



**SINGAPORE PRESS HOLDINGS LIMITED**

*Reg. No. 198402868E  
(Incorporated in Singapore)*

**ANNOUNCEMENT  
UNAUDITED RESULTS\* FOR THE PERIOD ENDED MAY 31, 2015**

**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 Third Quarter ended May 31, 2015**

	Group		Change %
	3Q 2015 S\$'000	3Q 2014 S\$'000	
Operating revenue			
Media	233,079	246,957	(5.6)
Property	59,366	50,976	16.5
Others	14,344	11,792	21.6
	<u>306,789</u>	<u>309,725</u>	(0.9)
Other operating income	7,713	3,125	NM
	<u>314,502</u>	<u>312,850</u>	0.5
Materials, production and distribution costs	(46,438)	(48,790)	(4.8)
Staff costs	(91,027)	(93,210)	(2.3)
Premises costs	(16,774)	(16,580)	1.2
Depreciation	(12,135)	(12,954)	(6.3)
Other operating expenses	(35,728)	(34,120)	4.7
Finance costs	(7,208)	(8,805)	(18.1)
Operating profit <sup>#</sup>	105,192	98,391	6.9
Net income from investments	23,986	24,511	(2.1)
Share of results of associates and jointly-controlled entities	(3,772)	(7,626)	(50.5)
Profit before taxation	125,406	115,276	8.8
Taxation	(17,510)	(17,016)	2.9
Profit after taxation	<u>107,896</u>	<u>98,260</u>	9.8
Attributable to:			
<b>Shareholders of the Company</b>	98,214	89,632	9.6
Non-controlling interests	9,682	8,628	12.2
	<u>107,896</u>	<u>98,260</u>	9.8

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

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

NM: Not meaningful

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

	<b>Group</b>		
	<b>3Q</b>	<b>3Q</b>	
	<b>2015</b>	<b>2014</b>	<b>Change</b>
	S\$'000	S\$'000	%
Write-back/(Allowance) for stock obsolescence	475	(314)	NM
Share-based compensation expense	(1,420)	(1,561)	(9.0)
Write-back/(Allowance) for impairment of trade receivables	442	(310)	NM
Bad debts recovery	101	61	65.6
Amortisation of intangible assets	(2,797)	(2,463)	13.6
Impairment of goodwill	(768)	-	NM
Impairment of intangible assets	(301)	-	NM
Gain on partial dilution of an associate	56	-	NM
Net profit on disposal of property, plant and equipment	24	26	(7.7)
Interest income	1,368	2,118	(35.4)
Net fair value changes on			
- Internally-managed assets at fair value through profit or loss	(328)	77	NM
- Derivative financial instruments	1,809	3,493	(48.2)
Net foreign exchange differences	(1,248)	(1,381)	(9.6)
Impairment of investments	(25)	(695)	(96.4)
Net under-provision of prior years' taxation	(8)	(149)	(94.6)

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

	Group		
	3Q 2015 S\$'000	3Q 2014 S\$'000	Change %
Profit after taxation	107,896	98,260	9.8
Other comprehensive income, net of tax			
<u>Item that will not be re-classified to profit or loss</u>			
Capital reserve			
- arising from consolidation of financial statements of associates	10	-	NM
<u>Items that may be re-classified subsequently to profit or loss</u>			
Cash flow hedges			
- net fair value changes	(667)	(2,610)	(74.4)
- transferred to income statement	1,337	761	75.7
Net fair value changes on available-for-sale financial assets			
- net fair value changes	(80,066)	26,227	NM
- transferred to income statement	(4,551)	(654)	NM
Currency translation difference			
- arising from consolidation of financial statements of foreign subsidiaries, associates and jointly-controlled entities	(61)	(434)	(85.9)
	(83,998)	23,290	NM
Total comprehensive income	<u>23,898</u>	<u>121,550</u>	(80.3)
Attributable to:			
<b>Shareholders of the Company</b>	<b>14,054</b>	<b>113,475</b>	<b>(87.6)</b>
Non-controlling interests	9,844	8,075	21.9
	<u>23,898</u>	<u>121,550</u>	(80.3)

### 1(a)(iv) Comparative Information

In the previous quarter, the Group had announced a re-organisation of its newspaper divisions including the transfer of media-related subsidiaries and associates (collectively "entities") to the newspaper business to facilitate the growth of the media adjacencies. To better reflect the segmentation of the Group's businesses, the Newspaper and Magazine segment was renamed Media segment and amounts relating to these entities were re-classified from the Others segment to the Media segment. Comparative amounts in the income statement and segmental information were re-classified for consistency, as set out below.

	Group	
	As Restated	As Previously Disclosed
	3Q 2014	3Q 2014
	S\$'000	S\$'000
Operating revenue		
Media	246,957	239,532
Others	11,792	19,217

**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 May 31, 2015**

	Group		Company	
	May 31, 2015	Aug 31, 2014	May 31, 2015	Aug 31, 2014
Note	S\$'000	S\$'000	S\$'000	S\$'000
<b>CAPITAL EMPLOYED</b>				
Share capital	522,809	522,809	522,809	522,809
Treasury shares	(6,836)	(3,046)	(6,836)	(3,046)
Reserves	515,997	526,409	51,799	59,884
Retained profits	2,542,288	2,640,923	370,798	614,378
Shareholders' interests	3,574,258	3,687,095	938,570	1,194,025
Non-controlling interests	713,642	709,088	-	-
<b>Total equity</b>	<b>4,287,900</b>	<b>4,396,183</b>	<b>938,570</b>	<b>1,194,025</b>
<b>EMPLOYMENT OF CAPITAL</b>				
<b>Non-current assets</b>				
Property, plant and equipment	258,148	285,562	145,928	166,318
Investment properties	3,897,501	3,860,451	-	-
Investments in subsidiaries	-	-	432,033	411,805
Investments in associates	74,083	78,353	31,160	31,160
Investments in jointly-controlled entities	20,808	6,688	-	-
Trade and other receivables	4,608	3,672	3,480	232,238
Long-term investments	624,124	603,266	41,749	42,998
Intangible assets	198,027	173,152	32,713	34,219
(a)	<b>5,077,299</b>	<b>5,011,144</b>	<b>687,063</b>	<b>918,738</b>
<b>Current assets</b>				
Inventories	18,550	23,947	17,264	22,215
Trade and other receivables	218,438	144,443	1,321,654	1,566,378
Short-term investments	460,051	1,028,026	2,065	207,536
Derivative financial instruments	445	899	-	3
Cash and cash equivalents	343,790	442,937	197,757	189,271
(b)	<b>1,041,274</b>	<b>1,640,252</b>	<b>1,538,740</b>	<b>1,985,403</b>
<b>Total assets</b>	<b>6,118,573</b>	<b>6,651,396</b>	<b>2,225,803</b>	<b>2,904,141</b>
<b>Non-current liabilities</b>				
Trade and other payables	33,925	34,875	-	-
Deferred income tax liabilities	49,085	46,901	22,381	25,308
Borrowings	844,380	879,107	-	-
Derivative financial instruments	4,513	8,757	-	-
	<b>931,903</b>	<b>969,640</b>	<b>22,381</b>	<b>25,308</b>
<b>Current liabilities</b>				
Trade and other payables	271,239	298,046	833,571	819,334
Current income tax liabilities	59,243	60,502	31,316	35,689
Borrowings	565,137	926,369	399,965	829,482
Derivative financial instruments	3,151	656	-	303
(c)	<b>898,770</b>	<b>1,285,573</b>	<b>1,264,852</b>	<b>1,684,808</b>
<b>Total liabilities</b>	<b>1,830,673</b>	<b>2,255,213</b>	<b>1,287,233</b>	<b>1,710,116</b>
<b>Net assets</b>	<b>4,287,900</b>	<b>4,396,183</b>	<b>938,570</b>	<b>1,194,025</b>

## Notes to the Balance Sheets

- (a) On October 31, 2014, the Group acquired a 60% stake in CoSine Holdings Pte. Ltd. (“CoSine”). CoSine holds 100% of the shares in StreetSine Singapore Pte. Ltd. and StreetSine Hongkong Limited (collectively “CoSine Group”). CoSine Group provides real-time, proprietary information and advanced analytics on the real estate sector in Singapore and Hong Kong.

The total consideration for the acquisition was S\$30.0 million. After accounting for cash acquired of S\$1.6 million, the net cash outflow as of May 31, 2015 was S\$28.4 million. Arising from the acquisition, the Group has recognised intangible assets (including goodwill) of S\$33.6 million, subject to completion of the purchase price allocation exercise.

- (b) The movements in the Group’s Current Assets arose mainly from the investing and financing activities relating to the redemption of the Company’s S\$600 million Medium Term Notes on March 2, 2015.
- (c) The movement in borrowings under the Group’s Current Liabilities relates to the investing and financing activities of the Group. This includes the redemption of the Company’s S\$600 million Medium Term Notes on March 2, 2015 and short-term borrowings of S\$170.0 million taken up by the Company.

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

**Group Borrowings**

**Amount repayable in one year**

<b>As at May 31, 2015</b>		<b>As at August 31, 2014</b>	
<b>Secured</b> S\$'000	<b>Unsecured</b> S\$'000	<b>Secured</b> S\$'000	<b>Unsecured</b> S\$'000
126,176	438,961	93,882	832,487

**Amount repayable after one year**

<b>As at May 31, 2015</b>		<b>As at August 31, 2014</b>	
<b>Secured</b> S\$'000	<b>Unsecured</b> S\$'000	<b>Secured</b> S\$'000	<b>Unsecured</b> S\$'000
844,380	-	843,125	35,982

**Details of collateral**

The secured bank loan facilities as at May 31, 2015 comprised the term loan facilities of S\$975.0 million (August 31, 2014: S\$975.0 million) and S\$138.0 million (August 31, 2014: S\$138.0 million) undertaken by the subsidiaries, SPH REIT and The Seletar Mall Pte Ltd ("Seletar Mall") respectively. As at the balance sheet date, the amounts drawn down were S\$850.0 million (August 31, 2014: S\$850.0 million) for SPH REIT and S\$126.3 million (August 31, 2014: S\$94.1 million) for Seletar Mall.

The term loan taken up by SPH REIT is secured by way of a first legal mortgage on SPH REIT's investment property – Paragon, first legal charge over the tenancy account and sales proceeds account for Paragon, and an assignment of certain insurances taken in relation to Paragon.

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 taken 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 total balance of S\$970.6 million as at May 31, 2015 (August 31, 2014: S\$937.0 million) represented the secured borrowings stated at amortised cost.

1(c) **A statement of cash flows (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 Third Quarter ended May 31, 2015**

	<b>3Q 2015 S\$'000</b>	<b>3Q 2014 S\$'000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	125,406	115,276
Adjustments for:		
Depreciation	12,135	12,954
Net profit on disposal of property, plant and equipment	(24)	(26)
Share of results of associates and jointly-controlled entities	3,772	7,626
Gain on partial dilution of an associate	(56)	-
Net income from investments	(23,986)	(24,511)
Amortisation of intangible assets	2,797	2,463
Impairment of goodwill	768	-
Impairment of intangible assets	301	-
Finance costs	7,208	8,805
Share-based compensation expense	1,420	1,561
Other non-cash items	636	805
Operating cash flow before working capital changes	<u>130,377</u>	<u>124,953</u>
Changes in operating assets and liabilities, net of effects from acquisition and disposal of subsidiaries and business:		
Inventories	3,353	2,842
Trade and other receivables, current	(6,145)	(6,608)
Trade and other payables, current	(12,668)	(335)
Trade and other receivables, non-current	(279)	(83)
Trade and other payables, non-current	(218)	1,861
Currency translation difference	(254)	(440)
	<u>114,166</u>	<u>122,190</u>
Income tax paid	(20,502)	(23,047)
Dividends paid	(113,074)	(113,137)
Dividends paid (net) by subsidiaries to non-controlling interests	<u>(10,687)</u>	<u>(10,429)</u>
<b>Net cash used in operating activities</b>	<u><u>(30,097)</u></u>	<u><u>(24,423)</u></u>

**Consolidated Statement of Cash Flows for the Third Quarter ended May 31, 2015  
(cont'd)**

	<b>3Q 2015 S\$'000</b>	<b>3Q 2014 S\$'000</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(4,222)	(4,516)
Proceeds from disposal of property, plant and equipment	12	62
Additions to investment properties	(8,428)	(17,299)
Acquisition of business by a subsidiary	-	(976)
Acquisition of interest in a jointly-controlled entity	(234)	-
Dividend received from an associate	-	290
Increase in amounts owing by associates/ jointly-controlled entities	(68)	(38)
Increase/(Decrease) in amounts owing to jointly-controlled entities	8,984	(7,821)
Purchase of long-term investments	(22,828)	(40,024)
Purchase of short-term investments	(23,056)	(45,225)
Proceeds from disposal of long-term investments	1,838	-
Proceeds from redemption/disposal of short-term investments	75,969	96,313
Dividends received	16,991	20,156
Interest received	1,140	2,037
Other investment income	(11,242)	(1,307)
<b>Net cash from investing activities</b>	<u>34,856</u>	<u>1,652</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from bank loans (net of transaction costs)	86,942	16,415
Repayment of loans from non-controlling interests	-	(115)
Interest paid	(14,915)	(13,532)
Repayment of fixed rate notes	(600,000)	-
<b>Net cash (used in)/from financing activities</b>	<u>(527,973)</u>	<u>2,768</u>
<b>Net decrease in cash and cash equivalents</b>	(523,214)	(20,003)
Cash and cash equivalents at beginning of period	867,004	660,283
<b>Cash and cash equivalents at end of period</b>	<u>343,790</u>	<u>640,280</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 Third Quarter ended May 31, 2015

(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 March 1, 2015	522,809	(6,836)	(11,540)	10,657	(3,610)	604,348	(1,047)	2,557,171	3,671,952	714,362	4,386,314
Total comprehensive income for the quarter	-	-	10	-	445	(84,617)	2	98,214	14,054	9,844	23,898
<b>Transactions with owners, recognised directly in equity</b>											
<u>Contributions by and distributions to owners</u>											
Share-based compensation	-	-	-	1,449	-	-	-	-	1,449	-	1,449
Lapse of share options	-	-	-	(100)	-	-	-	100	-	-	-
Dividends	-	-	-	-	-	-	-	(113,074)	(113,074)	(10,687)	(123,761)
<u>Changes in ownership interests in subsidiaries</u>											
Acquisition of additional interest in a subsidiary without a change in control	-	-	-	-	-	-	-	(123)	(123)	123	-
<b>Balance as at May 31, 2015</b>	<b>522,809</b>	<b>(6,836)</b>	<b>(11,530)</b>	<b>12,006</b>	<b>(3,165)</b>	<b>519,731</b>	<b>(1,045)</b>	<b>2,542,288</b>	<b>3,574,258</b>	<b>713,642</b>	<b>4,287,900</b>

**Statements of Changes in Total Equity for the Third Quarter ended May 31, 2015 (cont'd)**

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

	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	Hedging	Fair	Currency	Retained	Total S\$'000		
				Compensation Reserve S\$'000	Reserve S\$'000	Value Reserve S\$'000	Translation Reserve S\$'000	Profits S\$'000			
Balance as at March 1, 2014	522,809	(3,046)	(10,675)	17,017	(5,394)	471,940	(878)	2,519,890	3,511,663	681,324	4,192,987
Total comprehensive income for the quarter	-	-	-	-	(1,278)	25,573	(452)	89,632	113,475	8,075	121,550
<b>Transactions with owners, recognised directly in equity</b>											
<u>Contributions by and distributions to owners</u>											
Share-based compensation	-	-	-	1,574	-	-	-	-	1,574	-	1,574
Lapse of share options	-	-	-	(75)	-	-	-	75	-	-	-
Dividends	-	-	-	-	-	-	-	(113,137)	(113,137)	(10,429)	(123,566)
<u>Changes in ownership interests in subsidiaries</u>											
Acquisition of additional interest in a subsidiary without a change in control	-	-	-	-	-	-	-	(85)	(85)	85	-
<b>Balance as at May 31, 2014</b>	<b>522,809</b>	<b>(3,046)</b>	<b>(10,675)</b>	<b>18,516</b>	<b>(6,672)</b>	<b>497,513</b>	<b>(1,330)</b>	<b>2,496,375</b>	<b>3,513,490</b>	<b>679,055</b>	<b>4,192,545</b>

## Statements of Changes in Total Equity for the Third Quarter ended May 31, 2015 (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 March 1, 2015	522,809	(6,836)	10,657	4	42,709	473,586	1,042,929
Total comprehensive income for the quarter	-	-	-	(4)	(2,916)	10,186	7,266
<b>Transactions with owners, recognised directly in equity</b>							
<u>Contributions by and distributions to owners</u>							
Share-based compensation	-	-	1,449	-	-	-	1,449
Lapse of share options	-	-	(100)	-	-	100	-
Dividends	-	-	-	-	-	(113,074)	(113,074)
<b>Balance as at May 31, 2015</b>	<b>522,809</b>	<b>(6,836)</b>	<b>12,006</b>	<b>-</b>	<b>39,793</b>	<b>370,798</b>	<b>938,570</b>
Balance as at March 1, 2014	522,809	(3,046)	17,017	(434)	51,545	249,830	837,721
Total comprehensive income for the quarter	-	-	-	65	129	123,305	123,499
<b>Transactions with owners, recognised directly in equity</b>							
<u>Contributions by and distributions to owners</u>							
Share-based compensation	-	-	1,574	-	-	-	1,574
Lapse of share options	-	-	(75)	-	-	75	-
Dividends	-	-	-	-	-	(113,137)	(113,137)
<b>Balance as at May 31, 2014</b>	<b>522,809</b>	<b>(3,046)</b>	<b>18,516</b>	<b>(369)</b>	<b>51,674</b>	<b>260,073</b>	<b>849,657</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, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year**

### Share Options

- (a) Between March 1, 2015 and May 31, 2015, the Company did not issue any ordinary shares under the Singapore Press Holdings Group (1999) Share Option Scheme (the "1999 Scheme").
- (b) As at May 31, 2015, the number of outstanding options to subscribe for ordinary shares under the 1999 Scheme was 8,653,825 (May 31, 2014: 19,294,100). Movements in the number of the unissued shares of the Company under the 1999 Scheme during the third quarter are as follows:

<u>Outstanding as at 01.03.15</u> (‘000)	<u>Lapsed</u> (‘000)	<u>Outstanding as at 31.05.15</u> (‘000)
8,862	(208)	8,654

### 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 May 31, 2015, the number of shares granted and outstanding (being contingent award) under the SPH Performance Share Plan was 5,274,185 (May 31, 2014: 5,838,863). Movements in the number of performance shares during the third quarter are summarised below:

<u>Outstanding as at 01.03.15</u> (‘000)	<u>Lapsed</u> (‘000)	<u>Outstanding and unvested as at 31.05.15</u> (‘000)
5,279	(5)	5,274

## Share Buy Back

No shares were bought back by the Company during the third quarter under the Share Buy Back Mandate (first approved by the Shareholders on July 16, 1999 and last renewed at the Annual General Meeting on December 2, 2014).

## Share Capital and Treasury Shares

As at May 31, 2015, the Company had 1,598,978,551 ordinary shares, 16,361,769 management shares and 1,670,570 treasury shares (May 31, 2014: 1,599,884,299 ordinary shares, 16,361,769 management shares and 764,822 treasury shares).

**1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.**

As at May 31, 2015, the Company had 1,598,978,551 ordinary shares and 16,361,769 management shares (August 31, 2014: 1,599,884,299 ordinary shares and 16,361,769 management shares).

**1(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.**

There were no sale, transfer, disposal, cancellation and/or use of treasury shares during the third quarter.

**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, 4, 5, 6, 7, 9, 10, 11 and 16 of this announcement has been extracted from the condensed interim financial information that has been reviewed by our auditors, KPMG LLP, in accordance with Singapore Standard on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity.

**3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a 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. If there are any changes in the accounting policies and method of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

#### **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 for new or amended Financial Reporting Standards ("FRS") and Interpretations to FRS ("INT FRS") which 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 ordinary 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 Third Quarter ended May 31, 2015**

	Group	
	3Q 2015	3Q 2014
(a) Based on the weighted average number of shares on issue (S\$)	0.06	0.06
(b) On fully diluted basis (S\$)	0.06	0.06

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

#### **Net Asset Value Per Share**

	Group		Company	
	May 31, 2015	Aug 31, 2014	May 31, 2015	Aug 31, 2014
Net asset value per share based on total number of issued shares at the end of period/year (S\$)	2.21	2.28	0.58	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 Media, Property, and Treasury and Investment. The Media segment is involved in the production of content for distribution on print and other media platforms. 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 include the Group's businesses and investments in online classifieds, events and exhibitions and the New Media Fund.

### **Review of Results for the Third Quarter ended May 31, 2015 ("3Q 2015") compared with the Third Quarter ended May 31, 2014 ("3Q 2014")**

- 7.1 Group operating revenue was S\$306.8 million, S\$2.9 million (0.9%) lower compared to 3Q 2014. The Media segment saw revenue decline of S\$13.9 million (5.6%) to S\$233.1 million primarily due to a S\$14.3 million (7.7%) fall in advertisement revenue.

Revenue for the Property segment grew by S\$8.4 million (16.5%) to S\$59.4 million, boosted by contribution from The Seletar Mall which commenced business last November.

Revenue from the Group's other businesses of S\$14.3 million was S\$2.6 million (21.6%) higher than 3Q 2014 due to new shows and timing of show dates for the exhibitions business.

- 7.2 The increase in other operating income of S\$4.6 million arose mainly from corporate events and write-back of contingent consideration for an acquired business.

- 7.3 Total costs of S\$209.3 million was S\$5.1 million (2.4%) lower than 3Q 2014.

Materials, production and distribution costs was S\$2.4 million (4.8%) lower due to reduction in newsprint costs of S\$3.1 million.

Staff costs decreased S\$2.2 million (2.3%) due to lower bonus provision.

Other operating expenses increased S\$1.6 million (4.7%) mainly due to costs incurred for corporate events, partially offset by write-back of provisions for certain cost items. In addition, there was impairment of goodwill and intangible assets of S\$1.1 million.

- 7.4 Operating profit of S\$105.2 million was S\$6.8 million (6.9%) higher than 3Q 2014.
- 7.5 Investment income of S\$24.0 million was comparable to the same period last year. Income for the period comprised mainly dividend income and profit on sale of portfolio investments.
- 7.6 The share of losses of associates and jointly-controlled entities narrowed by S\$3.9 million (50.5%) to S\$3.8 million, attributable to the regional online classifieds business.
- 7.7 Taxation charge of S\$17.5 million was arrived at after accounting for tax on the taxable income at the corporate tax rate of 17%. There were no material adjustments for over- or under- provision of taxation in respect of prior years.
- 7.8 Net profit attributable to shareholders was S\$98.2 million, S\$8.6 million (9.6%) higher compared to 3Q 2014.

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 Year-To-Date ended May 31, 2015**

**(i) Results for the Year-To Date ended May 31, 2015**

	<b>Group</b>		<b>Change</b> %
	<b>YTD 3Q</b> <b>2015</b> S\$'000	<b>YTD 3Q</b> <b>2014</b> S\$'000	
Operating revenue			
Media	680,326	729,147	(6.7)
Property	171,382	153,462	11.7
Others	32,431	34,355	(5.6)
	<u>884,139</u>	<u>916,964</u>	(3.6)
Other operating income	16,305	9,629	69.3
	<u>900,444</u>	<u>926,593</u>	(2.8)
Materials, production and distribution costs	(130,189)	(147,138)	(11.5)
Staff costs	(278,614)	(285,618)	(2.5)
Premises costs	(50,493)	(48,284)	4.6
Depreciation	(37,978)	(40,924)	(7.2)
Other operating expenses	(101,345)	(109,607)	(7.5)
Finance costs	(26,296)	(26,264)	0.1
Operating profit <sup>#</sup>	275,529	268,758	2.5
Net income from investments	44,868	24,095	86.2
Share of results of associates and jointly-controlled entities	(7,008)	(13,590)	(48.4)
Gain on partial divestment of a jointly-controlled entity	-	52,863	NM
Profit before taxation	<u>313,389</u>	<u>332,126</u>	(5.6)
Taxation	(48,037)	(45,924)	4.6
Profit after taxation	<u>265,352</u>	<u>286,202</u>	(7.3)
Attributable to:			
<b>Shareholders of the Company</b>	<b>237,186</b>	<b>259,749</b>	(8.7)
Non-controlling interests	28,166	26,453	6.5
	<u>265,352</u>	<u>286,202</u>	(7.3)

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

NM: Not meaningful

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

	<b>Group</b>		<b>Change</b>
	<b>YTD 3Q</b>	<b>YTD 3Q</b>	
	<b>2015</b>	<b>2014</b>	
	S\$'000	S\$'000	%
Write-back of allowance for stock obsolescence	1,042	218	NM
Share-based compensation expense	(3,797)	(4,264)	(11.0)
Allowance for impairment of trade receivables	(1,262)	(2,208)	(42.8)
Bad debts recovery	198	240	(17.5)
Amortisation of intangible assets	(8,192)	(7,205)	13.7
Impairment of goodwill	(768)	-	NM
Impairment of intangible assets	(301)	-	NM
Impairment of property, plant and equipment	-	(9,939)	NM
Gain on disposal of an associate	12	-	NM
Gain on partial dilution of an associate	56	-	NM
Net loss on disposal of property, plant and equipment	(85)	(111)	(23.4)
Interest income	5,450	6,414	(15.0)
Net fair value changes on			
- Internally-managed assets at fair value through profit or loss	(19)	(300)	(93.7)
- Derivative financial instruments	(27,085) <sup>®</sup>	1,632	NM
Net foreign exchange differences	6,458	(1,317)	NM
Impairment of investments	(25)	(7,047)	(99.6)
Net (under)/over-provision of prior years' taxation	(221)	1,352	NM

<sup>®</sup> *Relates mainly to fair value loss on U.S. Dollar forward contracts used as economic hedges for portfolio investments. The corresponding gain on underlying investments was recognised as net fair value changes on available-for-sale financial assets in Other comprehensive income.*

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

	Group		Change %
	YTD 3Q 2015 S\$'000	YTD 3Q 2014 S\$'000	
Profit after taxation	265,352	286,202	(7.3)
Other comprehensive income, net of tax			
<u>Item that will not be re-classified to profit or loss</u>			
Capital reserve			
- arising from consolidation of financial statements of associates	190	-	NM
<u>Items that may be re-classified subsequently to profit or loss</u>			
Cash flow hedges			
- net fair value changes	29	(10,325)	NM
- transferred to income statement	4,467	2,246	98.9
Net fair value changes on available-for-sale financial assets			
- net fair value changes	27,320	71,927	(62.0)
- transferred to income statement	(33,413)	3,620	NM
Currency translation difference			
- arising from consolidation of financial statements of foreign subsidiaries, associates and jointly-controlled entities	287	(1,672)	NM
	(1,120)	65,796	NM
Total comprehensive income	<u>264,232</u>	<u>351,998</u>	(24.9)
Attributable to:			
<b>Shareholders of the Company</b>	<b>234,945</b>	<b>328,240</b>	<b>(28.4)</b>
Non-controlling interests	29,287	23,758	23.3
	<u>264,232</u>	<u>351,998</u>	(24.9)

### 9(a)(iv) Comparative Information

During the current year, the Group had announced a re-organisation of its newspaper divisions including the transfer of media-related subsidiaries and associates (collectively "entities") to the newspaper business to facilitate the growth of the media adjacencies. To better reflect the segmentation of the Group's businesses, the Newspaper and Magazine segment was renamed Media segment and amounts relating to these entities were re-classified from the Others segment to the Media segment. Comparative amounts in the income statement and segmental information were re-classified for consistency, as set out below.

	Group	
	As Restated	As Previously Disclosed
	YTD 3Q 2014 S\$'000	YTD 3Q 2014 S\$'000
Operating revenue		
Media	729,147	707,030
Others	34,355	56,472
Profit before taxation		
Media	199,457	191,887
Others	24,647	32,217

9(b) **A statement of cash flows (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 Year-To-Date ended May 31, 2015**

	<b>YTD 3Q 2015 S\$'000</b>	<b>YTD 3Q 2014 S\$'000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	313,389	332,126
Adjustments for:		
Depreciation	37,978	40,924
Impairment of property, plant and equipment	-	9,939
Net loss on disposal of property, plant and equipment	85	111
Share of results of associates and jointly-controlled entities	7,008	13,590
Gain on disposal of an associate	(12)	-
Gain on partial dilution of an associate	(56)	-
Gain on partial divestment of a jointly-controlled entity	-	(52,863)
Net income from investments	(44,868)	(24,095)
Amortisation of intangible assets	8,192	7,205
Impairment of goodwill	768	-
Impairment of intangible assets	301	-
Finance costs	26,296	26,264
Share-based compensation expense	3,797	4,264
Other non-cash items	<u>2,205</u>	<u>2,396</u>
Operating cash flow before working capital changes	355,083	359,861
Changes in operating assets and liabilities, net of effects from acquisition and disposal of subsidiaries and business:		
Inventories	5,397	(5,775)
Trade and other receivables, current	3,590	1,195
Trade and other payables, current	(22,825)	(21,526)
Trade and other receivables, non-current	(936)	(261)
Trade and other payables, non-current	(950)	1,318
Currency translation difference	<u>845</u>	<u>(416)</u>
	340,204	334,396
Income tax paid	(51,489)	(58,113)
Dividends paid	(339,348)	(355,444)
Dividends paid (net) by subsidiaries to non-controlling interests	<u>(31,095)</u>	<u>(24,399)</u>
<b>Net cash used in operating activities</b>	<u><u>(81,728)</u></u>	<u><u>(103,560)</u></u>

**Consolidated Statement of Cash Flows for the Year-To-Date ended May 31, 2015  
(cont'd)**

	<b>YTD 3Q 2015 S\$'000</b>	<b>YTD 3Q 2014 S\$'000</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(10,544)	(13,523)
Proceeds from disposal of property, plant and equipment	62	139
Additions to investment properties	(39,414)	(42,296)
Acquisition of subsidiaries (net of cash acquired)	(29,181)	-
Acquisition of additional interest in a subsidiary	-	(200)
Acquisition of businesses by subsidiaries	-	(6,746)
Acquisition of interests in associates	-	(9,275)
Acquisition of interest in a jointly-controlled entity	(11,156)	-
Additional consideration paid on interest in a jointly-controlled entity	(10,512)	-
Proceeds from partial divestment of interest in a subsidiary	4,011	-
Dividends received from associates	6,591	2,873
Proceeds from capital distribution of an associate	-	92
Proceeds from disposal of an associate	-	31,503
Proceeds from partial divestment of interest in a jointly-controlled entity	-	16,856
Increase in amounts owing by associates/ jointly-controlled entities	(47)	(176)
Increase in amounts owing to jointly-controlled entities	2,034	26,974
Purchase of long-term investments	(46,397)	(41,100)
Purchase of short-term investments	(75,959)	(437,580)
Proceeds from disposal of long-term investments	2,743	3,309
Proceeds from redemption/disposal of short-term investments	626,784	719,852
Dividends received	20,253	22,621
Interest received	4,912	6,110
Other investment income	(16,954)	(2,025)
<b>Net cash from investing activities</b>	<u>427,226</u>	<u>277,408</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from bank loans (net of transaction costs)	201,800	37,834
Repayment of bank loan	-	(800)
Repayment of loans from non-controlling interests	(225)	(115)
Interest paid	(34,813)	(32,493)
Proceeds from issuance of shares by the Company	-	610
Repayment of fixed rate notes	(600,000)	-
Share buy-back	(11,407)	(4,002)
<b>Net cash (used in)/from financing activities</b>	<u>(444,645)</u>	<u>1,034</u>
<b>Net (decrease)/increase in cash and cash equivalents</b>	(99,147)	174,882
Cash and cash equivalents at beginning of period	<u>442,937</u>	<u>465,398</u>
<b>Cash and cash equivalents at end of period</b>	<u>343,790</u>	<u>640,280</u>

## 10. Earnings Per Share for the Year-To-Date ended May 31, 2015

	Group	
	YTD 3Q 2015	YTD 3Q 2014
(a) Based on the weighted average number of shares on issue (S\$)	0.15	0.16
(b) On fully diluted basis (S\$)	0.15	0.16

## 11. Review of Results for the Year-to-date ended May 31, 2015 (“YTD 3Q 2015”) compared with the Year-to-date ended May 31, 2014 (“YTD 3Q 2014”)

11.1 Group operating revenue of S\$884.1 million was S\$32.8 million (3.6%) lower compared to the same period last year. Revenue for the Media business declined S\$48.8 million (6.7%) to S\$680.3 million, as advertisement and circulation revenue fell S\$42.0 million (7.6%) and S\$9.2 million (6.6%) respectively.

Revenue for the Property segment rose S\$17.9 million (11.7%) to S\$171.4 million, boosted by contribution of S\$15.9 million from The Seletar Mall which opened for business in November 2014.

Revenue from the Group’s other businesses fell S\$1.9 million (5.6%) to S\$32.4 million. The decrease in revenue from the exhibitions business was partially offset by income from the newly acquired online classifieds business.

11.2 The increase in other operating income of S\$6.7 million (69.3%) arose mainly from corporate events and write-back of contingent consideration for acquired businesses.

11.3 Total costs of S\$624.9 million was S\$32.9 million (5.0%) lower than last year.

Materials, production and distribution costs saw a reduction of S\$16.9 million (11.5%) largely due to lower newsprint, utility and production costs in line with lower revenue.

Staff costs was lower by S\$7.0 million (2.5%) as last year included a one-off bonus charge of S\$10.4 million.

Other operating expenses decreased S\$8.3 million (7.5%) as last year included an impairment charge of S\$9.9 million on a press line.

11.4 Operating profit was S\$275.5 million, S\$6.8 million (2.5%) higher than the same period last year.

11.5 Investment income of S\$44.9 million was S\$20.8 million (86.2%) higher compared to the same period last year. This arose mainly from gain on sale of investments in conjunction with the funding of the redemption of the Medium Term Notes on March 2, 2015.

11.6 The share of results of associates and jointly-controlled entities for the current year included a gain of S\$7.4 million relating to the development of the regional online classifieds business.

- 11.7 The gain on partial divestment of a jointly-controlled entity of S\$52.9 million in YTD 3Q 2014 arose from the dilution of the Group's stake in the regional online classifieds business.
- 11.8 Taxation charge of S\$48.0 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\$0.2 million for under-provision of taxation in respect of prior years.
- 11.9 Net profit attributable to shareholders of S\$237.2 million was S\$22.6 million (8.7%) lower compared to the same period last year.

**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 Global economic outlook is expected to improve marginally in 2015, with growth likely to remain tepid and fraught with uncertainties. In Singapore, the tight labour market continues to weigh on the domestic economy. Overall, the Singapore economy is expected to grow at a modest pace.
- 12.2 Newsprint prices are expected to soften in the near-term, taking into account supply and demand considerations.
- 12.3 The retail assets of the Group, comprising Paragon, The Clementi Mall and The Seletar Mall will continue to turn in a steady performance.
- 12.4 The Group will maintain a conservative stance on its investment portfolio allocation with focus on capital preservation. Returns are expected to be commensurate with a low risk-return profile to mitigate against volatility.
- 12.5 Against the backdrop of the muted economic outlook and challenging media landscape, the Group will continue to focus on sustaining and strengthening its Media business whilst pursuing growth opportunities.

13. **Dividends**

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

Any dividend recommended for the current financial period reported on?

No.

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

Any dividend declared for the corresponding period of the immediately preceding financial year?

No.

(c) **Date payable**

Not applicable.

(d) **Record Date**

Not applicable.

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

No interim dividend has been declared or recommended in the current reporting period.

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.



**16. Segmental information (Group) for the Year-To-Date ended May 31, 2015**

**YTD 3Q 2015**

	<b>Media</b>	<b>Property</b>	<b>Treasury and Investment</b>	<b>Others</b>	<b>Eliminations</b>	<b>Consolidated</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Operating revenue</b>						
External sales	680,326	171,382	-	32,431	-	884,139
Inter-segmental sales	3,693	1,522	-	1,151	(6,366)	-
<b>Total operating revenue</b>	<b>684,019</b>	<b>172,904</b>	<b>-</b>	<b>33,582</b>	<b>(6,366)</b>	<b>884,139</b>
<b>Result</b>						
Segment result	192,459	126,005	43,919	(16,337)	-	346,046
Finance costs	(109)	(17,452)	(8,735)	-	-	(26,296)
Interest income	109	538	-	-	-	647
Share of results of associates and jointly-controlled entities	1,412	-	-	(8,420)	-	(7,008)
<b>Profit/(Loss) before taxation</b>	<b>193,871</b>	<b>109,091</b>	<b>35,184</b>	<b>(24,757)</b>	<b>-</b>	<b>313,389</b>

**YTD 3Q 2014**

	<b>Media</b>	<b>Property</b>	<b>Treasury and Investment</b>	<b>Others</b>	<b>Eliminations</b>	<b>Consolidated</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Operating revenue</b>						
External sales	729,147	153,462	-	34,355	-	916,964
Inter-segmental sales	4,949	1,483	-	70	(6,502)	-
<b>Total operating revenue</b>	<b>734,096</b>	<b>154,945</b>	<b>-</b>	<b>34,425</b>	<b>(6,502)</b>	<b>916,964</b>
<b>Result</b>						
Segment result	195,189	110,492	23,455	(10,333)	-	318,803
Finance costs	(106)	(13,548)	(12,610)	-	-	(26,264)
Interest income	69	233	-	12	-	314
Share of results of associates and jointly-controlled entities	4,305	-	-	(17,895)	-	(13,590)
Gain on partial divestment of a jointly-controlled entity	-	-	-	52,863	-	52,863
<b>Profit before taxation</b>	<b>199,457</b>	<b>97,177</b>	<b>10,845</b>	<b>24,647</b>	<b>-</b>	<b>332,126</b>

**BY ORDER OF THE BOARD**

Ginney Lim May Ling  
Khor Siew Kim

Company Secretaries

Singapore,  
July 9, 2015



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## **Report on review of Condensed Interim Financial Information**

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

### ***Introduction***

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 May 31, 2015, and the related consolidated statements of income, comprehensive income, changes in total equity and cash flows for the Group for the three-month and nine-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*.



***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*  
*Chartered Accountants*

Singapore  
July 9, 2015



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

We, Lee Boon Yang and Bahren Shaari, 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 third quarter ended May 31, 2015 to be false or misleading in any material respect.

On behalf of the Directors

A handwritten signature in blue ink, appearing to read 'Lee Boon Yang', written in a cursive style.

LEE BOON YANG  
*Chairman*

A handwritten signature in blue ink, appearing to read 'Bahren Shaari', written in a cursive style.

BAHREN SHAARI  
*Director*

Singapore,  
July 9, 2015