



**SINGAPORE PRESS HOLDINGS LIMITED**

Reg. No. 198402868E  
(Incorporated in Singapore)

**ANNOUNCEMENT**

**UNAUDITED RESULTS\* FOR THE PERIOD ENDED FEBRUARY 28, 2013**

**1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year**

**(i) Results for the Second Quarter ended February 28, 2013**

	<b>Group</b>		<b>Change</b>
	<b>2Q 2013</b>	<b>2Q 2012</b>	
	S\$'000	S\$'000	%
Operating revenue			
Newspaper and Magazine	224,433	241,674	(7.1)
Property	50,170	48,015	4.5
Others	7,580	8,762	(13.5)
	<hr/> 282,183	<hr/> 298,451	(5.5)
Other operating income	3,268	4,335	(24.6)
	<hr/> 285,451	<hr/> 302,786	(5.7)
Materials, production and distribution costs	(46,905)	(52,186)	(10.1)
Staff costs	(85,526)	(89,962)	(4.9)
Premises costs	(15,946)	(14,836)	7.5
Depreciation	(19,382)	(19,933)	(2.8)
Other operating expenses	(31,599)	(29,324)	7.8
Finance costs	(6,457)	(6,473)	(0.2)
	<hr/>	<hr/>	
Profit before investment income and share of net profit of associates and jointly-controlled entities #	79,636	90,072	(11.6)
Net income from investments	4,209	4,371	(3.7)
Share of net profit of associates and jointly-controlled entities	1,518	2,411	(37.0)
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Profit before taxation	85,363	96,854	(11.9)
Taxation	(13,788)	(12,990)	6.1
	<hr/>	<hr/>	
Profit after taxation	71,575	83,864	(14.7)
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Attributable to:			
<b>Shareholders of the Company</b>	<b>71,548</b>	<b>84,142</b>	<b>(15.0)</b>
Non-controlling interests	27	(278)	NM
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	71,575	83,864	(14.7)

\* Please refer to the attached auditors' review report.

# This represents the recurring earnings of the media and property businesses.

**1(a)(ii) Notes:****Profit after taxation is arrived at after accounting for:**

	<b>Group</b>		
	<b>2Q</b>	<b>2Q</b>	<b>Change</b>
	<b>2013</b>	<b>2012</b>	
	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>
Reversal of allowance/(Allowance) for stock obsolescence	65	(223)	NM
Share-based compensation expense	(1,754)	(1,902)	(7.8)
Allowance for impairment of trade receivables	(251)	(363)	(30.9)
Bad debts recovery	22	31	(29.0)
Amortisation of intangible assets	(1,880)	(2,896)	(35.1)
Net profit on disposal of property, plant and equipment	300	46	552.2
Impairment of property, plant and equipment	-	(63)	(100.0)
Allowance for impairment of an associate	(240)	-	NM
Interest income	1,415	2,076	(31.8)
Net fair value (loss)/gain on			
- Internally-managed assets at fair value through profit or loss	(38)	26	NM
- Derivative financial instruments	(1,277)	6,662	NM
Realised gain/(loss) on derivative financial instruments	504	(799)	NM
Net foreign exchange gain/(loss)	376	(3,739)	NM
Net over-provision of prior years' taxation	846	1,196	(29.3)

### 1(a)(iii) Statement of Comprehensive Income

	Group		Change
	2Q 2013 S\$'000	2Q 2012 S\$'000	
Profit after taxation	71,575	83,864	(14.7)
Other comprehensive income/(loss), net of tax			
Cash flow hedges			
- net fair value changes	(391)	(1,526)	(74.4)
- transferred to income statement	521	439	18.7
Net fair value changes on available-for-sale financial assets			
- net fair value changes	21,750	20,724	5.0
- transferred to income statement on disposal	(1,911)	955	NM
Currency translation difference			
- arising from consolidation of financial statements of foreign subsidiaries, associates and jointly-controlled entities	490	(354)	NM
	20,459	20,238	1.1
Total comprehensive income	92,034	104,102	(11.6)
Attributable to:			
<b>Shareholders of the Company</b>	<b>92,022</b>	<b>104,433</b>	<b>(11.9)</b>
Non-controlling interests	12	(331)	NM
	92,034	104,102	(11.6)

### 1(a)(iv) Comparatives Information

During the current year, the Group re-classified certain amounts relating to newspaper and magazine digital content from the Others segment to the Newspaper and Magazine segment, to better reflect the segmentation of the Group's businesses. Comparative amounts in the income statement and segmental information were re-classified for consistency, as set out below.

	Group	
	As Restated	As Previously Disclosed
	2Q 2012 S\$'000	2Q 2012 S\$'000
Operating revenue		
Newspaper and Magazine	241,674	234,534
Others	8,762	15,902

**1(b)(i) A balance sheet (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year**

**Balance Sheets As At February 28, 2013**

	<b>Group</b>		<b>Company</b>	
	<b>Feb 28, 2013</b>	<b>Aug 31, 2012</b>	<b>Feb 28, 2013</b>	<b>Aug 31, 2012</b>
	S\$'000	S\$'000	S\$'000	S\$'000
<b>CAPITAL EMPLOYED</b>				
Share capital	506,400	502,992	506,400	502,992
Treasury shares	(333)	(2,190)	(333)	(2,190)
Reserves	380,816	342,324	70,722	67,780
Retained profits	1,287,623	1,399,220	527,730	617,577
	<hr/>	<hr/>	<hr/>	<hr/>
Shareholders' interests	2,174,506	2,242,346	1,104,519	1,186,159
Non-controlling interests	78,573	82,716	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Total equity</b>	<b>2,253,079</b>	<b>2,325,062</b>	<b>1,104,519</b>	<b>1,186,159</b>
<b>EMPLOYMENT OF CAPITAL</b>				
<b>Non-current assets</b>				
Property, plant and equipment	345,649	362,548	210,991	224,238
Investment properties	2,096,733	2,089,033	-	-
Investments in subsidiaries	-	-	388,868	388,868
Investments in associates	84,955	84,366	30,853	36,853
Investments in jointly-controlled entities	6,325	10,318	-	-
Trade and other receivables	2,404	2,595	516,399	543,516
Long-term investments	419,838	381,614	53,711	46,351
Intangible assets	132,176	133,900	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
	3,088,080	3,064,374	1,200,822	1,239,826
<b>Current assets</b>				
Inventories	27,695	27,079	26,865	25,681
Trade and other receivables	140,863	184,294	1,272,080	1,294,936
Short-term investments	277,599	408,443	-	89,960
Derivative financial instruments	552	596	-	-
Cash and cash equivalents	403,437	372,459	140,271	113,858
	<hr/>	<hr/>	<hr/>	<hr/>
	850,146	992,871	1,439,216	1,524,435
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Total assets</b>	<b>3,938,226</b>	<b>4,057,245</b>	<b>2,640,038</b>	<b>2,764,261</b>
<b>Non-current liabilities</b>				
Trade and other payables	32,131	32,953	-	-
Deferred income tax liabilities	47,111	47,227	31,290	33,040
Borrowings	1,296,504	1,280,322	828,640	828,359
Derivative financial instruments	7,051	7,752	708	670
	<hr/>	<hr/>	<hr/>	<hr/>
	1,382,797	1,368,254	860,638	862,069
<b>Current liabilities</b>				
Trade and other payables	223,081	278,683	627,768	664,044
Current income tax liabilities	75,789	81,856	46,843	51,982
Borrowings	2,792	3,293	-	-
Derivative financial instruments	688	97	270	7
	<hr/>	<hr/>	<hr/>	<hr/>
	302,350	363,929	674,881	716,033
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Total liabilities</b>	<b>1,685,147</b>	<b>1,732,183</b>	<b>1,535,519</b>	<b>1,578,102</b>
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Net assets</b>	<b>2,253,079</b>	<b>2,325,062</b>	<b>1,104,519</b>	<b>1,186,159</b>

**1(b)(ii) Aggregate amount of group's borrowings and debt securities**

**Group Borrowings**

**Amount repayable in one year**

<b>As at February 28, 2013</b>		<b>As at August 31, 2012</b>	
<b>Secured</b> S\$'000	<b>Unsecured</b> S\$'000	<b>Secured</b> S\$'000	<b>Unsecured</b> S\$'000
-	2,792	-	3,293

**Amount repayable after one year**

<b>As at February 28, 2013</b>		<b>As at August 31, 2012</b>	
<b>Secured</b> S\$'000	<b>Unsecured</b> S\$'000	<b>Secured</b> S\$'000	<b>Unsecured</b> S\$'000
315,912	980,592	301,582	978,740

**Details of collateral**

The secured bank loan facilities as at February 28, 2013 comprised the term loan facilities of S\$300.0 million (August 31, 2012: S\$300.0 million) and S\$138.0 million (August 31, 2012: S\$138.0 million) undertaken by the subsidiaries, Orchard 290 Ltd ("Orchard 290") and The Seletar Mall Pte Ltd ("Seletar Mall") respectively. As at the balance sheet date, the amounts drawn down were S\$300.0 million for Orchard 290 and S\$17.2 million for Seletar Mall.

The term loan taken up by Orchard 290 is secured by way of a legal mortgage on Orchard 290's investment property, a debenture over the assets of Orchard 290 and an assignment of the insurance on the investment property.

The term loan taken up by Seletar Mall is secured by way of a first legal mortgage on Seletar Mall's investment property, an assignment of insurance in relation to the investment property and a deed of subordination in respect of the loans from the ultimate holding company and the shareholders of Seletar Mall.

The balance of S\$315.9 million as at February 28, 2013 represented the secured borrowings stated at amortised cost.

1(c) **A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year**

**Consolidated Statement of Cash Flows for the Second Quarter ended February 28, 2013**

	<b>2Q 2013 S\$'000</b>	<b>2Q 2012 S\$'000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	85,363	96,854
Adjustments for:		
Amortisation of intangible assets	1,880	2,896
Depreciation	19,382	19,933
Net profit on disposal of property, plant and equipment	(300)	(46)
Impairment of property, plant and equipment	-	63
Allowance for impairment of an associate	240	-
Finance costs	6,457	6,473
Net income from investments	(4,209)	(4,371)
Share of net profit of associates and jointly-controlled entities	(1,518)	(2,411)
Share-based compensation expense	1,754	1,902
Other non-cash items	451	137
Operating cash flow before working capital changes	<u>109,500</u>	<u>121,430</u>
Changes in operating assets and liabilities, net of effects from acquisition and disposal of subsidiaries and business:		
Inventories	(1,960)	1,635
Trade and other receivables, current	11,002	10,588
Trade and other payables, current	(53,133)	(51,150)
Trade and other receivables, non-current	460	841
Trade and other payables, non-current	(1,288)	2,712
Currency translation difference	44	22
	<u>64,625</u>	<u>86,078</u>
Income tax paid	(31,458)	(28,110)
Dividends paid	(274,091)	(273,553)
Dividends paid (net) by a subsidiary to a non-controlling interest	-	(7)
<b>Net cash used in operating activities</b>	<u><b>(240,924)</b></u>	<u><b>(215,592)</b></u>

**Consolidated Statement of Cash Flows for the Second Quarter ended  
February 28, 2013 (cont'd)**

	<b>2Q 2013 S\$'000</b>	<b>2Q 2012 S\$'000</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(6,310)	(4,291)
Proceeds from disposal of property, plant and equipment	331	58
Additions to investment properties	(9,225)	(1,345)
Amount paid to-date for the acquisition of a commercial site	-	(64,288)
Acquisition of business by a subsidiary (net of cash acquired)	(2,369)	-
Dividends received from associates	18	6,076
Proceeds from capital reduction exercise of an associate	6,000	-
Additional consideration paid on interests in jointly-controlled entities	(5,493)	-
Increase in amounts owing by associates/jointly-controlled entities	(44)	(8,830)
Increase in amounts owing to jointly-controlled entities	1,376	5,242
Purchase of long-term investments	(166)	(979)
Proceeds from disposal/redemption of long-term investments	133	-
Purchase of short-term investments	(23,485)	(50,174)
Proceeds from disposal of short-term investments	37,202	147,552
Dividends received	770	1,254
Interest received	1,388	2,033
Other investment income	1,117	(4,366)
<b>Net cash from investing activities</b>	<u>1,243</u>	<u>27,942</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from bank loans (net of transaction costs)	9,561	-
Interest paid	(2,913)	(2,049)
Proceeds from issuance of shares by the Company	640	88
Share-buy back	(4,397)	-
<b>Net cash from/(used in) financing activities</b>	<u>2,891</u>	<u>(1,961)</u>
<b>Net decrease in cash and cash equivalents</b>	(236,790)	(189,611)
Cash and cash equivalents at beginning of period	<u>640,227</u>	<u>433,935</u>
<b>Cash and cash equivalents at end of period</b>	<u>403,437</u>	<u>244,324</u>

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

Statements of Changes in Total Equity for the Second Quarter ended February 28, 2013

(a) Group

	Attributable to Shareholders of the Company								Non-controlling Interests S\$'000	Total Equity S\$'000	
	Share Capital S\$'000	Treasury Shares S\$'000	Capital Reserve S\$'000	Share-based Compensation Reserve S\$'000	Hedging Reserve S\$'000	Fair Value Reserve S\$'000	Currency Translation Reserve S\$'000	Retained Profits S\$'000			Total S\$'000
Balance as at December 1, 2012	505,678	(4,171)	2,005	25,940	(5,982)	347,175	(2,880)	1,216,315	2,084,080	78,561	2,162,641
Total comprehensive income/(loss) for the quarter	-	-	-	-	130	19,839	505	71,548	92,022	12	92,034
Share-based compensation	-	-	-	1,763	-	-	-	-	1,763	-	1,763
Issue of shares	722	-	-	(82)	-	-	-	-	640	-	640
Treasury shares released	-	8,235	-	(7,464)	-	-	-	(373)	398	-	398
Share buy-back – held as treasury shares	-	(4,397)	-	-	-	-	-	-	(4,397)	-	(4,397)
Lapse of share options	-	-	-	(133)	-	-	-	133	-	-	-
<b>Balance as at February 28, 2013</b>	<b>506,400</b>	<b>(333)</b>	<b>2,005</b>	<b>20,024</b>	<b>(5,852)</b>	<b>367,014</b>	<b>(2,375)</b>	<b>1,287,623</b>	<b>2,174,506</b>	<b>78,573</b>	<b>2,253,079</b>



**Statements of Changes in Total Equity for the Second Quarter ended February 28, 2013 (cont'd)**

**(a) Group (cont'd)**

	Attributable to Shareholders of the Company								Non-controlling Interests	Total Equity	
	Share Capital	Treasury Shares	Capital Reserve	Share-based Compensation Reserve	Hedging Reserve	Fair Value Reserve	Currency Translation Reserve	Retained Profits			Total
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Balance as at December 1, 2011	500,099	(11,024)	2,005	26,957	(3,887)	285,066	(1,706)	1,522,061	2,319,571	74,995	2,394,566
Total comprehensive income/(loss) for the quarter	-	-	-	-	(1,087)	21,679	(301)	84,142	104,433	(331)	104,102
Share-based compensation	-	-	-	1,915	-	-	-	-	1,915	-	1,915
Issue of shares	98	-	-	(10)	-	-	-	-	88	-	88
Treasury shares released	-	8,834	-	(6,322)	-	-	-	(2,085)	427	-	427
Lapse of share options	-	-	-	(84)	-	-	-	84	-	-	-
Dividends	-	-	-	-	-	-	-	(273,553)	(273,553)	(7)	(273,560)
<b>Balance as at February 29, 2012</b>	<b>500,197</b>	<b>(2,190)</b>	<b>2,005</b>	<b>22,456</b>	<b>(4,974)</b>	<b>306,745</b>	<b>(2,007)</b>	<b>1,330,649</b>	<b>2,152,881</b>	<b>74,657</b>	<b>2,227,538</b>

## Statements of Changes in Total Equity for the Second Quarter ended February 28, 2013 (cont'd)

### (b) Company

	Share Capital S\$'000	Treasury Shares S\$'000	Share-based Compensation Reserve S\$'000	Hedging Reserve S\$'000	Fair Value Reserve S\$'000	Retained Profits S\$'000	Total Equity S\$'000
Balance as at December 1, 2012	505,678	(4,171)	25,940	(458)	45,605	484,209	1,056,803
Total comprehensive income/(loss) for the quarter	-	-	-	(130)	5,681	43,761	49,312
Share-based compensation	-	-	1,763	-	-	-	1,763
Issue of shares	722	-	(82)	-	-	-	640
Treasury shares released	-	8,235	(7,464)	-	-	(373)	398
Share buy-back – held as treasury shares	-	(4,397)	-	-	-	-	(4,397)
Lapse of share options	-	-	(133)	-	-	133	-
<b>Balance as at February 28, 2013</b>	<b>506,400</b>	<b>(333)</b>	<b>20,024</b>	<b>(588)</b>	<b>51,286</b>	<b>527,730</b>	<b>1,104,519</b>
Balance as at December 1, 2011	500,099	(11,024)	26,957	-	34,114	800,207	1,350,353
Total comprehensive income/(loss) for the quarter	-	-	-	-	1,162	81,936	83,098
Share-based compensation	-	-	1,915	-	-	-	1,915
Issue of shares	98	-	(10)	-	-	-	88
Treasury shares released	-	8,834	(6,322)	-	-	(2,085)	427
Lapse of share options	-	-	(84)	-	-	84	-
Dividends	-	-	-	-	-	(273,553)	(273,553)
<b>Balance as at February 29, 2012</b>	<b>500,197</b>	<b>(2,190)</b>	<b>22,456</b>	<b>-</b>	<b>35,276</b>	<b>606,589</b>	<b>1,162,328</b>

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, as at the end of the current financial period reported and as at the end of the corresponding period of the immediately preceding financial year

### Share Options

- (a) Between December 1, 2012 and February 28, 2013, the Company issued 171,350 ordinary shares under the Singapore Press Holdings Group (1999) Share Option Scheme (the "1999 Scheme").
- (b) As a result of the 171,350 ordinary shares issued pursuant to the 1999 Scheme, the Company issued 1,730 management shares in accordance with the Newspaper and Printing Presses Act, Cap. 206 between December 1, 2012 and February 28, 2013.
- (c) Under the 1999 Scheme, options to subscribe for 24,813,600 ordinary shares remain outstanding as at February 28, 2013 compared to options to subscribe for 29,984,050 ordinary shares as at February 29, 2012. Movements in the number of the unissued shares of the Company under the 1999 Scheme during the second quarter are as follows:

<u>Outstanding as at 01.12.12</u> (‘000)	<u>Exercised</u> (‘000)	<u>Lapsed</u> (‘000)	<u>Outstanding as at 28.02.13</u> (‘000)
25,258	(171)	(273)	24,814

### Performance Shares

- (a) At the extraordinary general meeting of the Company held on December 5, 2006, the Company's shareholders approved the adoption of the SPH Performance Share Plan and the 1999 Scheme was terminated with regard to the grant of further options. However, options granted and outstanding prior to such termination will continue to be valid and be subject to the terms and conditions of the 1999 Scheme.
- (b) As at February 28, 2013, the number of shares granted and outstanding (being contingent award) under the SPH Performance Share Plan was 6,391,666 (February 29, 2012: 6,990,718). Movements in the number of performance shares during the second quarter are summarised below:

<u>Outstanding as at 01.12.12</u> (‘000)	<u>Adjusted<sup>#</sup></u> (‘000)	<u>Granted</u> (‘000)	<u>Vested</u> (‘000)	<u>Lapsed</u> (‘000)	<u>Outstanding and unvested as at 28.02.13</u> (‘000)
6,445	(63)	2,087	(2,054)	(23)	6,392

<sup>#</sup> Adjusted at end of the performance period based on the level of achievement of pre-set performance conditions

## Share Buy Back

Under the Share Buy Back Mandate (first approved by the Shareholders on July 16, 1999 and last renewed at the Annual General Meeting on November 30, 2012), the Company bought back 1,100,000 ordinary shares during the current quarter. These shares are held as treasury shares, until released from time to time for the fulfilment of the awards under the SPH Performance Share Plan. The amount paid, including brokerage fees, totalled S\$4.4 million and was deducted against shareholders' equity.

## Share Capital and Treasury Shares

As at February 28, 2013, the Company had 1,596,981,981 ordinary shares, 16,325,583 management shares and 84,740 treasury shares (August 31, 2012: 1,595,682,578 ordinary shares, 16,317,041 management shares and 538,318 treasury shares).

During the current quarter, the Company transferred 2,053,578 treasury shares for the fulfillment of share awards vested under the SPH Performance Share Plan. The total value of the treasury shares transferred was S\$8.2 million.

2. **Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice**

The financial information as set out in paragraphs 1, 5, 6, 7, 9, 10, 11 and 16 of this announcement has been extracted from the condensed interim financial information that has been reviewed in accordance with Singapore Standard on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity ("SSRE 2410").

3. **Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of matter)**

Please refer to the attached auditors' review report.

4. **Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied**

#### Accounting Policies

The financial information has been prepared in accordance with the same accounting policies and methods of computation adopted in the audited financial statements of the previous financial year, except where new or amended Financial Reporting Standards ("FRS") and Interpretations to FRS ("INT FRS") became effective from this financial year.

The adoption of the new/revised FRS and INT FRS has not resulted in any substantial changes to the Group's accounting policies nor any significant impact on these financial statements.

5. **Earnings per share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends**

#### Earnings Per Share for the Second Quarter ended February 28, 2013

		Group	
		2Q 2013	2Q 2012
(a)	Based on the weighted average number of shares on issue (S\$)	0.04	0.05
(b)	On fully diluted basis (S\$)	0.04	0.05

6. **Net asset value (for the issuer and group) per share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current period reported on and (b) immediately preceding financial year**

#### Net Asset Value Per Share

	Group		Company	
	Feb 28, 2013	Aug 31, 2012	Feb 28, 2013	Aug 31, 2012
Net asset value per share based on total number of issued shares at the end of period/year (S\$)	1.35	1.39	0.68	0.74

7. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on**

## **Business Segments/Review of Results**

### **Business Segments**

The Group is organised into three major operating segments, namely Newspaper and Magazine, Property, and Treasury and Investment. The Newspaper and Magazine segment is involved in the production of content for distribution on print and multimedia platforms including the Internet and mobile devices. The Property segment holds, manages and develops properties of the Group. The Treasury and Investment segment manages the investment activities of the Group. Other operations under the Group, which are currently not significant to be reported separately, are included under "Others". These comprise the Group's businesses and investments in online classifieds and directories, organising events and exhibitions, online investor relations and financial portal services, book publishing and distribution, radio and television broadcasting.

### **Review of Results for the Second Quarter ended February 28, 2013 ("2Q 2013") compared with the Second Quarter ended February 29, 2012 ("2Q 2012")**

- 7.1 Group operating revenue of S\$282.2 million for 2Q 2013 was S\$16.3 million (5.5%) lower compared to 2Q 2012. Revenue for the Newspaper and Magazine business declined S\$17.2 million (7.1%) to S\$224.4 million. This was mainly attributable to a fall in advertisement revenue of S\$13.9 million (7.6%) to S\$168.5 million, especially in the property and transport sectors. In addition, circulation revenue contracted by S\$2.4 million (4.9%) to S\$47.3 million.

Rental income for the Group rose by S\$2.2 million (4.5%) to S\$50.2 million on the back of higher rental rates achieved by Paragon, while income from The Clementi Mall remained stable.

Operating revenue from the Group's other businesses dipped S\$1.2 million (13.5%) to S\$7.6 million.

- 7.2 Materials, production and distribution costs were lower by S\$5.3 million (10.1%), with a reduction in newsprint costs of S\$4.1 million (16.6%).

Staff costs decreased by S\$4.4 million (4.9%) due to lower variable bonus provision partially offset by salary increments.

Other operating expenses were S\$2.3 million (7.8%) higher due to step-up in promotional and other business activities for the online businesses.

- 7.3 Consequently, the Group's recurring earnings of S\$79.6 million for 2Q 2013 was S\$10.4 million (11.6%) lower compared to 2Q 2012.

- 7.4 Investment income was S\$4.2 million, slightly behind 2Q 2012 by S\$0.2 million (3.7%).
- 7.5 The Group's share of results of associates and jointly-controlled entities included results from its stakes in MediaCorp Press and MediaCorp TV Holdings, OpenNet, and its other media investments.
- 7.6 Taxation charge of S\$13.8 million was arrived at after accounting for tax on the taxable income at the corporate tax rate of 17%. This included an amount of S\$0.8 million for over-provision of taxation in respect of prior years.
- 7.7 Overall, net profit attributable to shareholders was S\$71.5 million, S\$12.6 million (15.0%) lower compared to 2Q 2012.

8. **Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results**

No forecast was made previously.

9(a) **Performance for the Half Year ended February 28, 2013**

(i) **Results for the Half Year ended February 28, 2013**

	<b>Group</b>		<b>Change</b>
	<b>1H 2013</b>	<b>1H 2012</b>	
	S\$'000	S\$'000	%
Operating revenue			
Newspaper and Magazine	487,951	511,426	(4.6)
Property	98,362	94,867	3.7
Others	17,962	24,564	(26.9)
	<u>604,275</u>	<u>630,857</u>	(4.2)
Other operating income	7,553	6,866	10.0
	<u>611,828</u>	<u>637,723</u>	(4.1)
Materials, production and distribution costs	(100,710)	(108,307)	(7.0)
Staff costs	(174,569)	(178,292)	(2.1)
Premises costs	(31,074)	(29,757)	4.4
Depreciation	(38,933)	(38,842)	0.2
Other operating expenses	(64,542)	(57,880)	11.5
Finance costs	(12,993)	(13,343)	(2.6)
Profit before investment income and share of net (loss)/profit of associates and jointly-controlled entities #	189,007	211,302	(10.6)
Net income from investments	7,263	4,958	46.5
Share of net (loss)/profit of associates and jointly-controlled entities	(516)	1,683	NM
Profit before taxation	<u>195,754</u>	<u>217,943</u>	(10.2)
Taxation	(32,965)	(36,532)	(9.8)
Profit after taxation	<u>162,789</u>	<u>181,411</u>	(10.3)
Attributable to:			
<b>Shareholders of the Company</b>	<b>162,623</b>	<b>181,603</b>	<b>(10.5)</b>
Non-controlling interests	166	(192)	NM
	<u>162,789</u>	<u>181,411</u>	(10.3)

\* Please refer to the attached auditors' review report.

# This represents the recurring earnings of the media and property businesses.



**9(a)(ii) Notes:****Profit after taxation is arrived at after accounting for:**

	<b>Group</b>		
	<b>1H 2013</b>	<b>1H 2012</b>	<b>Change</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>%</b>
Allowance for stock obsolescence	(682)	(595)	14.6
Share-based compensation expense	(3,379)	(3,482)	(3.0)
Allowance for impairment of trade receivables	(741)	(648)	14.4
Bad debts recovery	149	261	(42.9)
Amortisation of intangible assets	(3,763)	(4,483)	(16.1)
Net profit on disposal of property, plant and equipment	332	169	96.4
Write-back of impairment/(Impairment) of property, plant and equipment	1,499	(63)	NM
Allowance for impairment of an associate	(240)	(45)	433.3
Interest income	2,745	4,141	(33.7)
Net fair value loss on			
- Internally-managed assets at fair value through profit or loss	(120)	(436)	(72.5)
- Derivative financial instruments	(635)	(1,176)	(46.0)
Realised gain/(loss) on derivative financial instruments	1,852	(2,507)	NM
Net foreign exchange loss	(454)	(1,118)	(59.4)
Net over-provision of prior years' taxation	809	1,373	(41.1)

### 9(a)(iii) Statement of Comprehensive Income

	<b>Group</b>		<b>Change</b>
	<b>1H 2013</b>	<b>1H 2012</b>	
	S\$'000	S\$'000	%
Profit after taxation	162,789	181,411	(10.3)
Other comprehensive income/(loss), net of tax			
Cash flow hedges			
- net fair value changes	(461)	(586)	(21.3)
- transferred to income statement	1,043	1,257	(17.0)
Net fair value changes on available-for-sale financial assets			
- net fair value changes	43,431	7,917	448.6
- transferred to income statement on disposal	(1,128)	(1,950)	(42.2)
Currency translation difference			
- arising from consolidation of financial statements of foreign subsidiaries, associates and jointly-controlled entities	(67)	1,867	NM
	<u>42,818</u>	<u>8,505</u>	403.4
Total comprehensive income	<u>205,607</u>	<u>189,916</u>	8.3
Attributable to:			
<b>Shareholders of the Company</b>	<b>205,500</b>	<b>189,836</b>	<b>8.3</b>
Non-controlling interests	107	80	33.8
	<u>205,607</u>	<u>189,916</u>	8.3

### 9(a)(iv) Comparatives Information

During the current year, the Group re-classified certain amounts relating to newspaper and magazine digital content from the Others segment to the Newspaper and Magazine segment, to better reflect the segmentation of the Group's businesses. Comparative amounts in the income statement and segmental information were re-classified for consistency, as set out below.

	<b>Group</b>	
	<b>As Restated</b>	<b>As Previously Disclosed</b>
	<b>1H 2012</b>	<b>1H 2012</b>
	S\$'000	S\$'000
Operating revenue		
Newspaper and Magazine	511,426	496,830
Others	24,564	39,160
	<u>535,990</u>	<u>535,990</u>
Profit before taxation		
Newspaper and Magazine	170,753	171,618
Others	(4,780)	(5,645)
	<u>165,973</u>	<u>165,973</u>

9(b) **A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year**

**Consolidated Statement of Cash Flows for the Half Year ended February 28, 2013**

	<b>1H 2013 S\$'000</b>	<b>1H 2012 S\$'000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	195,754	217,943
Adjustments for:		
Amortisation of intangible assets	3,763	4,483
Depreciation	38,933	38,842
Net profit on disposal of property, plant and equipment	(332)	(169)
(Write-back of impairment)/Impairment of property, plant and equipment	(1,499)	63
Allowance for impairment of an associate	240	45
Finance costs	12,993	13,343
Net income from investments	(7,263)	(4,958)
Share of net loss/(profit) of associates and jointly-controlled entities	516	(1,683)
Share-based compensation expense	3,379	3,482
Other non-cash items	829	283
Operating cash flow before working capital changes	<u>247,313</u>	<u>271,674</u>
Changes in operating assets and liabilities, net of effects from acquisition and disposal of subsidiaries and business:		
Inventories	(616)	499
Trade and other receivables, current	43,132	3,181
Trade and other payables, current	(48,717)	(47,760)
Trade and other receivables, non-current	191	441
Trade and other payables, non-current	(822)	1,245
Currency translation difference	467	1,329
	<u>240,948</u>	<u>230,609</u>
Income tax paid	(39,802)	(43,663)
Dividends paid	(274,091)	(273,553)
Dividends paid (net) by a subsidiary to a non-controlling interest	-	(7)
<b>Net cash used in operating activities</b>	<u><u>(72,945)</u></u>	<u><u>(86,614)</u></u>

**Consolidated Statement of Cash Flows for the Half Year ended February 28, 2013  
(cont'd)**

	<b>1H 2013 S\$'000</b>	<b>1H 2012 S\$'000</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(10,644)	(8,079)
Proceeds from disposal of property, plant and equipment	381	209
Additions to investment properties	(16,153)	(2,737)
Amount paid to-date for the acquisition of a commercial site	-	(64,288)
Acquisition of a subsidiary (net of cash acquired)	-	(57,513)
Acquisition of business by a subsidiary (net of cash acquired)	(2,369)	-
Acquisition of additional interest in a subsidiary	(4,200)	-
Consideration paid on interest in an associate	-	(800)
Additional consideration paid on interest in an associate	-	(3,750)
Dividends received from associates	1,958	6,282
Proceeds from capital reduction exercise of an associate	6,000	-
Additional consideration paid on interests in jointly-controlled entities	(5,493)	(2,250)
Decrease/(Increase) in amounts owing by associates/jointly-controlled entities	314	(9,539)
(Decrease)/Increase in amounts owing to jointly-controlled entities	(6,649)	1,707
Purchase of long-term investments	(399)	(1,373)
Proceeds from disposal/redemption of long-term investments	133	4
Purchase of short-term investments	(59,708)	(69,832)
Proceeds from disposal of short-term investments	197,001	258,005
Dividends received	2,347	3,029
Interest received	2,613	4,180
Other investment income	1,735	(3,077)
<b>Net cash from investing activities</b>	<b><u>106,867</u></b>	<b><u>50,178</u></b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from bank loans (net of transaction costs)	14,059	-
Repayment of bank loans	(498)	(100,000)
Interest paid	(13,414)	(12,419)
Proceeds from issuance of shares by the Company	3,287	665
Share-buy back	(6,378)	-
<b>Net cash used in financing activities</b>	<b><u>(2,944)</u></b>	<b><u>(111,754)</u></b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>30,978</b>	<b>(148,190)</b>
Cash and cash equivalents at beginning of period	<u>372,459</u>	<u>392,514</u>
<b>Cash and cash equivalents at end of period</b>	<b><u>403,437</u></b>	<b><u>244,324</u></b>

## 10. Earnings Per Share for the Half Year ended February 28, 2013

		Group	
		1H 2013	1H 2012
(a)	Based on the weighted average number of shares on issue (S\$)	0.10	0.11
(b)	On fully diluted basis (S\$)	0.10	0.11

## 11. Review of Results for the Half Year ended February 28, 2013 ("1H 2013") compared with the Half Year ended February 29, 2012 ("1H 2012")

- 11.1 Group operating revenue of S\$604.3 million for 1H 2013 was S\$26.6 million (4.2%) lower compared to 1H 2012. Revenue for the Newspaper and Magazine business fell S\$23.5 million (4.6%) to S\$488.0 million. This was attributable to declines in advertisement revenue (S\$18.0 million or 4.6%) and circulation revenue (S\$3.7 million or 3.7%).

Rental income for the Group edged up S\$3.5 million (3.7%) against 1H 2012, with increased contribution of S\$3.4 million (4.5%) from Paragon.

Operating revenue from the Group's other businesses fell S\$6.6 million (26.9%) to S\$18.0 million. The decrease came mainly from the book publishing business, and the exhibitions business due to a shift in dates for certain shows.

- 11.2 Materials, production and distribution costs were lower by S\$7.6m (7.0%), with a reduction of S\$6.1 million (12.0%) in newsprint costs.

Staff costs fell S\$3.7 million (2.1%) due to reduced variable bonus provision partially offset by salary increments.

Other operating expenses rose by S\$6.7 million (11.5%) due to step-up in promotional and other business activities for the online businesses.

- 11.3 Consequently, recurring earnings for 1H 2013 of S\$189.0 million was S\$22.3 million (10.6%) lower than that of 1H 2012.

- 11.4 Investment income improved S\$2.3 million (46.5%) to S\$7.3 million, mainly due to fair value gains on derivative contracts compared to losses in the corresponding period.

- 11.5 The Group's share of results of associates and jointly-controlled entities included results from its stakes in MediaCorp Press and MediaCorp TV Holdings, OpenNet, and its other media investments.

- 11.6 Taxation charge of S\$33.0 million was arrived at after accounting for tax on the taxable income at the corporate tax rate of 17%. This included an amount of S\$0.8 million for over-provision of taxation in respect of prior years.

- 11.7 Overall, net profit attributable to shareholders was S\$162.6 million, S\$19.0 million (10.5%) lower compared to 1H 2012.
12. **A commentary at the date of announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months**
- 12.1 The economic outlook remains modest and challenges are expected as the economic restructuring process gets underway. The Group's advertising revenue performance will be driven by market conditions and consumer sentiment in the key advertising sectors.
- 12.2 Newsprint prices may face upward pressure in the medium-term, with the re-balancing of market supply arising from reductions in newsprint mill capacity.
- 12.3 The Group's retail properties, Paragon and The Clementi Mall, are fully leased and continue to turn in a steady performance. The development of Seletar Mall is in progress and is expected to be completed at the end of 2014.
- 12.4 The Group will maintain a conservative stance on its investment portfolio allocation and returns are expected to be commensurate with a lower risk-return profile.
- 12.5 Against the backdrop of evolving media consumption trends, the Group will continue to explore opportunities in new growth areas and other adjacent businesses, while striving for a sustained performance in the core newspaper business.

13. **Dividends**

(a) **Current Financial Period Reported On**

Name of Dividend	Interim Dividend
Dividend Type	Cash
Dividend Rate	7 cents per share
Tax rate	Tax exempt (One-tier)

(b) **Corresponding Period of the Immediately Preceding Financial Year**

Name of Dividend	Interim Dividend
Dividend Type	Cash
Dividend Rate	7 cents per share
Tax rate	Tax exempt (One-tier)

(c) **Date payable**

The date the dividend is payable: May 23, 2013

(d) **Books closure date**

The Share Transfer Books and Register of Members of the Company will be closed on May 10, 2013 for preparation of dividend warrants. Duly stamped and completed transfers received by our Share Transfer Office, Tricor Barbinder Share Registration Services, 80 Robinson Road #02-00 Singapore 068898, up to 5 p.m. on May 9, 2013 will be registered to determine shareholders' entitlements to the interim dividend. In respect of shares in securities accounts with the Central Depository (Pte) Limited ("CDP"), the said interim dividend will be paid by the Company to CDP which will distribute the dividends to holders of the securities accounts.

14. **If no dividend has been declared (recommended), a statement to that effect**

Not applicable.

15. **If the group has obtained a general mandate from shareholders for Interested Person Transactions, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.**

The Company has not obtained a general mandate from shareholders for Interested Person Transactions. There were no interested person transactions for the period under review.

## 16. Segmental Information (Group) for the Half Year ended February 28, 2013

### 1H 2013

	Newspaper and Magazine S\$'000	Property S\$'000	Treasury and Investment S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
<b>Operating revenue</b>						
External sales	487,951	98,362	-	17,962	-	604,275
Inter-segmental sales	1,675	962	-	630	(3,267)	-
<b>Total operating revenue</b>	<b>489,626</b>	<b>99,324</b>	<b>-</b>	<b>18,592</b>	<b>(3,267)</b>	<b>604,275</b>
<b>Results</b>						
Segment result	154,258	63,406	6,880	(15,281)	-	209,263
Finance costs	(69)	(12,918)	-	(6)	-	(12,993)
Share of net profit/(loss) of associates and jointly-controlled entities	2,809	-	-	(3,325)	-	(516)
<b>Profit/(Loss) before taxation</b>	<b>156,998</b>	<b>50,488</b>	<b>6,880</b>	<b>(18,612)</b>	<b>-</b>	<b>195,754</b>

### 1H 2012

	Newspaper and Magazine S\$'000	Property S\$'000	Treasury and Investment S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
<b>Operating revenue</b>						
External sales	511,426	94,867	-	24,564	-	630,857
Inter-segmental sales	1,926	971	-	868	(3,765)	-
<b>Total operating revenue</b>	<b>513,352</b>	<b>95,838</b>	<b>-</b>	<b>25,432</b>	<b>(3,765)</b>	<b>630,857</b>
<b>Results</b>						
Segment result	168,479	60,761	4,548	(4,185)	-	229,603
Finance costs	-	(12,870)	(469)	(4)	-	(13,343)
Share of net profit/(loss) of associates and jointly-controlled entities	2,274	-	-	(591)	-	1,683
<b>Profit/(Loss) before taxation</b>	<b>170,753</b>	<b>47,891</b>	<b>4,079</b>	<b>(4,780)</b>	<b>-</b>	<b>217,943</b>

## BY ORDER OF THE BOARD

Ginney Lim May Ling  
Khor Siew Kim

Company Secretaries

Singapore,  
April 12, 2013





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## Report on review of Condensed Interim Financial Information

**The Board of Directors**  
Singapore Press Holdings Limited

We have reviewed the accompanying balance sheet of Singapore Press Holdings Limited (the "Company") and consolidated balance sheet of Singapore Press Holdings Limited and its Subsidiaries (the "Group") as at February 28, 2013, and the related consolidated statements of income, comprehensive income, changes in total equity and cash flows for the Group for the three-month and six-month periods then ended, and the statement of changes in total equity of the Company for the three-month period then ended, and certain explanatory notes (the "Condensed Interim Financial Information"). Management is responsible for the preparation and presentation of this Condensed Interim Financial Information in accordance with Singapore Financial Reporting Standard ("FRS") 34 *Interim Financial Reporting*. Our responsibility is to express a conclusion on this Condensed Interim Financial Information based on our review.

### **Scope of review**

We conducted our review in accordance with Singapore Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of condensed interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Singapore Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### **Conclusion**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Condensed Interim Financial Information is not prepared, in all material respects, in accordance with FRS 34 *Interim Financial Reporting*.



***Other matters***

The financial statements for the year ended August 31, 2012 were audited by another auditor whose report dated October 12, 2012 expressed an unqualified opinion on those statements. The Condensed Interim Financial Information for the three-month and six-month periods ended February 29, 2012 was reviewed by another auditor whose report dated April 13, 2012 was unqualified.

***Restriction on use***

Our report is provided in accordance with the terms of our engagement. Our work was undertaken so that we might report to you on the Condensed Interim Financial Information for the purpose of assisting the Company to meet the requirements of the Singapore Exchange Limited Listing Manual and for no other purpose. Our report is included in the Company's announcement of its interim financial information for the information of its members. We do not assume responsibility to anyone other than the Company for our work, for our report, or for the conclusions we have reached in our report.

KPMG LLP

**KPMG LLP**  
*Public Accountants and*  
*Certified Public Accountants*

Singapore  
12 April 2013



**CONFIRMATION BY THE BOARD**  
**Pursuant to Rule 705(5) of the Listing Manual**

We, Lee Boon Yang and Chan Heng Loon Alan, being two directors of Singapore Press Holdings Limited ("the Company"), do hereby confirm on behalf of the directors of the Company, that, to the best of their knowledge, nothing has come to the attention of the board of directors of the Company which may render the financial results for the second quarter ended February 28, 2013 to be false or misleading in any material respect.

On behalf of the Directors

  
LEE BOON YANG  
*Chairman*

  
CHAN HENG LOON ALAN  
*Director*

Singapore,  
April 12, 2013