
- iv. For Hongkong Land Holdings Limited: Mr John Witt or failing whom, Mr Adam Keswick.

While on leave, a Designated Director can delegate their approval to another Director of the Group Company and, in the case of Jardine Matheson Holdings Limited, also to the Group General Counsel.

You must deal within two business days (Singapore time) of being given clearance, and when you do, you will have to submit transaction details by the next day via the link provided in the approval email. If you do not deal within two business days of being given clearance, you must apply again for clearance by submitting a revised request.

Similarly, if you are given clearance and your circumstances change (for example, you are notified that you have been put on an insider list), you must ask for clearance again.

SECTION 3 – Notification of Dealings

Notifications of dealings in the securities of Group Companies, being Jardine Matheson Holdings Limited, Hongkong Land Holdings Limited, DFI Retail Group Holdings Limited and Mandarin Oriental International Limited.

You only need to read this if you are a PDMR.

Summary

If you are a PDMR, you and your CAPs must notify your dealings in Restricted Securities (as set out at the beginning of this document) of a Group Company to the company and the UK Financial Conduct Authority ("**FCA**"). This must be done by the end of the business day after the one in which the dealing takes place. The Group Company will then announce the dealing to the market.

While you are legally required to notify the FCA about any dealings in Restricted Securities, the Group Company Secretary or Deputy Group Company Secretary can do this on your behalf (although you will remain legally responsible for the notification).

In addition, those PDMRs that are required to seek approval for dealing in Restricted Securities by themselves or their CAPs should also advise details of their share dealings to the Group Company Secretary or Deputy Group Company Secretary within one business day, even if they are not required to be disclosed to the FCA, in order that complete records can be maintained.

Who are my CAPs?

Your CAPs are:

- i. your spouse or civil partner;
- ii. your dependent children (including step-children);
- iii. any relative who, on the date of the dealing, has lived with you for at least a year; and
- iv. any entities managed, controlled by you or one of the other persons referred to in i, ii or iii above, or run for your benefit or that of one of the other persons referred to in i, ii or iii above.

If any of your CAPs deal in Restricted Securities, they have to notify the Group Company (who will notify the FCA) no later than close of business (local time) on the business day after the one in which the dealing happens.

The law requires the Group Company to keep an up-to-date list of your CAPs. You will be asked to complete the CAPs form as set out in Appendix IV with details of your CAPs and return it to the Group Company Secretary or Deputy Group Company Secretary. Please review this periodically and update it and inform the Group Company Secretary or Deputy Group Company Secretary as necessary.

A note setting out the obligations of your CAPs is available from the Group Company Secretary or Deputy Group Company Secretary for you to send to your CAPs. You are responsible for notifying your CAPs of their obligations. The law requires you to keep a copy of the notifications you have sent. If you wish, the Group Company Secretary or Deputy Group Company Secretary can notify your CAPs of their obligations on your behalf – please make the necessary election when you return the CAPs form set out in Appendix IV to the Group Company Secretary.

What dealings do I and my CAPs have to notify?

You and your CAPs have to notify all transactions conducted on your (or their) own account relating to Restricted Securities. This would include:

- buying shares;
- selling shares;
- transactions in shares carried out on your (or your CAPs') behalf (e.g. by trustees of a family trust);
- exercising options or phantom options;
- buying shares under a dividend re-investment plan;
- cashing out an award or option;
- using any shares as security for a loan;
- making a transfer of shares to your spouse or civil partner;
- giving or receiving a gift of shares;
- inheriting shares;
- your (or your CAPs') dealings in units or shares in a collective investment undertaking or a portfolio of assets which have exposure to shares or debt instruments of a Group company of more than 20%;
- dealings in shares or debt instruments by a collective investment undertaking (for example, a UCITS or an Alternative Investment Fund), in which you or your CAP have invested, but only where you/your CAP have a say in investment decisions and not where the manager has complete discretion; and
- giving instructions to the manager of your pension fund to invest in or sell shares (or a fund which included Restricted Securities).

Other transactions in Restricted Securities carried out by other persons on your behalf – e.g. trustees of a family trust of which you are a beneficiary (whether or not you can tell them what to invest in and when) – must be notified. This also applies to transactions on behalf of your CAPs.

You cannot net off transactions in your notifications. So, if you buy some shares and sell others, you must notify both the sale and the purchase in full.

If you are in any doubt about whether you have to notify, then you should ask for guidance.

What about where the dealing happens because of something the Group Company has done?

Where the Group Company does something which results in your having to notify a dealing, you will be treated as having notified the Group Company. The Group Company will notify the transaction to the FCA on your behalf, so you do not need to do anything further. This covers:

- being granted an option or award under the Group Company's employee share schemes; and
- shares being issued or transferred to you following vesting of an award and a sale of shares to cover tax on such an award.

When do I have to notify?

You and your CAPs must notify the Group Company and, through the Group Company, the FCA as soon as possible but by no later than close of business on the business day after the one in which the dealing happens (business days are days on which the London Stock Exchange is open for trading, irrespective of whether that day is a business day or not in Hong Kong or any other location).

How do I notify?

The transaction details must be notified to the Group Company using the online form accessed via the link in the approval email, which contains an approval ID number. A notification can set out more than one transaction as long as each transaction is notified within the one business day deadline. You will be prompted to enter your approval ID number, contained in the approval email, to complete the submission.

December 2023

**APPROVAL MATRIX FOR JARDINE MATHESON GROUP COMPANIES'
RESTRICTED SECURITIES**

Requirement to Seek Prior Dealing Approval for Restricted Securities

A – Directors

B – PDMRs (other than Directors) and Employee Insiders

RESTRICTED PERSONS RESTRICTED SECURITIES	JMH			HKLH		DFIRGH		MOIL	
		JML	JP/ M&Co						
	A	B	B	A	B	A	B	A	B
JMH	✓	✓	✓	✓	x	✓	x	✓	x
Zhongsheng	✓	✓	✓	✓	x	✓	x	✓	x
HKLH	✓	✓	x	✓	✓	✓	x	✓	x
DFIRGH	✓	✓	x	✓	x	✓	✓	✓	x
DFI Retail Nusantara	✓	✓	x	✓	x	✓	✓	✓	x
Robinsons	✓	✓	x	✓	x	✓	✓	✓	x
Yonghui	✓	✓	x	✓	x	✓	✓	✓	x
MOIL	✓	✓	x	✓	x	✓	x	✓	✓
OHTL PCL	✓	✓	x	✓	x	✓	x	✓	✓
JC&C	✓	✓	x	✓	x	✓	x	✓	x
Astra International	✓	✓	x	✓	x	✓	x	✓	x
Astra Agro Lestari	✓	✓	x	✓	x	✓	x	✓	x
Astra Graphia	✓	✓	x	✓	x	✓	x	✓	x
Astra Otoparts	✓	✓	x	✓	x	✓	x	✓	x
United Tractors	✓	✓	x	✓	x	✓	x	✓	x
Acset Indonusa	✓	✓	x	✓	x	✓	x	✓	x
Refrigeration Electrical Engineering	✓	✓	x	✓	x	✓	x	✓	x
Nickel Industries Limited	✓	✓	x	✓	x	✓	x	✓	x
Vietnam Dairy Products	✓	✓	x	✓	x	✓	x	✓	x

Appendix II

Insider Briefing Note

NOT READ THESE BUT MAKE ANY NECESSARY CONSISTENCY CHANGES

Date: [●]

[Insert Company name and/or Project Code Name] – Inside Information

You are an "insider" because you have access to non-public information (or "Inside Information"). You must not deal in [Group Company] 's (the "Company") securities until the information is made public. You must not share the information otherwise than in the performance of your duties and in compliance with this note. If you breach these rules, you will have committed a serious offence. You could be fined, lose your job or even go to prison. You may also trigger obligations on the Company and/or sanctions against the Company.

As someone who works for the Company, which is listed on the London Stock Exchange, you are bound by certain rules in relation to confidentiality of information. Under the UK Market Abuse Regulation ("**MAR**") you are required to acknowledge in writing the legal and regulatory duties related to Inside Information and you should be aware of the sanctions attaching to the misuse or improper circulation of such information. Accordingly, we require you to read and sign this note and return it to the Company within seven days of the date of this note.

This note summarises the duties and restrictions relating to Inside Information and the consequences of breaching them. You have been provided with a copy of the Company's Securities Dealing Rules (the "**Dealing Rules**") and this note should be read in conjunction with that.

The main implication for you is that as someone who is likely to have access to "Inside Information" (see (A) below), you are bound by certain restrictions set out under (B) below.

(A) What is Inside Information?

"Inside Information" is information of a precise nature relating to the Company or its financial instruments which is not public, but which, if made public, would be likely to have a significant effect on the price of the Company's financial instruments. Information is likely to have a significant effect on price if a reasonable investor would be likely to use it as part of the basis of their investment decisions. It is a low threshold.

Inside Information which has not been made public is strictly confidential and should not be disclosed, other than to other people within the Company, or to advisers, in each case who need to know the information to perform their function.

(B) How does this affect you?

By virtue of your role, you are considered an "insider" who has access to Inside Information relating to the Company. This means:

- i. your name will appear on an insider list maintained by the Company (the "**Insider List**"). The Company is required to maintain the Insider List under MAR, and this may be disclosed to the FCA on request;
- ii. under MAR you are required to acknowledge in writing the legal and regulatory duties related to Inside Information and you should be aware of the sanctions attaching to the misuse or improper circulation of such information; and
- iii. you have a duty to preserve the confidentiality of all Inside Information known to you.

In particular, **you should**:

- i. limit access to Inside Information to only those people on a "need to know" basis. You should only disclose Inside Information to additional people within an external organisation, such as advisers, with the prior approval of the Company;
- ii. immediately inform the Company if you disclose Inside Information to any person (internal or external) whose name is not on the Insider List;
- iii. comply with the measures set out in the Schedule hereto;
- iv. provide the necessary personal details requested in the enclosed form; and
- v. sign and return the enclosed copy of this note to the Company.

Disclosure of Inside Information

The general rule is that Inside Information relating directly to the Company must be disclosed (via a regulatory announcement) as soon as possible. Delaying disclosure is permitted in certain limited circumstances, e.g. matters under negotiation. In such cases the information must be kept strictly confidential until it is announced to the market. If you are involved in drafting any stock exchange announcements, you are required to take reasonable care to ensure that they are not false or misleading. Particular care should be taken to ensure that an announcement is not misleading by omission.

If you think any matter or set of possible circumstances might constitute Inside Information, you must consult with the Company.

Dealing in the Company's securities

You are subject to the Dealing Rules, which restrict your ability to deal in the Company's shares and other financial instruments at various times and require you to obtain permission before dealing. The purpose of the Dealing Rules is to ensure that employees do not abuse, and do not place themselves under suspicion of abusing, Inside Information they may have, and comply with their obligations under MAR. For further details please refer to the Dealing Rules, which have been provided. You can obtain further copies from the Company or the Group Secretariat.

Sanctions

All those with access to Inside Information relating to the Company are responsible for compliance with the rules set out above. Failure to comply may result in disciplinary action (including termination of employment) and, depending on circumstances, may also constitute a civil and/or criminal offence.

You personally, and the Company, may commit a civil offence of market abuse under MAR if, amongst other things, you:

- i. deal or attempt to deal in the Company's financial instruments, on your own account or for the account of someone else, whilst in possession of Inside Information;
- ii. recommend or induce someone else to deal on the basis of Inside Information, or circulate a recommendation or inducement made by someone else on the basis of Inside Information;
- iii. cancel or amend an existing order to trade once you come into possession of Inside Information;
- iv. disclose Inside Information to another person, otherwise than in the normal exercise of your employment, profession or duties; or
- v. disseminate information or otherwise behave in a way which gives, or is likely to give, a false or misleading impression regarding the price, supply of or demand for an investment.

The FCA can impose unlimited fines and public censure on both the Company and individuals who commit market abuse and, in addition, it can require suspension of trading of the Company's securities.

You may also commit a criminal offence if you disclose Inside Information other than in the proper performance of your employment, office or profession or if you deal or encourage another to deal in the Company's securities at any time on the basis of Inside Information – even if permission to deal has been given. These offences are punishable by up to seven years' imprisonment and/or an unlimited fine under the UK Criminal Justice Act 1993.

If you have any queries in relation to this note, please contact the Company.

Please sign a copy of this note and return it to the Company within seven days.

Acknowledgement

I have read the above briefing note and I acknowledge the legal and regulatory duties entailed in my having access to Inside Information. I am aware of my obligations of confidentiality owed to the Company. I consent to the disclosure of the Insider List to the FCA upon its request.

Name:

Position:

Date:

Schedule to the Insider Briefing Note

RECOMMENDED ACTIONS TO SAFEGUARD CONFIDENTIAL INFORMATION

1 General principles

The overriding principle is that only those who have a need to know about confidential information should be allowed access to such information.

In some circumstances if the confidentiality of information is compromised, the Company will be required to make a public announcement. If you become aware of any leak or breach of confidentiality (actual or potential) you must contact the Company immediately. This includes if you misplace documents or electronic devices which contain confidential information.

To ensure that confidential information is not disclosed unintentionally, you should use your common sense but, as a minimum, you must follow the guidelines set out below.

Care should be taken about committing sensitive information to paper, e.g. minutes of meetings, and it should only be recorded or circulated to the extent that is really necessary.

Particular care should be taken to ensure that communications are received by the appropriate authorised personnel only.

If a project is given a code name in order to facilitate identification and discussions, the project should be referred to by the code name in all communications (written and verbal).

2 Inside the office

2.1 Documents

These should not be left out on desks in unattended or unlocked rooms where unauthorised persons could see them. All confidential documents should be securely locked away at night, and the keys or combinations secured from cleaners, contractors or unauthorised staff.

Code names should be used where possible in all documents, correspondence (including emails) and discussions that relate to individual projects that constitute Inside Information.

Don't leave confidential document lying open and unattended on your desk.

Don't leave confidential documents unattended on fax machines, printers, scanners or photocopiers and take care not to make more copies than necessary.

Drafts and unwanted documents should be shredded and not put in waste paper baskets.

2.2 Computers and electronic devices

All access to computers and other electronic devices used by those with access to Inside Information should be restricted through the use of passwords.

Log out of or lock your workstation when you are away from your desk.

Use care if confidential information is contained in your contacts, calendar, tasks or emails and other people have permission to access those. Use code names at all times.

Speak with IT about taking appropriate action (e.g. encryption, password protection) to safeguard any confidential information which you may have downloaded from your work computer to a Portable Storage Device (e.g. iPhone/smartphone, iPad or other PDA, laptop, USB key, etc.).

DO NOT forward work documents or emails to your personal email addresses (e.g. gmail, Hotmail, etc.) as such servers are not secure.

2.3 Telephone conversations/security

Confidential information should not be discussed on mobile telephones or portable hand-held telephones used around the home, or left in voicemail messages, as these can be subject to interception. Guarded speech and code names should be used if confidential information is referred to in telephone conversations.

2.4 Post and courier services

To ensure security of confidential information in transit the following procedures are recommended:

- 2.4.1 envelopes should be sealed and marked as "highly confidential, strictly addressee only";
- 2.4.2 general material may be sent by established courier service; and
- 2.4.3 highly sensitive material should be carried by staff only or collected in person by the intended recipient.

2.5 Meetings

- 2.5.1 Meetings should only include staff aware of the confidential information.
- 2.5.2 Meetings should be conducted as far as possible in rooms which are known to be secure. Do not at any time discuss confidential information in common areas of the office such as corridors or kitchens.
- 2.5.3 Meetings outside of the office relating to the confidential information should include the smallest number of participants possible and a record should be made of the points of discussion. Such a record should itself be marked "Confidential Information".

2.6 Visitors

External visitors arriving in relation to a project which is the subject matter of confidential information should be met at reception and escorted to their hosts. Similarly, they should be escorted back to reception at the end of meetings. It is preferable that, if entertained, it should be in private rooms.

3 Outside the office

3.1 Documents

Generally, confidential documents should not be removed from the office. Documents of a sensitive nature which unavoidably need to be taken home should be treated in a manner consistent with these rules (e.g. not looked at in public and brought back to the office to be shredded). Great care should be taken during the transit of those documents. They should be carried preferably in a briefcase or similar closed bag (locked if possible) and not be left unattended at any time. They should not be left in your car or in luggage racks of planes or trains.

3.2 Portable electronic devices

Don't review documents, files, emails or other correspondence containing confidential information on a laptop, iPhone/smartphone, iPad or other PDA in a public place, such as waiting areas or on public transport, as they could be seen by others.

Don't leave electronic devices which contain confidential information in your car.

3.3 Overhearing

Don't talk about confidential information outside of the office. Great care must be taken when holding discussions outside the office in a public place. Particular care should be taken to avoid being overheard.

3.4 Social media

Never refer to confidential matters on social media. This includes giving clues from which someone could deduce the confidential matter in question.

INFORMATION NEEDED FOR INSIDER LIST

Personal Details	
First name	
Surname	
Surname at birth (if different)	
Date of birth	
Passport number or ID card number and issuing country	
Home address	
Home telephone number	
Personal mobile number	

Professional Details	
Job Title	
Work address	
Work direct telephone number	
Work mobile number	

Appendix III

Jardine Matheson Group Securities Dealing Rules

Acknowledgement and Confirmation

To: The Group Company Secretary

From:

I refer to The Jardine Matheson Group Securities Dealing Rules (the "**Dealing Rules**") provided under cover of your letter dated []. *Capitalised terms used* herein shall have the same meanings as those defined in the Dealing Rules.

As required, I acknowledge that:

- I have read and understood the Dealing Rules and the obligations set out in that document;
- I have read and understood the Insider Briefing Note included in the Dealing Rules; and
- I am aware of my obligations of confidentiality and I consent to the relevant disclosures of the Insider Lists to the FCA upon its request.

To the extent required by MAR, I authorise the Group Company Secretary to notify the FCA of my, and where applicable my CAPs', share dealings and I acknowledge that I remain legally responsible for this notification.

Signature: Date:

Appendix IV

Jardine Matheson Group Securities Dealing Rules

Notification of Closely Associated Persons

To: (the "**Company**")

I acknowledge that the Company is required by law to maintain a list of my Closely Associated Persons^(Note) ("**CAPs**"). Their details are set out below.

The Dealing Rules set out my obligation to notify my CAPs of their disclosure requirements in relation to dealings in the Company's shares. In accordance with the Securities Dealing Rules:

A. I request and authorise the Group Company Secretary, on behalf of the Company, to notify my CAPs (set out in the tables below) of their disclosure obligations.

OR

B. I hereby confirm that I will notify my CAPs (set out in the tables below) in writing of their disclosure obligations.

[Delete Option A or B as appropriate]

In relation to my CAPs:

- I confirm that my CAPs have consented to their details being provided to the Company;
- I undertake to notify the Company immediately of any changes to my CAPs' list; and
- I acknowledge that I remain legally responsible for notifying my CAPs of their disclosure obligations.

1. Spouse/civil partner

Name of CAP	Correspondence Address and Email Address	Relationship

2. Dependent children

Name of CAP	Correspondence Address and Email Address	Relationship	Age

3. Relatives sharing my household

Name of CAP	Correspondence Address and Email Address	Relationship

4. Family companies/trusts/partnerships

Name of CAP	Correspondence Address and Email Address	Nature of entity

Note: Your CAPs are: (i) your spouse or civil partner; (ii) your dependent children (including step children); (iii) any relative who, on the date of the dealing, has lived with you for at least a year; and (iv) any entities managed, controlled by you or one of the other persons referred to in (i), (ii) or (iii) above, or run for your benefit or that of one of the other persons referred to in (i), (ii) or (iii) above.

Name: Date:

Signature: