



Press Release

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To: Business Editor

5th March 2010
For immediate release

The following announcement was issued today to a Regulatory Information Service approved by the Financial Services Authority in the United Kingdom.

Jardine Matheson Holdings Limited 2009 Preliminary Announcement of Results

Highlights

- Underlying earnings per share* up 22%
- Full-year dividend up 20%
- Most markets improved in second half
- Record results from Hongkong Land, Astra and Dairy Farm
- Hongkong Land property portfolio value increases 6%

“We are cautious about the outlook for the current year, given the fragility of the global economic recovery. The Group, however, has a strong financial position, and we are fortunate that our businesses are mainly deployed in Greater China and Southeast Asia, where conditions for growth are more favourable than elsewhere. We are therefore hopeful of another satisfactory performance in 2010.”

Sir Henry Keswick, *Chairman*
5th March 2010

Results

	Year ended 31st December		Change %
	2009 US\$m	2008 US\$m	
Revenue together with revenue of associates and joint ventures ⁺	35,957	36,156	-1
Underlying profit attributable to shareholders*	1,010	822	+23
Profit attributable to shareholders	1,604	666	+141
Shareholders' funds	9,912	8,248	+20
	US\$	US\$	%
Underlying earnings per share*	2.84	2.33	+22
Earnings per share	4.51	1.89	+139
Dividends per share	0.90	0.75	+20
Net asset value per share	27.69	23.30	+19
⁺ Includes 100% of revenue from associates and joint ventures.			
[*] The Group uses 'underlying business performance' in its internal financial reporting to distinguish between the underlying profits and non-trading items, as more fully described in note 1 to the financial statements. Management considers this to be a key measure and has provided this analysis as additional information in order to provide greater understanding of the Group's underlying business performance.			

The final dividend of US\$65.00 per share will be payable on 12th May 2010, subject to approval at the Annual General Meeting to be held on 6th May 2010, to shareholders on the register of members at the close of business on 19th March 2010 and will be available in cash with a scrip alternative. The ex-dividend date will be on 17th March 2010, and the share registers will be closed from 22nd to 26th March 2010, inclusive.

Jardine Matheson Holdings Limited

Preliminary Announcement of Results For The Year Ended 31st December 2009

Overview

2009 was one of the best years for the Firm in its long history. As conditions eased in Asia, the second half marked an improvement over both the first half and the comparable period of 2008, which had coincided with the worst of the global economic crisis.

This excellent result was particularly helped by Hongkong Land's property trading activities, with several large projects closing during the year, enabling that company to double its profits. After a fine year in 2008, Astra had another record year, as did Dairy Farm. These successes more than made up for weaker results in hotels and some other businesses which were more affected by the recession.

Performance

Jardine Matheson achieved a record underlying profit in 2009 of US\$1,010 million, an increase of 23%. Underlying earnings per share were 22% higher at US\$2.84. The turnover of the Group in 2009, including 100% of associates and joint ventures, was US\$36.0 billion, compared with US\$36.2 billion in the prior year.

After a multi-year programme of steady open market purchases Hongkong Land became a Group subsidiary and has been consolidated for the first time. Net debt, on a like for like basis, excluding financial services companies fell to US\$2.2 billion, representing 9% of consolidated total equity. Cash flow remained strong.

The profit attributable to shareholders for the year was higher at US\$1,604 million, with the main non-trading items being the increase in the value of Hongkong Land's investment property portfolio, together with the profits arising on the disposal of Jardine Strategic's shareholding in Tata Industries and Mandarin Oriental's interest in its Macau property. Shareholders' funds were 20% higher at US\$9.9 billion.

The Board is recommending a final dividend of US\$65.00 per share, which represents an overall increase of 20% for the full year.

Business Developments

Hongkong Land enjoyed an excellent year in 2009. Occupancy levels remained high in its commercial developments in both Hong Kong and Singapore, while sales of residential

developments in Hong Kong, Macau, mainland China and Singapore recovered in the second half as demand rose in response to government stimulus packages and low interest rates. Commercial property rents have, however, retreated from their highs.

Dairy Farm concentrated on maintaining margins as the effects of the economic downturn continued to be felt, and it did well to report record earnings. Good cash generation supported the strategy of building the group's retail businesses across Asia, and opportunities were taken to add new stores in all the existing formats. The group ended the year with over 5,000 outlets, including 94 hypermarkets.

The Indonesian economy remained resilient during 2009. While Astra's businesses experienced some areas of weakness, these were more than offset by improvements elsewhere, particularly in its contract mining operations. Jardine Cycle & Carriage's earnings benefited from a record result from Astra and an improved contribution from its other motor interests.

In response to difficult trading conditions in the hotel sector, Mandarin Oriental focused on maintaining its competitive position in each of its markets and reducing costs. This enabled it to maintain profitability. The group also benefited from a significant gain on the sale of its interest in its Macau hotel. Mandarin Oriental opened three new hotels in 2009, bringing to 25 its total hotels in operation, and two more are due in 2010.

Jardine Pacific's businesses were affected in varying ways by the downturn. Those involved in consumer facing operations or transport services saw their level of activity decline, while those in the engineering and construction sector enjoyed an increase in demand, reflecting a rise in spending on infrastructure projects. All Jardine Pacific's businesses continue to seek expansion opportunities, with Jardine Restaurants recently acquiring the KFC franchise for Taiwan.

Both Jardine Motors and Jardine Lloyd Thompson benefited in 2009 from the expansion of their areas of activity through organic growth or acquisition, while at the same time using effective cost management and business streamlining to improve the profitability of their existing operations.

In July 2009, a Jardine Strategic group company sold its 20% interest in Tata Industries producing a gain at the Group level of US\$85 million. The sale proceeds were re-invested in a 3% stake in publicly-listed Tata Power Company, India's largest private power utility company. Jardine Strategic has also recently agreed to purchase a 12% shareholding in ACLEDA Bank, Cambodia's second largest bank.

People

One of the strengths of the Group is its ability to combine focus and diversification. Each business is led by a professional management team well experienced in its sector. In what has been a challenging year for many of our people, I would like to thank them all for their magnificent contribution to the Group's performance.

Giles White, the Group General Counsel, joined the Board on 1st January 2010.

We were saddened by the loss of two colleagues in January 2010. Michael Ruslim, President Director of Astra, died after a brief illness. He was an inspirational leader of Astra and will be much missed by all who worked with him. Shortly after, Harry Wilken, our Company Secretary, passed away unexpectedly. He had served the Firm for 38 years and was a great friend to many across the Group. We extend our condolences to their families.

Outlook

We are cautious about the outlook for the current year, given the fragility of the global economic recovery. The Group, however, has a strong financial position, and we are fortunate that our businesses are mainly deployed in Greater China and Southeast Asia, where conditions for growth are more favourable than elsewhere. We are therefore hopeful of another satisfactory performance in 2010.

Sir Henry Keswick
Chairman
5th March 2010

Managing Director's Review

A record underlying profit was achieved in 2009, despite a number of the Group's businesses being affected by the economic downturn.

Jardine Pacific benefited from good performances from its engineering and construction activities enabling it to register an increase in earnings. Jardine Motors responded effectively to a challenging UK market and saw continued sales and profit growth in mainland China. Jardine Lloyd Thompson traded well, though the weakness of sterling affected its US dollar contribution. Both Hongkong Land and Dairy Farm produced record earnings, but Mandarin Oriental's modest profit reflected poor markets, leading to falls in occupancy and rates. Jardine Cycle & Carriage's earnings reflected the outstanding results achieved by Astra in an expanding Indonesian economy.

Reversing a decline in the first half of the year, the Company's share of the increase in the valuation of investment properties in 2009 included US\$357 million from Hongkong Land and US\$19 million from Jardine Pacific. This compared with a US\$214 million downward revaluation in 2008. These revaluations are taken through the profit and loss account in accordance with international accounting standards. Other non-trading items totaling US\$217 million included gains on investment and property disposals in Jardine Strategic, Jardine Pacific and Mandarin Oriental, and gains arising from the accounting treatment for the acquisition of additional shares in Hongkong Land and the recapitalization of Rothschild. As a consequence, profit attributable to shareholders for the year was US\$1,604 million, compared with US\$666 million in 2008.

The Group continues to benefit from strong operating cash flows, high liquidity and ample committed facilities, as well as ready access to capital markets. Consequently, Group companies have been able to continue their development programmes uninterrupted, notwithstanding the economic challenges and a general tightening of bank finance. The net debt of the Group at the end of 2009, excluding financial services companies and now consolidating Hongkong Land as a subsidiary, was US\$2.2 billion, representing gearing of 9%. This compares to US\$3.1 billion, or 16% gearing, at the end of 2008, assuming the pro-forma consolidation of Hongkong Land at that date.

During the year Jardine Strategic increased its holding in Hongkong Land to over 50%. It also acquired further shares in Jardine Cycle & Carriage and Mandarin Oriental.

While most Group companies continue to trade well, the global economic recovery is fragile. The expected eventual withdrawal of the various governmental economic stimulus packages and tightening of monetary policy also have the potential to disrupt markets.

Jardine Pacific

Jardine Pacific recorded an underlying profit of US\$119 million in 2009, an increase of 2%, as trading conditions improved in the final quarter of the year. A gain of US\$19 million arising on the revaluation of investment properties, together with gains from the disposal of investments, produced a profit attributable to shareholders of US\$152 million, up from US\$113 million in 2008. Shareholders' funds were US\$413 million at the end of 2009, and the underlying return on average shareholders' funds was 31%.

Financial information on Jardine Pacific's larger businesses is summarized below:

	Underlying profit		Shareholders' funds	
	2009	2008	2009	2008
	<u>US\$m</u>	<u>US\$m</u>	<u>US\$m</u>	<u>US\$m</u>
Gammon	23	22	46	32
HACTL	27	32	74	98
JEC	20	14	39	24
JOS	10	11	30	25
Jardine Aviation Services	3	5	15	12
Jardine Property Investment	3	3	286	261
Jardine Restaurants	14	13	17	12
Jardine Schindler	27	18	33	29
Jardine Shipping Services	2	5	14	16
Corporate and other interests	(10)	(9)	(140)	(147)
Continuing businesses	119	114	414	362
Discontinued businesses	-	2	(1)	(1)
	119	116	413	361

GAMMON's contribution to underlying profit was slightly up at US\$23 million, while its order book rose 22% to US\$2.3 billion as it was successful in winning a number of large projects. JARDINE SCHINDLER achieved a good increase in profit due to higher earnings from new installations and the reversal of a provision made in 2008. Most of JEC's operations did well producing a substantial increase in profit, which was further augmented by the release of provisions.

HONG KONG AIR CARGO TERMINALS recorded a reduced contribution of US\$27 million as its annual cargo throughput declined by 8% despite some recovery in recent months. JARDINE AVIATION SERVICES continued to suffer from reduced flight frequencies in a difficult aviation market. JARDINE SHIPPING SERVICES experienced low freight rates and volumes in its liner agency business, partly offset by a better performance from port agency.

Tight cost management enabled both JARDINE RESTAURANTS and JOS to maintain their profits at similar levels to 2008 despite weaker consumer markets.

Jardine Motors

Jardine Motors' underlying profit in 2009 increased 17% to US\$51 million as its three businesses enjoyed a much improved second half. Profit attributable to shareholders was US\$63 million, with the benefit of a provision write-back in respect of a prior year disposal. This compared with US\$39 million in 2008, which was affected by property revaluation deficits.

Zung Fu's lower contribution from Hong Kong and Macau was due to reduced deliveries of Mercedes-Benz passenger cars and tighter margins in a highly competitive market. The launch of new products, however, has gone some way to reviving sentiment, and the group maintained its leading position in the luxury car sector. The aftersales business remained steady and its commercial vehicle activities had a good year.

In Southern China, Zung Fu continued its profitable growth with new car deliveries increasing 72% to over 9,200 units and results from aftersales rising on higher volumes. The dealership network now extends to 16 outlets, with a further one under development and several more in the planning stage.

Jardine Motors' dealerships in the United Kingdom faced a difficult market, but benefited from better conditions in the second half, helped by government incentives. Despite lower turnover, the business was able to record higher underlying earnings due to cost savings and an increase in used car margins.

Jardine Lloyd Thompson

Jardine Lloyd Thompson made good progress in 2009 despite soft insurance markets, achieving a turnover equivalent to US\$961 million, a 14% increase in its reporting currency. This reflected both organic growth and further acquisitions. Underlying trading profit grew by 28% as the company benefited from the higher turnover and continued cost reduction. Underlying profit after tax and minorities was equivalent to US\$113 million, an increase of 11% in its reporting currency, notwithstanding sharply reduced investment income due to low interest rates.

Jardine Lloyd Thompson's Risk & Insurance group, which comprises its worldwide retail operations and specialist insurance and reinsurance broking based largely in London, produced growth of 16% in revenues and 22% in underlying trading profit, with the trading margin improving from 18% to 19%. The Employee Benefits business in the United Kingdom was affected by the recession and reduced discretionary spending, and while underlying revenues were maintained, the trading margin fell from 17% to 16%. Strategic

acquisitions were, however, made during the year to complete the product range and position the business for renewed growth.

Hongkong Land

Hongkong Land's underlying profit rose 107% to US\$777 million in 2009. The group experienced 19% growth in net rental income and the contribution from residential development projects was US\$386 million, compared with breakeven in 2008. The year-end valuation of its commercial investment properties, including its share of investment properties in joint ventures and associates, was up 6% at US\$15.5 billion. After taking account of revaluations, the profit attributable to shareholders was US\$1,641 million, compared with a loss of US\$109 million in 2008.

Occupancy in the group's Hong Kong commercial property portfolio remained high as demand for quality office space continued to be strong in the Central district despite the recession. Market rentals did, however, fall sharply in the first half before stabilizing as the year progressed. In Singapore, market rents also declined with sentiment only improving in the final quarter. The group's two commercial investment property interests remained fully let, and its joint venture development project, Marina Bay Financial Centre, is progressing well with over 68% of the commercial office space pre-committed prior to its phased completion in 2010 and 2012.

Residential completions in Macau and Singapore during the year released good contributions to profit. In Singapore, the second residential tower at Marina Bay Financial Centre was well received when the first units were launched for sale. In Macau, following the cancellation of an en-bloc sale of one tower in 2009, the apartments were re-launched in December 2009 and have been substantially sold. The group also remains active in the residential sector in mainland China where it has a number of projects in various stages of development.

Dairy Farm

Dairy Farm produced a record result in 2009. Sales, including 100% of associates, increased by 4% to US\$8.1 billion, while underlying profit rose by 14% to US\$364 million. The adverse effects that foreign currency movements had on its results in the first half were largely reversed by the year end.

In Hong Kong, the group's health and beauty business had a good year and supermarkets were steady, but convenience stores struggled. Its IKEA outlets also performed well in Hong Kong, given the relocation of a key store, and continued to improve in Taiwan. Supermarkets in Taiwan achieved better results. Sales and profit were lower for 7-Eleven in Southern China, while Mannings health and beauty chain continued to expand with 120 outlets operating across the Mainland by the year end. After a slow start, restaurant associate

Maxim's produced better than expected earnings growth for the year as consumer sentiment improved.

The results from Singapore were particularly encouraging as both hypermarkets and supermarkets made good progress and government programmes to support the economy proved effective. The strength of the Malaysian business was again demonstrated by growth in all formats, the opening of 28 new stores and the completion of a dry goods distribution centre. In Indonesia, profits continued to improve and 51 new stores were added across the four retail banners. The supermarket and health and beauty joint ventures in India showed improvement despite market conditions remaining challenging, while in Vietnam avenues to expand are being explored.

Mandarin Oriental

Mandarin Oriental suffered from poor economic conditions which led to significant reductions in both occupancy levels and room rates. Profits fell at all the group's hotels. Its properties in Asia and The Americas were the most severely affected, including its two wholly-owned hotels in Hong Kong. The underlying profit for 2009 was US\$12 million, compared with US\$67 million in 2008. Including non-trading items, principally the US\$81 million gain on the sale of the 50% interest in its Macau hotel partially offset by provisions against asset impairments, profit attributable to shareholders was US\$83 million. This compares with US\$67 million in 2008 when there were no non-trading items.

Three new hotels were opened in 2009, in Sanya, Barcelona and Las Vegas, bringing the total number of hotels in operation to 25. The group's Jakarta hotel reopened in October following extensive renovations. It is anticipated that a further two properties will open in 2010, in Macau and Marrakech, which will be operated under long-term management contracts. A number of development projects are, however, facing delays. A new hotel project in Abu Dhabi has been announced, bringing the total number of hotels under development to 16.

Jardine Cycle & Carriage

Jardine Cycle & Carriage produced a good result for 2009 with its underlying profit up 8% at US\$515 million. Profit attributable to shareholders increased by 12% to US\$503 million after accounting for a net non-trading loss of US\$12 million, mainly due to fair value losses on Astra's oil palm plantations partly offset by a gain on a disposal by Tunas Ridean.

Astra enjoyed an excellent year as the Indonesian economy was largely insulated from the global recession. Its contribution to Jardine Cycle & Carriage's underlying profit increased by 5% to US\$485 million.

Jardine Cycle & Carriage's contribution from its other motor interests increased by 32% to US\$58 million. Its operations in Singapore did well in a challenging year, while in Malaysia, Cycle & Carriage Bintang reported an improvement in earnings. Tunas Ridean's sales in Indonesia declined, although it produced a non-recurring gain on the sale of a 51% interest in its finance business to Bank Mandiri. In Vietnam, Truong Hai Auto Corporation delivered a strong set of results, benefiting from a recovery in the economy, and Jardine Cycle & Carriage increased its interest to 29% for a further investment of US\$44 million.

Astra

Following a slow first half, Astra achieved a record net profit for the year under Indonesian accounting standards of Rp10 trillion, up some 9%, equivalent to US\$969 million. Earnings from its motor car, auto component, financial services and contract mining activities improved, more than compensating for weaker results from agribusiness and motorcycles.

The Indonesian wholesale motor car market contracted by 20% in 2009. Astra's motor car sales decreased by only 12% to 281,000 units, raising its market share from 52% to 58%. Astra Honda Motor's sales declined by 6% in line with the wholesale motorcycle market to 2.7 million units, maintaining its market share at 46%. Automotive component manufacturer Astra Otoparts reported a 36% increase in net profit, with improvements across most of its activities.

Astra's consumer finance operations produced higher profits following growth in their loan book. The company's 45% owned associate, Bank Permata, also reported a 6% improvement in net profit.

In agribusiness, 80% owned Astra Agro Lestari reported a 37% decline in net profit. While palm oil production rose 10% to 1.1 million tonnes, crude prices achieved were some 13% lower than in the previous year.

United Tractors, which is 60% owned, recorded an excellent result with a 43% rise in net profit. Sales of Komatsu heavy equipment were down 28% at 3,100 units, although the impact was offset by higher revenues from parts and services. Mining subsidiary Pamapersada Nusantara produced a significant improvement in earnings as it benefited from continued expansion of coal production in Indonesia. Coal extracted increased by 15% to 68 million tonnes and overburden removed rose by 35% to 598 million cubic metres.

In information technology, 77% owned Astra Graphia reported a 7% improvement in net profit, while Astra's infrastructure investments also performed satisfactorily.

Further Interests

Rothschilds Continuation

Rothschilds Continuation, in which Jardine Strategic holds a 21% interest, is the holding company of an independent financial services group which has some 50 offices in more than 37 countries worldwide. In another difficult year globally for the banking sector, Rothschild maintained its position as a leading M&A adviser and experienced good demand for its debt and equity advisory services. Rothschild's private wealth management activities benefited from solid investment performance to register growth in assets under management.

Other

Tata Power is India's largest private-sector power utility, in which Jardine Strategic has acquired a 3% interest. Indian electricity demand is forecast to grow strongly over the next five years and Tata Power is well positioned to benefit from that growth as its operations span the electricity value chain. It has a pipeline of committed and potential generation projects, the largest of which, the 4,000MW Mundra and 1,050MW Maithon plants, are progressing well.

Asia Commercial Bank in Vietnam continued to experience a difficult trading environment in 2009. Government action to counter the global downturn saw a rapid relaxation in both monetary and fiscal policy. Despite falling interest margins and strong competition, the bank grew its deposit and credit market share and reported pre-tax profit growth of 10% for the year.

Anthony Nightingale

Managing Director

5th March 2010

Jardine Matheson Holdings Limited
Consolidated Profit and Loss Account
for the year ended 31st December 2009

	Underlying business performance US\$m	2009 Non- trading items US\$m	Total US\$m	Underlying business performance US\$m	2008 Non- trading items US\$m	Total US\$m
Revenue (<i>note 2</i>)	22,501	-	22,501	22,362	-	22,362
Net operating costs (<i>note 3</i>)	(20,114)	85	(20,029)	(20,541)	(126)	(20,667)
Change in fair value of investment properties	-	1,911	1,911	-	(13)	(13)
Operating profit	2,387	1,996	4,383	1,821	(139)	1,682
Net financing charges						
- financing charges	(169)	-	(169)	(142)	-	(142)
- financing income	96	-	96	96	-	96
	(73)	-	(73)	(46)	-	(46)
Share of results of associates and joint ventures (<i>note 4</i>)						
- before change in fair value of investment properties	705	54	759	622	10	632
- change in fair value of investment properties	-	(356)	(356)	-	(252)	(252)
	705	(302)	403	622	(242)	380
Net discount on acquisition of Hongkong Land (<i>note 5</i>)	-	53	53	-	83	83
Sale of associates and joint ventures (<i>note 6</i>)	-	78	78	-	15	15
Profit before tax	3,019	1,825	4,844	2,397	(283)	2,114
Tax (<i>note 7</i>)	(585)	(324)	(909)	(508)	37	(471)
Profit after tax	2,434	1,501	3,935	1,889	(246)	1,643
Attributable to:						
Shareholders of the Company (<i>notes 8 & 9</i>)	1,010	594	1,604	822	(156)	666
Minority interests	1,424	907	2,331	1,067	(90)	977
	2,434	1,501	3,935	1,889	(246)	1,643
	US\$		US\$	US\$		US\$
Earnings per share (<i>note 8</i>)						
- basic	2.84		4.51	2.33		1.89
- diluted	2.81		4.44	2.32		1.88

Jardine Matheson Holdings Limited
Consolidated Statement of Comprehensive Income
for the year ended 31st December 2009

	2009	2008
	US\$m	US\$m
Profit for the year	3,935	1,643
Revaluation of intangible assets	-	13
Revaluation of tangible assets	(12)	22
Revaluation of other investments		
- gains/(losses) arising during the year	165	(252)
- transfer to profit and loss	(131)	7
	34	(245)
Actuarial gains/(losses) on employee benefit plans	42	(226)
Net exchange translation differences		
- gains/(losses) arising during the year	664	(636)
- transfer to profit and loss	(61)	(1)
	603	(637)
Cash flow hedges		
- losses arising during the year	(16)	(18)
- transfer to profit and loss	(2)	1
	(18)	(17)
Share of other comprehensive income of associates and joint ventures	237	(330)
Tax relating to components of other comprehensive income (<i>note 7</i>)	4	108
Other comprehensive income for the year	890	(1,312)
Total comprehensive income for the year	4,825	331
Attributable to:		
Shareholders of the Company	1,836	(66)
Minority interests	2,989	397
	4,825	331

Jardine Matheson Holdings Limited
Consolidated Balance Sheet
at 31st December 2009

	2009	2008
	US\$m	US\$m
Assets		
Intangible assets	2,190	1,979
Tangible assets	3,955	3,310
Investment properties	15,201	352
Plantations	425	353
Associates and joint ventures	4,841	7,807
Other investments	841	583
Non-current debtors	1,375	1,037
Deferred tax assets	118	101
Pension assets	92	28
Non-current assets	29,038	15,550
Properties for sale	787	-
Stocks and work in progress	1,960	1,960
Current debtors	3,055	2,188
Current investments	3	4
Current tax assets	84	80
Bank balances and other liquid funds		
- non-financial services companies	3,937	2,065
- financial services companies	156	183
	4,093	2,248
Non-current assets classified as held for sale (<i>note 10</i>)	9,982	6,480
	107	68
Current assets	10,089	6,548
Total assets	39,127	22,098

(Consolidated Balance Sheet continued on page 15)

Jardine Matheson Holdings Limited
Consolidated Balance Sheet
at 31st December 2009 (continued)

	2009	2008
	US\$m	US\$m
Equity		
Share capital	159	156
Share premium and capital reserves	48	37
Revenue and other reserves	10,935	9,076
Own shares held	(1,230)	(1,021)
Shareholders' funds	9,912	8,248
Minority interests	13,285	5,300
Total equity	23,197	13,548
Liabilities		
Long-term borrowings		
- non-financial services companies	5,228	2,039
- financial services companies	718	563
	5,946	2,602
Deferred tax liabilities	2,679	456
Pension liabilities	179	142
Non-current creditors	158	140
Non-current provisions	72	57
Non-current liabilities	9,034	3,397
Current creditors	4,683	3,493
Current borrowings		
- non-financial services companies	909	571
- financial services companies	918	798
	1,827	1,369
Current tax liabilities	333	236
Current provisions	53	55
Current liabilities	6,896	5,153
Total liabilities	15,930	8,550
Total equity and liabilities	39,127	22,098

Jardine Matheson Holdings Limited
Consolidated Statement of Changes in Equity
for the year ended 31st December 2009

	Attributable to shareholders of the Company										Total equity US\$m	
	Share capital US\$m	Share premium US\$m	Capital reserves US\$m	Revenue reserves US\$m	Asset revaluation reserves US\$m	Hedging reserves US\$m	Exchange reserves US\$m	Own shares held US\$m	Total US\$m	Attributable to minority interests US\$m		
2009												
At 1st January	156	3	34	9,050	331	(45)	(260)	(1,021)	8,248	5,300	13,548	
Total comprehensive income	-	-	-	1,588	12	20	216	-	1,836	2,989	4,825	
Dividends paid by the Company (note 11)	-	-	-	(269)	-	-	-	-	(269)	48	(221)	
Dividends paid to minority shareholders	-	-	-	-	-	-	-	-	-	(479)	(479)	
Issue of shares	-	3	-	-	-	-	-	-	3	-	3	
Employee share option schemes	-	-	11	-	-	-	-	-	11	2	13	
Scrip issued in lieu of dividends	3	(3)	-	303	-	-	-	-	303	-	303	
Increase in own shares held	-	-	-	-	-	-	-	(209)	(209)	(45)	(254)	
New subsidiary undertakings	-	-	-	-	-	-	-	-	-	5,508	5,508	
Subsidiary undertakings disposed of	-	-	-	-	-	-	-	-	-	(3)	(3)	
Equity component of convertible bonds in a subsidiary undertaking	-	-	-	3	-	-	-	-	3	1	4	
Capital contribution from minority shareholders	-	-	-	-	-	-	-	-	-	15	15	
Change in interests in subsidiary undertakings	-	-	-	(14)	-	-	-	-	(14)	(51)	(65)	
Transfer	-	1	(1)	34	(34)	-	-	-	-	-	-	
At 31st December	159	4	44	10,695	309	(25)	(44)	(1,230)	9,912	13,285	23,197	
2008												
At 1st January	155	-	25	8,932	313	(3)	24	(956)	8,490	5,208	13,698	
Total comprehensive income	-	-	-	240	20	(42)	(284)	-	(66)	397	331	
Dividends paid by the Company (note 11)	-	-	-	(243)	-	-	-	-	(243)	43	(200)	
Dividends paid to minority shareholders	-	-	-	-	-	-	-	-	-	(398)	(398)	
Issue of shares	-	4	-	-	-	-	-	-	4	-	4	
Employee share option schemes	-	-	9	-	-	-	-	-	9	3	12	
Scrip issued in lieu of dividends	1	(1)	-	119	-	-	-	-	119	-	119	
Increase in own shares held	-	-	-	-	-	-	-	(65)	(65)	(11)	(76)	
New subsidiary undertakings	-	-	-	-	-	-	-	-	-	28	28	
Subsidiary undertakings disposed of	-	-	-	-	-	-	-	-	-	(24)	(24)	
Capital contribution from minority shareholders	-	-	-	-	-	-	-	-	-	157	157	
Change in interests in subsidiary undertakings	-	-	-	-	-	-	-	-	-	(103)	(103)	
Transfer	-	-	-	2	(2)	-	-	-	-	-	-	
At 31st December	156	3	34	9,050	331	(45)	(260)	(1,021)	8,248	5,300	13,548	

Total comprehensive income included in revenue reserves comprises profit attributable to shareholders of the Company of US\$1,604 million (2008: US\$666 million), net fair value loss on other investments of US\$9 million (2008: US\$226 million) and net actuarial loss on employee benefit plans of US\$7 million (2008: US\$200 million).

- more -

Jardine Matheson Holdings Limited
Consolidated Cash Flow Statement
for the year ended 31st December 2009

	2009 US\$m	2008 US\$m
Operating activities		
Operating profit	4,383	1,682
Depreciation and amortization	598	520
Other non-cash items	(1,875)	361
Increase in working capital	(103)	(474)
Interest received	103	99
Interest and other financing charges paid	(159)	(149)
Tax paid	(567)	(443)
	2,380	1,596
Dividends from associates and joint ventures	406	495
Cash flows from operating activities	2,786	2,091
Investing activities		
Purchase of Hongkong Land (<i>note 12(a)</i>)	1,082	(97)
Purchase of other subsidiary undertakings (<i>note 12(a)</i>)	(42)	(191)
Purchase of associates and joint ventures (<i>note 12(b)</i>)	(57)	(108)
Purchase of other investments (<i>note 12(c)</i>)	(311)	(204)
Purchase of intangible assets	(106)	(93)
Purchase of tangible assets	(747)	(830)
Purchase of investment properties	(20)	(10)
Purchase of plantations	(77)	(71)
Advance to associates, joint ventures and others (<i>note 12(d)</i>)	(293)	(1)
Repayment from associates and joint ventures (<i>note 12(e)</i>)	63	26
Sale of subsidiary undertakings (<i>note 12(f)</i>)	(2)	(33)
Sale of associates and joint ventures (<i>note 12(g)</i>)	92	24
Sale of other investments (<i>note 12(h)</i>)	224	82
Sale of intangible assets	2	9
Sale of tangible assets	69	65
Sale of investment properties	1	9
Sale of plantations	-	14
Cash flows from investing activities	(122)	(1,409)
Financing activities		
Issue of shares	3	4
Capital contribution from minority shareholders	15	157
Change in interests in subsidiary undertakings (<i>note 12(i)</i>)	(65)	(250)
Sale of convertible bonds in a subsidiary undertaking	33	-
Drawdown of borrowings	7,075	12,850
Repayment of borrowings	(7,325)	(12,649)
Dividends paid by the Company	(173)	(157)
Dividends paid to minority shareholders	(479)	(398)
Cash flows from financing activities	(916)	(443)
Effect of exchange rate changes	111	(103)
Net increase in cash and cash equivalents	1,859	136
Cash and cash equivalents at 1st January	2,218	2,082
Cash and cash equivalents at 31st December	4,077	2,218

Jardine Matheson Holdings Limited
Analysis of Profit Contribution
for the year ended 31st December 2009

	2009	2008
	US\$m	US\$m
Reportable segments		
Jardine Pacific	119	116
Jardine Motors	51	44
Jardine Lloyd Thompson	36	38
Hongkong Land	315	145
Dairy Farm	230	202
Mandarin Oriental	5	42
Jardine Cycle & Carriage	32	23
Astra	263	238
	1,051	848
Corporate and other interests	(41)	(26)
	1,010	822
Underlying profit attributable to shareholders*	1,010	822
Increase/(decrease) in fair value of investment properties	377	(214)
Other non-trading items	217	58
	1,604	666
Analysis of Jardine Pacific's contribution		
Gammon	23	22
HACTL	27	32
JEC	20	14
JOS	10	11
Jardine Aviation Services	3	5
Jardine Property Investment	3	3
Jardine Restaurants	14	13
Jardine Schindler	27	18
Jardine Shipping Services	2	5
Corporate and other interests	(10)	(9)
	119	114
Continuing businesses	119	114
Discontinued businesses	-	2
	119	116
Analysis of Jardine Motors' contribution		
Hong Kong and Mainland China	43	45
United Kingdom	9	-
Corporate	(1)	(1)
	51	44

* Underlying profit attributable to shareholders is the measure of profit adopted by the Group in accordance with IFRS 8 'Operating Segments'.

Jardine Matheson Holdings Limited
Notes

1. Accounting Policies and Basis of Preparation

The financial information contained in this announcement has been based on the audited results for the year ended 31st December 2009 which have been prepared in conformity with International Financial Reporting Standards, including International Accounting Standards and Interpretations adopted by the International Accounting Standards Board.

In 2009, the Group adopted the following standards, and amendments and interpretations to existing standards which are effective in the current accounting year and relevant to its operations:

IFRS 8	Operating Segments
IAS 1 (revised 2007)	Presentation of Financial Statements
IAS 23 (revised 2007)	Borrowing Costs
Amendments to IFRS 1 and IAS 27	Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate
Amendment to IFRS 2	Vesting Conditions and Cancellations
Amendments to IFRS 7	Improving Disclosures about Financial Instruments
Improvements to IFRSs (2008)	
IFRIC 13	Customer Loyalty Programmes
IFRIC 15	Agreements for the Construction of Real Estate
IFRIC 16	Hedges of a Net Investment in a Foreign Operation

IFRS 8 'Operating Segments' supersedes IAS 14 'Segment Reporting' and requires the reporting of financial and descriptive information about an entity's reportable segments on the basis of internal reports that are regularly reviewed by its management. There is no change in the Group's reportable segments from 2008 as they remain consistent with the internal reporting provided to management. The Group's reportable segments are set out on page 18. No operating segments have been aggregated to form the reportable segments. The Group has also early adopted an amendment to IFRS 8 (effective from 1st January 2010) included in the 2009 improvement project. The amendment clarifies that a measure of total assets should be disclosed in the financial statements only if that amount is regularly provided to management.

IAS 1 (revised 2007) 'Presentation of Financial Statements' replaces IAS 1 (as revised in 2003 and amended in 2005) and sets overall requirements for the presentation of financial statements, guidelines for their structure and minimum requirement for their content. Two new primary statements, the 'Consolidated Statement of Comprehensive Income' and the 'Consolidated Statement of Changes in Equity' have been presented in these financial statements. The former replaces the 'Consolidated Statement of Recognized Income and Expense' presented in the 2008 financial statements. This change in presentation has no effect on reported profit or loss, total income and expense or net assets.

1. Accounting Policies and Basis of Preparation (continued)

Amendments to IFRS 1 and IAS 27 'Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate' remove the definition of the cost method from IAS 27 and allow an entity to recognize a dividend from subsidiary, jointly controlled entity or associate in profit and loss in its separate financial statements when its right to receive the dividend is established. There is no impact on the consolidated financial statements as the changes only affect the separate financial statements of the investing entity.

Amendments to IFRS 7 'Improving Disclosures about Financial Instruments' require the disclosure of any change in valuation technique and the reason for that change, introduce a three-level hierarchy for fair value measurement disclosures, and require the disclosure of liquidity risk between non-derivative financial liabilities and derivative financial liabilities.

IAS 16 (Amendment) 'Property, Plant and Equipment' and the consequential amendment to IAS 7 'Statement of Cash Flows' is part of the 2008 improvement project. It specifies that entities whose ordinary activities include renting and subsequently selling the same items of property, plant and equipment should transfer such assets to stocks at their carrying amounts when they cease to be rented and become held for sale. The cash flows arising from the purchase, rental and subsequent sale of those assets should be classified as cash flows from operating activities. There is no significant impact on the results of the Group on adoption of these amendments. The comparative figures in the Consolidated Cash Flow Statement have been reclassified to conform with the current year presentation.

IAS 36 (Amendment) 'Impairment of Assets' is part of the 2008 improvement project. It provides that where fair value less costs to sell is calculated on the basis of discounted cash flows, disclosures equivalent to those for value-in-use calculation should be made.

IAS 40 (Amendment) 'Investment Property' is part of the 2008 improvement project. It requires that property that is being constructed or developed for future use as investment property should be classified as investment property. It also requires that such property to be carried at fair value at the earlier of when the fair value first becomes reliably measurable and the date of completion of the property with any gain or loss recognized in profit and loss. This is a change in accounting policy as previously such property was carried at cost until the construction was completed.

IAS 41 (Amendment) 'Agriculture' is part of the 2008 improvement project. It requires the use of a market-based discount rate where fair value calculations are based on discounted cash flows and the removal of the prohibition against taking into account biological transformation when calculating fair value. There is no significant impact on the results of the Group on adoption of this amendment.

1. Accounting Policies and Basis of Preparation (continued)

IFRIC 13 'Customer Loyalty Programmes' addresses the accounting by entities that grant loyalty award credits to customers who buy goods or services. It requires the allocation of consideration receivable from the customer between the separately identifiable components of the sale transaction using fair values. There is no significant impact on the results of the Group on adoption of this interpretation.

The adoption of IAS 23 (revised 2007) 'Borrowing Costs', Amendment to IFRS 2 'Vesting Conditions and Cancellations', amendments to other IFRSs included in the 2008 improvement project, IFRIC 15 'Agreements for the Construction of Real Estate' and IFRIC 16 'Hedges of a Net Investment in a Foreign Operation' does not have a material impact on the Group's accounting policies.

The Group also early adopted the following standard and amendment to an existing standard which are relevant to its operations:

IFRS 3 (revised 2008)	Business Combinations
IAS 27 (amended 2008)	Consolidated and Separate Financial Statements

IFRS 3 (revised 2008) 'Business Combinations' and the related amendment to IAS 27 'Consolidated and Separate Financial Statements' (both effective prospectively from 1st July 2009) provide guidance for applying the acquisition method for business combinations. The major changes from the existing standards include: the immediate expensing of all acquisition-related costs, the inclusion in the cost of acquisition of the fair value at acquisition date of any contingent purchase consideration, the remeasurement of previously held equity interest in the acquiree at fair value in a business combination achieved in stages, and accounting for changes in a parent's ownership interest in a subsidiary undertaking that do not result in the loss of control as equity transactions. The early adoption of IFRS 3 (revised 2008) and the related amendment to IAS 27 has resulted in changes in the accounting policies for goodwill and change in attributable interests in subsidiary undertakings. Until 31st December 2008, acquisition-related costs were included in the cost of a business combination; contingent purchase consideration was recognized in goodwill as incurred; the cost of each exchange transaction in a business combination achieved in stages was compared with the fair values of the acquiree's identifiable net assets to determine the amount of goodwill associated with that transaction; the difference between the cost of acquisition and the carrying amount of the proportion of minority interest acquired in respect of an increase in attributable interest in a subsidiary undertaking was recognized as goodwill or credited to profit and loss as discount on acquisition, where appropriate; and the difference between the proceeds and the carrying amount of the proportion sold in respect of a decrease in attributable interest in a subsidiary undertaking was recognized as profit or loss on disposal. The Group continues to measure minority interest in an acquiree in a business combination at the minority interest's proportionate share of the acquiree's identifiable net assets.

Apart from the above, there have been no changes to the accounting policies described in the 2008 annual financial statements.

Certain comparative figures have been reclassified to conform with the current year presentation.

2. Revenue

	2009	2008
	US\$m	US\$m
<i>By business:</i>		
Jardine Pacific	1,082	1,228
Jardine Motors	2,522	2,677
Hongkong Land	801	-
Dairy Farm	7,029	6,733
Mandarin Oriental	438	530
Jardine Cycle & Carriage	1,103	1,218
Astra	9,537	9,974
Other activities	2	2
Intersegment transactions	(13)	-
	22,501	22,362

3. Net Operating Costs

	2009	2008
	US\$m	US\$m
Cost of sales	(16,746)	(17,109)
Other operating income	422	278
Selling and distribution costs	(2,488)	(2,506)
Administration expenses	(1,107)	(1,089)
Other operating expenses	(110)	(241)
	(20,029)	(20,667)

Net operating costs included the following gains/(losses) from non-trading items:

Decrease in fair value of plantations	(64)	(162)
Asset impairment	(13)	-
Revaluation of property interests	-	(4)
Sale and closure of businesses	6	(1)
Sale of plantations and related assets	-	34
Sale of investments	141	1
Sale of property interests	-	3
Change in attributable interests in subsidiary undertakings	-	(1)
Restructuring of businesses	1	2
Restructuring of pension schemes	3	(3)
Value added tax recovery in Jardine Motors	3	2
Repurchase of convertible bonds in Hongkong Land	8	-
Other	-	3
	85	(126)

4. Share of Results of Associates and Joint Ventures

	2009	2008
	US\$m	US\$m
<i>By business:</i>		
Jardine Pacific	88	92
Jardine Lloyd Thompson	35	37
Hongkong Land	(70)	(72)
Dairy Farm	35	30
Mandarin Oriental	-	11
Jardine Cycle & Carriage	22	6
Astra	253	264
Corporate and other interests	40	12
	403	380
Share of results of associates and joint ventures included the following gains/(losses) from non-trading items:		
Decrease in fair value of investment properties	(356)	(252)
Asset impairment	(3)	(5)
Sale and closure of businesses	5	5
Sale of investments	2	3
Sale of property interests	-	2
Restructuring of businesses	(2)	(1)
Restructuring of pension schemes	1	-
Deferred tax on franchise rights ⁺	-	6
Derecognition of perpetual liabilities in Rothschilds Continuation*	49	-
Discount on acquisition of businesses	2	-
	(302)	(242)

Results are shown after tax and minority interests in the associates and joint ventures.

⁺ Arising on change in tax rate on deferred tax relating to the valuation of franchise rights on acquisition of Astra.

* Fair value gain arising on reclassification of perpetual notes to equity following removal of the contractual obligation to repay principal or to pay interest on those notes.

5. Net Discount on Acquisition of Hongkong Land

During the year, Jardine Strategic acquired an additional 0.9% interest in Hongkong Land increasing its holding to 50.01% by the end of June. For the purpose of these financial statements, 30th June 2009 was taken as the effective date of acquisition.

In accordance with IFRS 3 (revised 2008), the Group remeasured its previously held interest in Hongkong Land at the acquisition date fair value calculated by reference to the quoted share price on that date and recognized the resulting loss, including reclassification adjustments of amounts previously recognized in other comprehensive income, in profit and loss. The Group simultaneously recognized in profit and loss a discount on acquisition, being the excess of the fair value of identifiable net assets over the aggregate of the fair value of previously held interest and the fair value of consideration transferred (*refer note 12(a)*).

	2009	2008
	US\$m	US\$m
Discount on shares acquired prior to the date of acquisition	54	83
Fair value loss on remeasurement of previously held interest at the date of acquisition	(1,703)	-
Reclassification adjustments of other comprehensive income	61	-
Discount on acquisition	1,641	-
	53	83

6. Sale of Associates and Joint Ventures

An analysis of sale of associates and joint ventures is set out below:

	2009	2008
	US\$m	US\$m
50% interest in Mandarin Oriental, Macau	78	-
50% interest in Olive Young	-	12
Other	-	3
	78	15

7. Tax

	2009	2008
	US\$m	US\$m
Tax charged to profit and loss is analyzed as follows:		
Current tax	(587)	(547)
Deferred tax	(322)	76
	(909)	(471)
Greater China	(421)	(52)
Southeast Asia	(468)	(413)
United Kingdom	(5)	(9)
Rest of the world	(15)	3
	(909)	(471)
Tax relating to components of other comprehensive income is analyzed as follows:		
Revaluation of intangible assets	-	17
Revaluation of tangible assets	6	43
Revaluation of other investments	(1)	1
Actuarial valuation of employee benefit plans	(5)	44
Cash flow hedges	4	3
	4	108

Tax on profits has been calculated at rates of taxation prevailing in the territories in which the Group operates.

Share of tax charge of associates and joint ventures of US\$128 million and credit of US\$2 million (2008: charge of US\$92 million and credit of US\$47 million) are included in share of results of associates and joint ventures and share of other comprehensive income of associates and joint ventures respectively.

8. Earnings per Share

Basic earnings per share are calculated on profit attributable to shareholders of US\$1,604 million (2008: US\$666 million) and on the weighted average number of 356 million (2008: 353 million) shares in issue during the year.

Diluted earnings per share are calculated on profit attributable to shareholders of US\$1,582 million (2008: US\$666 million), which is after adjusting for the effects of the conversion of dilutive potential ordinary shares of subsidiary undertakings, associates or joint ventures, and on the weighted average number of 357 million (2008: 354 million) shares after adjusting for the number of shares which are deemed to be issued for no consideration under the Senior Executive Share Incentive Schemes based on the average share price during the year.

The weighted average number of shares is arrived at as follows:

	Ordinary shares in millions	
	2009	2008
Weighted average number of shares in issue	631	622
Shares held by the Trustee under the Senior Executive Share Incentive Schemes	(1)	(1)
Company's share of shares held by subsidiary undertakings	(274)	(268)
Weighted average number of shares for basic earnings per share calculation	356	353
Adjustment for shares deemed to be issued for no consideration under the Senior Executive Share Incentive Schemes	1	1
Weighted average number of shares for diluted earnings per share calculation	357	354

Additional basic and diluted earnings per share are also calculated based on underlying profit attributable to shareholders. A reconciliation of earnings is set out below:

	2009			2008		
	US\$m	Basic earnings per share US\$	Diluted earnings per share US\$	US\$m	Basic earnings per share US\$	Diluted earnings per share US\$
Profit attributable to shareholders	1,604	4.51	4.44	666	1.89	1.88
Non-trading items (note 9)	(594)			156		
Underlying profit attributable to shareholders	1,010	2.84	2.81	822	2.33	2.32

9. Non-trading Items

Non-trading items are separately identified to provide greater understanding of the Group's underlying business performance. Items classified as non-trading items include fair value gains or losses on revaluation of investment properties and plantations; gains and losses arising from the sale of businesses, investments and properties; impairment of non-depreciable intangible assets and other investments; provisions for the closure of businesses; acquisition-related costs in business combinations; and other credits and charges of a non-recurring nature that require inclusion in order to provide additional insight into underlying business performance.

An analysis of non-trading items after interest, tax and minority interests is set out below:

	2009	2008
	US\$m	US\$m
Increase/(decrease) in fair value of investment properties		
- Hongkong Land	357	(205)
- other	20	(9)
	377	(214)
Decrease in fair value of plantations	(11)	(26)
Asset impairment	(8)	(2)
Revaluation of property interests	-	(4)
Sale and closure of businesses		
- 50% interest in Mandarin Oriental, Macau	46	-
- 50% interest in Olive Young	-	8
- other	10	4
	56	12
Sale of plantations and related assets	-	5
Sale of investments	96	3
Sale of property interests	-	4
Change in attributable interests in subsidiary undertakings and associates	-	(3)
Value added tax recovery in Jardine Motors	3	2
Repurchase of convertible bonds in Hongkong Land	6	-
Net discount on acquisition of Hongkong Land	32	65
Restructuring of businesses	(1)	-
Restructuring of pension schemes	3	(3)
Deferred tax on franchise rights ⁺	-	3
Derecognition of perpetual liabilities in Rothschilds Continuation*	40	-
Discount on acquisition of businesses	1	-
Other	-	2
	594	(156)

⁺ Arising on change in tax rate on deferred tax relating to the valuation of franchise rights on acquisition of Astra.

* Fair value gain arising on reclassification of perpetual notes to equity following removal of the contractual obligation to repay principal or to pay interest on those notes.

10. Non-current Assets Classified as Held for Sale

The major classes of assets classified as held for sale are set out below:

	2009 US\$m	2008 US\$m
Intangible assets	48	15
Tangible assets	59	53
Total assets	107	68

At 31st December 2008, the non-current assets classified as held for sale included Dairy Farm's interest in two retail properties in Malaysia with a total carrying value of US\$65 million of which one was sold during the year. Dairy Farm also classified another retail property and a distribution centre in Malaysia as held for sale during the year. The distribution centre, which remained unsold at 31st December 2009, has a carrying value of US\$68 million.

11. Dividends

	2009 US\$m	2008 US\$m
Final dividend in respect of 2008 of US¢51.00 (2007: US¢45.00) per share	318	279
Interim dividend in respect of 2009 of US¢25.00 (2008: US¢24.00) per share	158	149
	476	428
Company's share of dividends paid on the shares held by subsidiary undertakings	(207)	(185)
	269	243

A final dividend in respect of 2009 of US¢65.00 (2008: US¢51.00) per share amounting to a total of US\$414 million (2008: US\$318 million) is proposed by the Board. The dividend proposed will not be accounted for until it has been approved at the Annual General Meeting. The net amount after deducting the Company's share of the dividends payable on the shares held by subsidiary undertakings of US\$182 million (2008: US\$138 million) will be accounted for as an appropriation of revenue reserves in the year ending 31st December 2010.

12. Notes to Consolidated Cash Flow Statement

(a) Purchase of subsidiary undertakings

	2009 US\$m
Hongkong Land	
Tangible assets	6
Investment properties	12,911
Joint ventures	1,974
Deferred tax assets	4
Pension assets	6
Non-current debtors	69
Current assets	2,259
Long-term borrowings	(3,509)
Deferred tax liabilities	(1,864)
Non-current creditors	(23)
Current liabilities	(915)
Minority interests	(102)
Fair value of net assets	10,816
Adjustment for minority interests	(5,408)
Net assets acquired	5,408
Discount on acquisition	(1,641)
Fair values of previously held interest and consideration transferred	3,767
Fair value loss on remeasurement of previously held interest	1,703
Carrying amount of previously held interest at the date of acquisition	5,470
Attributable to interest held at beginning of year	(5,368)
Attributable to shares acquired prior to the date of acquisition	102
Discount on shares acquired prior to the date of acquisition	(54)
Consideration paid	48
Cash and cash equivalents of Hongkong Land at the date of acquisition	(1,130)
Cash inflow	(1,082)

The fair value of the identifiable assets and liabilities approximates their book value at the date of acquisition.

12. Notes to Consolidated Cash Flow Statement (continued)

(a) Purchase of subsidiary undertakings (continued)

	2009	2008
	US\$m	US\$m
Other subsidiary undertakings		
Intangible assets	-	124
Tangible assets	1	226
Non-current debtors	-	1
Current assets	87	24
Long-term borrowings	-	(28)
Deferred tax liabilities	-	(75)
Non-current creditors	(10)	-
Current liabilities	(4)	(19)
Minority interests	2	-
Fair value of net assets	76	253
Adjustment for minority interests	-	(28)
Net assets acquired	76	225
Goodwill	-	11
Total consideration	76	236
Adjustment for deferred consideration	(1)	-
Carrying value of associates and joint ventures	(29)	(26)
Fair value relating to previously held interests	-	(10)
Cash and cash equivalents of subsidiary undertakings acquired	(4)	(9)
Net cash outflow	42	191

Net cash outflow for the purchase of other subsidiary undertakings in 2009 of US\$42 million mainly comprised Hongkong Land's increased interest in Maple Place in Beijing from 35% to 90%.

Net cash outflow for the purchase of other subsidiary undertakings in 2008 of US\$191 million included US\$156 million for PT United Tractors' acquisition of a company which holds coal mining rights in Central Kalimantan and US\$24 million for increasing Astra's interest in PT Marga Mandalasakti from 34% to 63%.

- (b) Purchase of associates and joint ventures in 2009 included US\$44 million for Jardine Cycle & Carriage's acquisition of an additional 9% interest in Truong Hai Auto Corporation, US\$4 million for Jardine Strategic's additional investment in Jardine Rothschild Asia Capital and US\$4 million for the Company's additional interest in Jardine Lloyd Thompson. Purchase of associates and joint ventures in 2008 included US\$77 million for Jardine Cycle & Carriage's acquisition of a 20% interest in Truong Hai Auto Corporation and US\$21 million for Jardine Strategic's investment in Jardine Rothschild Asia Capital.

12. Notes to Consolidated Cash Flow Statement (continued)

- (c) Purchase of other investments in 2009 included US\$38 million and US\$105 million for Hongkong Land's and Astra's purchase of securities respectively, and US\$157 million for Jardine Strategic's purchase of Tata Power. Purchase of other investments in 2008 included US\$157 million for Astra's purchase of securities, and US\$22 million and US\$19 million for Jardine Strategic's purchase of shares in Paris Orléans and bonds in Hongkong Land respectively.
- (d) Advances to associates, joint ventures and others in 2009 included US\$222 million for Hongkong Land's loans to its property joint ventures.
- (e) Repayment from associates and joint ventures in 2009 included US\$32 million from HACTL in Jardine Pacific and US\$31 million from Hongkong Land's property joint ventures.
- (f) Sale of subsidiary undertakings

	2009	2008
	US\$m	US\$m
Intangible assets	2	1
Tangible assets	6	4
Associates and joint ventures	-	2
Non-current debtors	-	2
Deferred tax assets	-	4
Current assets	5	101
Current liabilities	(2)	(33)
Net assets	11	81
Adjustment for minority interests	(3)	(24)
Net assets disposed of	8	57
(Loss)/profit on disposal	(3)	3
Sale proceeds	5	60
Adjustment for deferred consideration	(1)	-
Adjustment for carrying value of associates and joint ventures	(3)	(34)
Cash and cash equivalents of subsidiary undertakings disposed of	(3)	(59)
Net cash outflow	(2)	(33)

Sale proceeds in 2008 of US\$60 million included US\$48 million from Astra's sale of a 15% interest in PT Pantja Motor which reduced its effective interest from 65% to 50%.

12. Notes to Consolidated Cash Flow Statement (continued)

- (g) Sale of associates and joint ventures in 2009 included US\$90 million from Mandarin Oriental's sale of its 50% interest in Mandarin Oriental, Macau. Sale of associates and joint ventures in 2008 included US\$21 million from Dairy Farm's sale of its 50% interest in Olive Young.
- (h) Sale of other investments in 2009 included Jardine Strategic's sale of its interest in Tata Industries of US\$157 million and Astra's sale of securities of US\$56 million. Sale of other investments in 2008 mainly comprised Astra's sale of securities.
- (i) Change in interests in subsidiary undertakings

	2009	2008
	US\$m	US\$m
Increase in attributable interests		
- Jardine Strategic	-	25
- Mandarin Oriental	16	2
- Jardine Cycle & Carriage	35	137
- other	15	86
Decrease in attributable interests	(1)	-
	65	250

Increase in attributable interests in other subsidiary undertakings in 2009 included US\$11 million for Astra's acquisition of an additional interest in PT Marga Mandalasakti. Increase in attributable interests in other subsidiary undertakings in 2008 included US\$42 million for Dairy Farm's acquisition of an additional interest in PT Hero Supermarket under a put option, and US\$20 million and US\$21 million for Astra's increased interests in PT Astra Otoparts and PT United Tractors respectively.

13. Capital Commitments and Contingent Liabilities

Total capital commitments at 31st December 2009 amounted to US\$1,809 million (2008: US\$483 million).

Various Group companies are involved in litigation arising in the ordinary course of their respective businesses. Having reviewed outstanding claims and taking into account legal advice received, the Directors are of the opinion that adequate provisions have been made in the financial statements.

14. Related Party Transactions

In the normal course of business the Group undertakes a variety of transactions with certain of its associates and joint ventures.

The most significant of such transactions relate to the purchase of motor vehicles and spare parts from the Group's associates and joint ventures in Indonesia including PT Toyota-Astra Motor, PT Astra Honda Motor and PT Astra Daihatsu Motor. Total cost of motor vehicles and spare parts purchased in 2009 amounted to US\$3,703 million (2008: US\$4,182 million). The Group also sells motor vehicles and spare parts to its associates and joint ventures in Indonesia including PT Astra Honda Motor and PT Astra Daihatsu Motor. Total revenue from sale of motor vehicles and spare parts in 2009 amounted to US\$392 million (2008: US\$455 million).

There were no other related party transactions that might be considered to have a material effect on the financial position or performance of the Group that were entered into or changed during the year.

Jardine Matheson Holdings Limited
Principal Risks and Uncertainties

The Board has overall responsibility for risk management and internal control. The process by which the Group identifies and manages risk will be set out in more detail in the Corporate Governance section of the Company's 2009 Annual Report (the 'Report'). The following are the principal risks and uncertainties facing the Company as required to be disclosed pursuant to the Disclosure and Transparency Rules issued by the Financial Services Authority of the United Kingdom and are in addition to the matters referred to in the Chairman's Statement and Managing Director's Review.

Economic Risk

Most of the Group's businesses are exposed to the risk of negative developments in global and regional economies and financial markets, either directly or through the impact on the Group's joint venture partners, franchisors, bankers, suppliers or customers. These developments can result in recession, inflation, deflation, currency fluctuations, restrictions in the availability of credit, business failures, or increases in financing costs, oil prices and in the cost of raw materials. Such developments might increase operating costs, reduce revenues, lower asset values or result in the Group's businesses being unable to meet in full their strategic objectives.

Commercial Risk and Financial Risk

Risks are an integral part of normal commercial practices, and where practicable steps are taken to mitigate such risks. These risks are further pronounced when operating in volatile markets.

A number of the Group's businesses make significant investment decisions in respect of developments or projects that take time to come to fruition and achieve the desired returns and are, therefore, subject to market risks.

The Group's businesses operate in areas that are highly competitive, and failure to compete effectively in terms of price, product specification or levels of service can have an adverse effect on earnings. Significant pressure from such competition may lead to reduced margins. The quality and safety of the products and services provided by the Group's businesses are also important and there is an associated risk if they are below standard.

The steps taken by the Group to manage its exposure to financial risk will be set out in the Financial Review and in a note to the Financial Statements in the Report.

Concessions, Franchises and Key Contracts

A number of the Group's businesses and projects are reliant on concessions, franchises, management or other key contracts. Cancellation, expiry or termination, or the renegotiation of any such concession, franchise, management or other key contracts, could have an adverse effect on the financial condition and results of operations of certain subsidiaries, associates and joint ventures of the Group.

Jardine Matheson Holdings Limited
Principal Risks and Uncertainties (continued)

Regulatory and Political Risk

The Group's businesses are subject to a number of regulatory environments in the territories in which they operate. Changes in the regulatory approach to such matters as foreign ownership of assets and businesses, exchange controls, planning controls, emission regulations, tax rules and employment legislation have the potential to impact the operations and profitability of the Group's businesses. Changes in the political environment in such territories can also affect the Group's businesses.

Terrorism, Pandemic and Natural Disasters

A number of the Group's operations are vulnerable to the effects of terrorism, either directly through the impact of an act of terrorism or indirectly through the impact of generally reduced economic activity in response to the threat of or an actual act of terrorism.

All Group businesses would be impacted by a global or regional pandemic which could be expected to seriously affect economic activity and the ability of our businesses to operate smoothly. In addition, many of the territories in which the Group operates can experience from time to time natural disasters such as earthquakes and typhoons.

Responsibility Statement

The Directors of the Company confirm to the best of their knowledge that:

- (a) the consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, including International Accounting Standards and Interpretations adopted by the International Accounting Standards Board; and
- (b) the sections of the Company's 2009 Annual Report, including the Chairman's Statement, Managing Director's Review and Principal Risks and Uncertainties, which constitute the management report include a fair review of all information required to be disclosed by the Disclosure and Transparency Rules 4.1.8 to 4.1.11 issued by the Financial Services Authority of the United Kingdom.

For and on behalf of the Board

A.J.L. Nightingale
James Riley

Directors

5th March 2010

The final dividend of US\$65.00 per share will be payable on 12th May 2010, subject to approval at the Annual General Meeting to be held on 6th May 2010, to shareholders on the register of members at the close of business on 19th March 2010, and will be available in cash with a scrip alternative. The ex-dividend date will be on 17th March 2010, and the share registers will be closed from 22nd to 26th March 2010, inclusive. Shareholders will receive their cash dividends in United States dollars, unless they are registered on the Jersey branch register where they will have the option to elect for sterling. These shareholders may make new currency elections for the 2009 final dividend by notifying the United Kingdom transfer agent in writing by 23rd April 2010. The sterling equivalent of dividends declared in United States dollars will be calculated by reference to a rate prevailing on 28th April 2010. Shareholders holding their shares through The Central Depository (Pte) Limited ('CDP') in Singapore will receive United States dollars unless they elect, through CDP, to receive Singapore dollars or the scrip alternative.

The Jardine Matheson Group

Founded as a trading company in China in 1832, Jardine Matheson is today a diversified business group focused principally on Asia. Its businesses comprise a combination of cash generating activities and long-term property assets.

Jardine Matheson holds interests directly in Jardine Pacific (100%), Jardine Motors (100%) and Jardine Lloyd Thompson (32%), while its 81%-held Group holding company, Jardine Strategic, is interested in Hongkong Land (50%), Dairy Farm (78%), Mandarin Oriental (74%) and Jardine Cycle & Carriage (69%), which in turn has a 50% shareholding in Astra. Jardine Strategic also has a 54% shareholding in Jardine Matheson and a 21% stake in Rothschilds Continuation, the merchant banking house.

These companies are leaders in the fields of engineering and construction, transport services, insurance broking, property investment and development, retailing, restaurants, luxury hotels, motor vehicles and related activities, financial services, heavy equipment, mining and agribusiness.

Incorporated in Bermuda, Jardine Matheson Holdings Limited has its primary share listing in London, with secondary listings in Bermuda and Singapore. Jardine Matheson Limited operates from Hong Kong and provides management services to Group companies.

- end -

For further information, please contact:

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Full text of the Preliminary Announcement of Results and the Preliminary Financial Statements for the year ended 31st December 2009 can be accessed through the Internet at 'www.jardines.com'.