



**Jardines**

**DAIRY FARM INTERNATIONAL HOLDINGS LIMITED**  
Securities and Exchange Commission **File No 82-2962**

Jardine Matheson Limited  
29th Floor, Jardine House  
Central, Hong Kong  
Tel (852) 2873 8288 Fax (852) 2875 9005  
gsd@jardines.com



03050934

**Group Secretariat**

31st March 2003

Securities & Exchange Commission  
Office of Int'l Corporate Finance  
Division of Corporate Finance  
450 Fifth Street, N.W.  
Washington D.C. 20549  
U.S.A.

SUPPL

03 APR 11 AM 7:21

Dear Sirs

Dairy Farm International Holdings Limited  
- Disclosure of Interests – Substantial Shareholders

We enclose for your information a notification dated 31st March 2003 in respect of the above Company which was lodged with the UK Listing Authority today.

Yours faithfully  
JARDINE MATHESON LIMITED

Neil M McNamara  
Group Corporate Secretary

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**RNS**The company news service from  
the London Stock Exchange

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| <b>DAIRY FARM INTERNATIONAL HOLDINGS LIMITED</b><br><b>Securities and Exchange Commission File No.82-2962</b> |
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| <b>Company</b>  | Dairy Farm International Hldgs Ld |
| <b>TIDM</b>     | DFI                               |
| <b>Headline</b> | Holding(s) in Company             |
| <b>Released</b> | 07:00 31 Mar 2003                 |
| <b>Number</b>   | 3947J                             |

**DAIRY FARM INTERNATIONAL HOLDINGS LIMITED ("DFIH")  
DISCLOSURE OF INTERESTS – SUBSTANTIAL SHAREHOLDERS**

Following the repurchase and cancellation of a total of 158,326,301 shares by DFIH on 31st March 2003, Jardine Strategic Holdings Limited's ("JSH") interests in DFIH has increased from 70.32% to 78.42%, JSH's interests are made up as follows:-

|                                    | <u>No. of shares</u> | <u>%</u>     |
|------------------------------------|----------------------|--------------|
| JSH                                | 997,065,126          | 72.49        |
| Connaught Investors Limited        | 31,964,445           | 2.32         |
| The Verandah Trust Company Limited | 49,475,137           | 3.60         |
| <b>Total Holding</b>               | <b>1,078,504,708</b> | <b>78.42</b> |

In addition, by virtue of its interest in JSH, Jardine Matheson Holdings Limited's deemed interest in the same number of shares increased.

Neil M McNamara, Jardine Matheson Limited  
for and on behalf of Dairy Farm International Holdings Limited

31st March 2003

www.dairyfarmgroup.com

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**DAIRY FARM INTERNATIONAL HOLDINGS LIMITED**  
**Securities and Exchange Commission File No.82-2962**

Group Secretariat

31st March 2003

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Office of International Corporate Finance  
Division of Corporate Finance  
450 Fifth Street, N.W.  
Washington D.C. 20549  
U.S.A.

03 APR 11 AM 7:21

Dear Sirs

Dairy Farm International Holdings Limited (the "Company")

We enclose for your information a copy of a press release issued on 31st March 2003 in respect of the Company.

Yours faithfully  
JARDINE MATHESON LIMITED

Neil M McNamara  
Group Corporate Secretary

encl.



**Dairy Farm International Holdings Ltd**

Jardine House, 22-25 Reid Street  
Hamilton, HM EX, Bermuda

**DAIRY FARM INTERNATIONAL HOLDINGS LIMITED**  
Securities and Exchange Commission File No.82-2962

To: Business Editor

For immediate release

## DAIRY FARM TENDER OFFER RESULT

31st March 2003 – Dairy Farm International Holdings Limited today announced that it had received valid tenders for approximately 158 million Shares under the Tender Offer, representing some 10.3% of the issued share capital of the Company. The Tender Offer for up to 170 million Shares was announced on 25th February 2003 and closed on 28th March 2003.

In accordance with the terms of the Tender Offer, the Strike Price has been set at US\$1.10 per Share. All Shares validly tendered have been accepted on 31st March 2003 and will be repurchased at the Strike Price.

Howard Mowlem, Group Finance Director of Dairy Farm, said, “We are pleased with the result of the Tender Offer as our shareholders have taken the opportunity to tender 158 million of their Shares at a premium of 28.7% to the market price before the offer was announced. The Tender Offer gave shareholders the opportunity to participate directly in a return of capital following the sale of our New Zealand supermarket assets, while at the same time enhancing earnings per share.”

The total consideration payable by Dairy Farm under the Tender Offer is approximately US\$174 million. Payment will be sent on 4th April 2003 to those registered shareholders who validly tendered Shares in accordance with the terms of the Tender Offer.

Dairy Farm is a leading pan-Asian retailer. As at 31st December 2002, the Group and its associates operated 2,300 outlets – including supermarkets, hypermarkets, health and beauty stores, convenience stores, home furnishings stores and restaurants; employed 52,500 people in the region; and had 2002 total sales from continuing operations of US\$4.0 billion. Dairy Farm is a member of the Jardine Matheson Group.

- end -

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For further information, please contact:

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Golin/Harris Forrest  
John Morgan

(852) 2501 7939  
email: [john.morgan@golinharris.com.hk](mailto:john.morgan@golinharris.com.hk)

This and other Group announcements can be accessed through the Internet at  
'[www.dairyfarmgroup.com](http://www.dairyfarmgroup.com)'.



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31st March 2003

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Office of International Corporate Finance  
Division of Corporate Finance  
450 Fifth Street, N.W.  
Washington D.C. 20549  
U.S.A.

Dear Sirs

Dairy Farm International Holdings Limited ("DFIH")

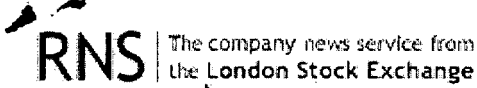
We enclose for your information a copy of a notification dated 31st March 2003 in respect of DFIH which was lodged with the UK Listing Authority today.

Yours faithfully  
JARDINE MATHESON LIMITED

Neil M McNamara  
Group Corporate Secretary

encl.

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| <b>Company</b>  | Dairy Farm International Hldgs Ld |
| <b>TIDM</b>     | DFI                               |
| <b>Headline</b> | Purchase of Own Securities        |
| <b>Released</b> | 07:00 31 Mar 2003                 |
| <b>Number</b>   | 3946J                             |

**DAIRY FARM INTERNATIONAL HOLDINGS LIMITED**  
Securities and Exchange Commission File No.82-2962

**DAIRY FARM INTERNATIONAL HOLDINGS LIMITED****SHARE REPURCHASE**

A total of 158,326,301 shares were repurchased by Dairy Farm International Holdings Limited ("DFIH") at US\$1.10 per share on 31st March 2003 under the Tender Offer.

In accordance with the Bermuda Companies Act, under which DFIH is incorporated, these shares are treated as cancelled immediately upon repurchase. Accordingly, following the repurchase and cancellation of 158,326,301 shares, the issued share capital of DFIH is 1,375,370,118 shares.

Neil M McNamara, Jardine Matheson Limited  
For and on behalf of Dairy Farm International Holdings Limited

31st March 2003

[www.dairyfarmgroup.com](http://www.dairyfarmgroup.com)

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