

WIDENING THE HORIZON



ANNUAL REPORT 2000

Singapore Press Holdings

Multimedia Content Provider

Reaching more than 90% of Singapore through our newspapers and magazines and bringing you more exciting content through Internet and broadcast.

The Straits Times

聯合早報

THE BUSINESS TIMES

新明日報

聯合晚報

the new paper

தமிழ் முரசு

BH

projecteyeball.

大姆指

STREETS

5月報

HOME&decor

FLIRT.

herworld

YOUNG PARENTS

brides

都會佳人 CITTÀ Bella

BERICA

the electric new paper

தமிழ் முரசு உங்கள் விடு தேடி வர [Click Here](#)

聯合早報網 zaobao.com

The Straits Times interactive

THE BUSINESS TIMES online edition

m1

asiaone.com

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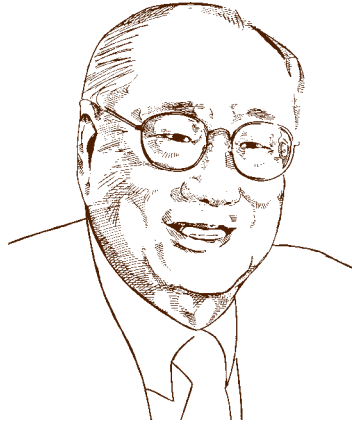
MedioWorks
making a difference

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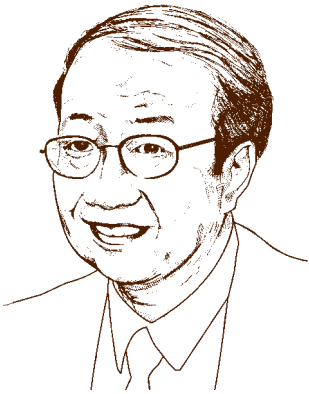
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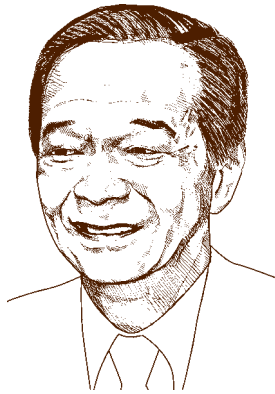
BOARD OF DIRECTORS



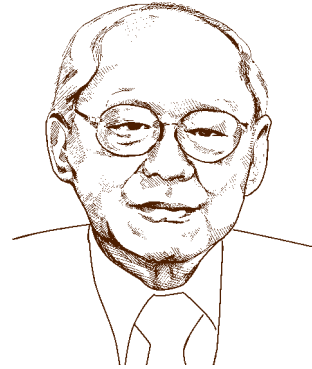
LIM KIM SAN
Executive Chairman



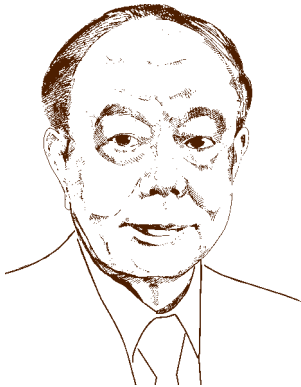
CHEONG CHOONG KONG
Director



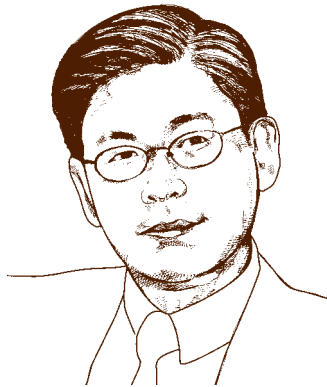
MICHAEL FAM YUE ONN
Director



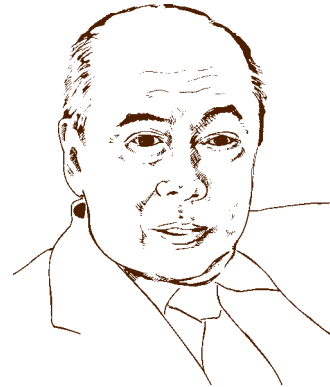
LEE HEE SENG
Director



TANG I-FANG
Director



TJONG YIK MIN
Director / Group President



WEE CHO YAW
Director

AUDIT COMMITTEE

- Tang I-Fang / Chairman
- Cheong Choong Kong
- Tjong Yik Min

PRINCIPAL OFFICERS

- Lim Kim San / Executive Chairman
- Tjong Yik Min / Group President
- Denis Tay Koon Tek / Deputy President
- Cheong Yip Seng / Editor-in-Chief, English And Malay Newspapers
- Chew Keng Juea / Senior Executive Vice President, Chinese Newspapers And Newspaper Services
- Tham Khai Wor / Executive Vice President, Marketing
- Arthur Seet Keong Hoe / Executive Vice President, Finance
- Sng Ngoi May / Executive Vice President, Corporate Services
- Wee Leong How / Executive Vice President, Human Resources & Corporate Relations
- Tay Juay How / Vice President, Information Technology
- Joyce Chee Siew Luan / Vice President, Internal Audit
- Ginney Lim May Ling / Head, Legal & Group Company Secretary

AUDITORS

- PricewaterhouseCoopers - 8 Cross Street, #17-00, PWC Building, Singapore 048424

COMPANY SECRETARY

- Ginney Lim May Ling

REGISTERED OFFICE

- News Centre, 82 Genting Lane, Singapore 349567. Telephone: 743 8800

SHARE REGISTRATION OFFICE

- Barbinder & Co Pte Ltd - 8 Cross Street, #11-00, PWC Building, Singapore 048424



CHAIRMAN'S STATEMENT

I am pleased to report that we have achieved good results for the year. The much improved business sentiment has enabled us to achieve a 31.5 per cent increase in advertising revenue to S\$804.3 million, the highest ever achieved; and a 24.6 per cent increase in the Group's turnover to reach a record S\$1.053 billion.

The Group's investment income rose by 16.4 per cent to S\$85.8 million, due mainly to a contribution of S\$44.3 million from sales of securities.

Group profit for the year before taxation reached S\$515.5 million, an increase of 22.3 per cent from last year. Profits after tax rose by 21.8 per cent to S\$397.5 million.

The Group has put up a sterling performance despite higher wage costs and overheads due to expanded efforts in recruiting the best talents to drive and expand our newspapers business, and to develop new businesses in Internet and broadcasting.

Newspapers

Our newspaper circulation enjoyed a healthy growth of three per cent to 1,103,403 copies daily despite increasing competition from new media like the Internet and others.

To meet the changing lifestyles of our readers and to enhance our position as Singapore's leading newspaper publisher, we launched three new newspapers, *Thumbs Up*, *Project Eyeball* and *Streets* during the year.

Refurbishment work on the Metro printing presses at the SPH Print Centre was completed, enabling us to achieve higher quality printing and higher throughputs.

The Straits Times and *The Business Times* were awarded two-year memberships in the exclusive International Newspaper Colour Quality Club for outstanding colour reproduction quality.

Multimedia

Net contribution from our associates, MobileOne (Asia) Pte Ltd and Singapore Cable Vision Limited, increased three-fold to S\$15.2 million.

At the time of writing, MobileOne (M1) has 745,000 customers compared with 400,000 last year. M1's contribution to our profits increased 4.6 times to S\$28.3 million.

Our share of loss from Singapore Cable Vision (SCV) increased from S\$1.2 million to S\$13.1 million. Its subscription base has increased from 200,000 to 237,000 during the year.

In June 2000, SPH AsiaOne Ltd was listed on the mainboard of the Singapore Exchange. AsiaOne posted a start-up loss of S\$15 million for the year ended August 31, 2000.

With the view to becoming an all-round content provider with multiple delivery platforms, the formation of SPH MediaWorks Ltd was announced in June 2000 to lead the Group's venture into broadcasting. MediaWorks expects to launch its two television channels, one each in the English and Chinese languages, by mid 2001.

We are moving ahead to widen our business to become an integrated content provider with multiple delivery platforms, from print to Internet and soon, broadcast.

Property

The retail podium of Paragon is fully occupied while its 14-storey medical/office block achieved more than 60 per cent occupancy since its launch in January 2000. The Group has disposed of three bungalows and four apartments, and booked in an extraordinary gain of S\$20.6 million.

Staff

I would like to record my appreciation to all staff for their commitment and support throughout the year, which have helped us to achieve the good results and realise our expansion plans. We continued to pay special attention to the training and development of existing staff to equip them with the necessary skills to undertake new business challenges.

Community Service

Our support for worthy community projects remained unwavering, with emphasis in programmes for the promotion of the Arts, sports and sponsorships for various charity efforts. The year saw SPH being named the Distinguished Patron of the Arts for the seventh year running.

Dividend

The Directors recommended a special dividend, aptly named the Millennium Dividend, of 80 cents per share to be paid together with the recommended final dividend of 50 cents per share. Together with the interim dividend of 20 cents, the total dividend for the financial year would be S\$1.50, a significant increase from the 55 cents paid out last year.

Directorate

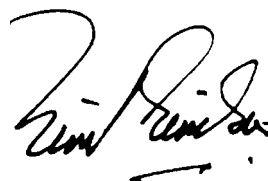
The Directors would like to thank all readers, advertisers and business associates for their generous support, which is critical to the success of our business.

Prospects

While we entered the new financial year on a firm footing, we face rising newsprint and manpower costs. We are moving ahead to widen our business to become an integrated content provider with multiple delivery platforms, from print to Internet and soon, broadcast.

Barring any unforeseeable bad weather in the economic climate, our core newspaper business should continue to thrive. However, newsprint prices would rise significantly during the year. We will also incur start-up costs as the Group strives to build up its content creation competencies across multimedia delivery platforms.

Overall, we expect the performance of the Group for the current year to be satisfactory.

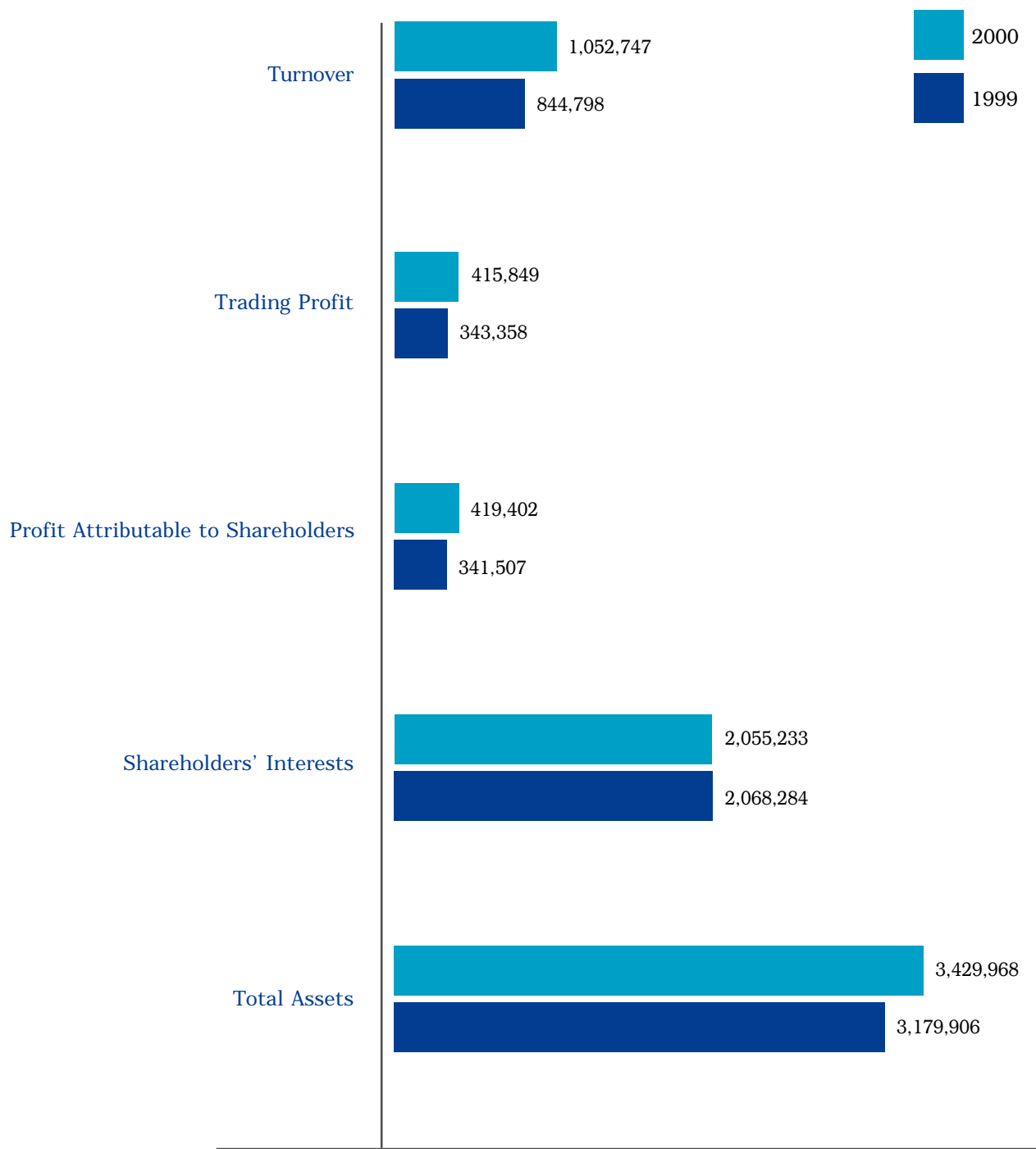


Lim Kim San
Executive Chairman



GROUP FINANCIAL HIGHLIGHTS

	2000 S\$'000	1999 S\$'000	Change %
1. Turnover	1,052,747	844,798	24.6
2. Trading profit	415,849	343,358	21.1
3. Profit before taxation	515,533	421,678	22.3
4. Profit after taxation	397,393	326,380	21.8
5. Minority interests	134	(53)	352.8
6. Extraordinary items	21,875	15,180	44.1
7. Profit attributable to shareholders	419,402	341,507	22.8
8. Shareholders' interests	2,055,233	2,068,284	(0.6)
9. Total assets	3,429,968	3,179,906	7.9
10. Total liabilities	1,374,735	1,111,622	23.7
11. Dividends (net)	414,493	150,454	175.5
12. Profitability ratios	%	%	
a. Operating margin	39.5	40.6	(1.1) % points
b. Return on turnover	39.8	40.4	(0.6) % points
c. Return on shareholders' funds	20.4	16.5	3.9 % points
13. Per share data			
a. Net tangible assets	S\$5.55	S\$5.61	(1.1)
b. Profit before tax	S\$1.39	S\$1.14	21.9
c. Profit after tax and minority interests	S\$1.07	S\$0.88	21.6
d. Gross dividends (cents)	150	55	172.7
e. Dividend cover (times)	1.0	2.2	(54.5)
14. Value Added	S\$	S\$	
a. Per employee	215,977	184,258	17.2
b. Per \$ employment costs	2.94	2.98	(1.3)
c. Per \$ investment in fixed assets (before depreciation)	1.11	0.86	29.1
d. Per \$ turnover	0.73	0.71	2.8



S\$'000

SIGNIFICANT EVENTS

September 1, 1999

SPH's wholly-owned subsidiary, AsiaOne Internet Pte Ltd (now known as SPH AsiaOne Ltd) commenced business to spearhead the Group's Internet ventures with greater autonomy for maximum results.

September 4, 1999

Fukan, the lifestyle section of *Lianhe Zaobao*, underwent a revamp and was renamed *zbNOW* to appeal to younger readers.

September 13, 1999

SPH was awarded the Distinguished Patron of the Arts award for the seventh time since 1993, affirming our commitment as a sponsor of the arts.

September 23, 1999

The Business Times was revamped with a new look and design.

October 1 to 3, 1999

The Children's Day Carnival & Kids Plus '99, organised by SPH's Marketing Division to profile *Lianhe Zaobao*, *Lianhe Wanbao* and *Shin Min Daily News* attracted a record of nearly 200,000 visitors.

October 9, 1999

Lianhe Wanbao and *Shin Min Daily News* started early weekend editions of its newspapers, available from 3.00pm.

October 10, 1999

Tamil Murasu Sunday achieved a record circulation of 16,457.

October 20, 1999

Computer Times, a technology pullout, became a weekly distributed with *The Straits Times* on Wednesdays.

November 3, 1999

Shin Min Daily News achieved a record circulation of 151,547.



Denis Tay, Deputy President of SPH, received the Distinguished Patron of the Arts award from Lee Yock Suan, Minister for Information and the Arts.

November 25, 1999 to January 9, 2000

SPH newspapers co-sponsored Saltimbanco as official media. Staged by Montreal-based Cirque du Soleil, this 'circus' without animals combined theatrical artistry, athletic grace and situational humour.

December 1999

SPH was voted the best managed company in Singapore by Asiamoney, a Hong Kong based financial magazine and member of Euromoney Institutional Investor Group.



December 1999

SPH was ranked sixth in the Far Eastern Economic Review's annual survey of corporate leadership, among 90 companies from outside Asia with operations in the region, as well as 10 firms from each of 11 Asian countries.

December 18, 1999

ST Timesport 50 Greatest Athletes was organised by *The Straits Times*' Sports Desk to honour Singapore's 50 greatest athletes of the century. Prime Minister Goh Chok Tong was the Guest of Honour.

December 26, 1999

The New Paper On Sunday achieved a record circulation of 200,888.



Performers of Saltimbanco thrilled audiences with their outstanding performance.

January 15, 2000

Tamil Murasu went online.

January 15, 2000

Deputy Prime Minister BG (NS) Lee Hsien Loong launched *Thumbs Up*, a new weekly Chinese tabloid for students between Primary 3 and 6.

First to take a peek: Deputy Prime Minister BG (NS) Lee Hsien Loong and Tjong Yik Min, Group President of SPH, enjoying the new product.

January 18, 2000

Mr Lim Hng Kiang, Minister for Health, officiated at the opening of Paragon following a \$130-million facelift and construction of a new 14-storey commercial building above the retail podium. Paragon, in which SPH holds a 85 per cent stake, is a prime commercial building in the heart of Orchard Road.



Lim Hng Kiang, Minister for Health, accompanied by Lim Kim San, Executive Chairman of SPH, at the opening of Paragon. Looking on from far left is Tjong Yik Min, Group President of SPH.

January 21, 2000

Singapore 1000 companies and Singapore 500 SMEs were jointly organised by *The Business Times*, DPI Information Network Pte Ltd, Ernst & Young and Singapore Productivity & Standards Board. Dr Richard Hu, Minister for Finance, gave away the awards to the top five companies in each category.

January 25, 2000

AsiaOne was relaunched with more online services to users, and a new look for *asiaone.com* and *zaobao.com*.

January 26, 2000

Listing of products and services in *The Straits Times Classifieds* were made available on *asiaone.com*.

February 1, 2000

Project Eyeball, a new morning tabloid for young and Net-savvy readers, received its licence to publish.

February 1, 2000

SPH newspapers were made available for sale at Tricon restaurants.

February 8, 2000

All the text in SPH morning dailies was printed in red to announce the increase in total newspaper readership by 18.3 per cent.

February 26, 2000

Berita Harian achieved record circulation of 69,320.

March 2, 2000

Ms Jennie Chua was awarded Her World's Woman of the Year 1999 for her achievements in the hotel and tourism industry. A new award, Young Woman Achiever Award, was given to singer Ms Kit Chan in recognition of her successful singing career. A special award for the new millennium went to Ms Teresa Hsu for her humanitarian work for the poor and the aged sick.

March 10, 2000

Jointly organised by *The Business Times* and DHL Worldwide Express, Mr Tommie Goh, Chairman of JIT Holdings Ltd, was named Businessman of the Year 1999.

April 6, 2000

SPH contributed \$50,000 to the Singapore-Latin American Everest Expedition 2001 as the official media, in support of their attempt to scale Mount Everest from Tibet via the more challenging Mallory route.

April 12, 2000

Zaobao.com Ltd was incorporated as a wholly-owned subsidiary of SPH AsiaOne Ltd.

April 13, 2000

SPH AsiaOne Ltd partnered The Fantastic Corporation to form a joint venture company called FantasticOne (Asia-Pacific) Pte Ltd to provide broadband multimedia solutions for the Asian market.



Saluting the women of substance: Award winners (third from left) Teresa Hsu, Jennie Chua and Kit Chan, with (from left) Robert lau, Chairman of Judging Panel, Evelyn Lauder, Senior Corporate Vice-President of Estee Lauder Companies, Inc. and Denis Tay, Deputy President of SPH.



Businessman of the Year Tommie Goh (middle) with Enterprise Award winner Teh Bong Lim of MMI Holdings and CEO of the Year, Peter Seah, President and CEO of Overseas Union Bank.

SIGNIFICANT EVENTS

April 14, 2000

Eating Air and Darkness & Light, two films sponsored by SPH at the Singapore International Film Festival, won the Singapore Film Commission Young Cinema Award and Best Film Award respectively at the Silver Screen Awards.

April 26, 2000

2nd Long Xi Creative Awards was presented by *Lianhe Zaobao* and organised by Marketing Division. 965 entries from around the world competed in 57 categories to be the best in Chinese creative advertising.

April 27 to 29, 2000

SPH Community Project 2000 kicked off with staff visits to charities and performances by celebrities to boost participation in the Community Chest's SHARE programme. SPH matches dollar-for-dollar its employees' SHARE contributions.

May 12, 2000

Radm (NS) Teo Chee Hean, Minister for Education, launched the abridged versions of "The Singapore Story: Memoirs of Lee Kuan Yew", intended for the younger generation.

May 21, 2000

Radm (NS) Teo Chee Hean, Minister for Education, flagged off the 10th TNP Big Walk which achieved a record 77,500 participants and qualified for inclusion in the Guinness Book of World Records.

May 27, 2000

Young Parents organised the first Family of the Year award to promote family life. The award was launched by Mr Abdullah Tarmugi, Minister for Community Development and Sports.



The series of zbNOW advertisements won the silver award at the 2nd Long Xi Creative Awards.



A team from Times Periodicals Pte Ltd brought cheers to the children at Spastic Children's Association of Singapore Special School.



"The Singapore Story: Memoirs of Lee Kuan Yew".

June 2000

Go was renamed *Go Flirt* and subsequently, *Flirt*.



The Cheong Family with their trophy for Young Parents Family of the Year award.

June 5, 2000

SPH AsiaOne Ltd made its debut on the mainboard of the Singapore Exchange.

June 5, 2000

AsiaOne was ranked second in the Nielson Net Ratings for Top 10 Property Web Sites according to time spent.

June 6, 2000

Streets, a free tabloid-sized newspaper for morning commuters, received its newspaper publishing licence.

June 8, 2000

Announcement of the formation of SPH MediaWorks Ltd, SPH's venture into terrestrial television.

June 10 to 18, 2000

The World Book Fair, organised by SPH's Chinese Newspapers Division, attracted 760,000 visitors.

June 19, 2000

The Straits Times and *The Business Times* were awarded two-year memberships in the exclusive International Newspaper Colour Quality Club for their high standards of colour reproduction.

June 29, 2000

The redesigned *Lianhe Zaobao* and introduction of the afternoon editions of *Lianhe Wanbao* and *Shin Min Daily News* were revealed at a Trade launch.

July 6, 2000

Tamil Murasu inaugurated the Indian Family of the Year award where over 500 nominations were received.

July 7, 2000

Noon editions of *Lianhe Wanbao* and *Shin Min Daily News* were launched.

July 7, 2000

Lianhe Zaobao unveiled its new look at Starry Night Concert 2000, an outdoor Chinese pop concert where 8,000 people attended.

July 14, 2000

Trade launch for *Project Eyeball*, the first integrated online/print newspaper.

July 17, 2000

Project Eyeball's online version was launched on AsiaOne.

July 17, 2000

Mr Ivan Fernandez was appointed Editor of The New Paper.

July 21 to 22, 2000

SPH launched Writers' Lab with the 24-hour Playwriting Competition on board the Superstar Virgo. This marked SPH's 10th year of sponsorship for Writers' Lab.

July 26, 2000

Associate Professor Aziz Nather was awarded the *Berita Harian* Achiever of the Year 2000 for his outstanding contribution in the field of tissue banking.



The first Indian Family of the Year seen here with Professor S Jayakumar, Minister for Foreign Affairs and Law.



Both local and foreign artistes performed at the Starry Night Concert 2000.

July 28, 2000

Trade launch organised by Marketing Division for *Streets*, a free commuter newspaper.

August 14, 2000

Project Eyeball was launched.

August 22, 2000

SPH set up English and Chinese TV News units for MediaWorks.



Associate Professor Aziz Nather received the Berita Harian Achiever of the Year 2000 award from Radm (NS) Teo Chee Hean, Minister for Education. With them is Guntor Sadali, Editor of Berita Harian.

August 31, 2000

AsiaOne launched AsiaOne Markets, a premier financial investment website which provides the latest business information and sophisticated investment tools for users.

OPERATIONS REVIEW

Advertising revenue recorded a historical high, growing to S\$804.3 million and pushing the Group's turnover beyond one billion dollars for the first time. Amidst an increasingly competitive environment, the Group moved to strengthen its market position with the launch of new products and expansion into broadcast media.

Core Business

Total circulation of SPH newspapers registered an increase of 32,537 copies to 1,103,403 over the previous year. An advertising campaign to celebrate the increase in newspaper readership by 18.3 per cent kicked off on February 8 with a red letter day when all the text in SPH's morning dailies was printed in red.



Launch issues of *Thumbs Up*, *Project Eyeball* and *Streets*.

Throughout the year, the Group continued to strengthen its dominant market position as the largest newspaper publisher with the launch of three new products, *Thumbs Up*, *Project Eyeball* and *Streets*, and the editionising of the Chinese evening dailies. The year also saw the revamp of *The Business Times*, *Lianhe Zaobao* and its lifestyle section into *zbNOW*.

All these are intended to sharpen our competitive edge ahead of a liberalised media market. The introduction of new products is a long-term effort to match the changing lifestyles and needs of readers.

A weekday (Monday to Wednesday)/weekend (Thursday to Saturday) differential of four per cent in advertising rates for *The Straits Times* was introduced to smoothen the weekend peaks. The Group announced its first advertising rate hike in five years with a six per cent rise for *The Straits Times*, 10 per cent rise for *Shin Min Daily News* and 15 per cent rise for *Lianhe Wanbao* to take effect from October 2000.

Key Subsidiaries

In January 2000, SPH AsiaOne Ltd repositioned itself to become the premier Internet portal in Asia, offering a comprehensive and multifaceted array of online news and information, e-commerce and lifestyle services. AsiaOne became SPH's first public-listed subsidiary when it successfully floated its shares on the mainboard of the Singapore Exchange in June 2000. At present, AsiaOne commands more than three million pageviews daily.

Times Periodicals Pte Ltd, the leader in lifestyle magazines, continued to grow its market share. The year saw the revamp of its monthly women's lifestyle magazine *Her World*, with plans to launch the magazine in Indonesia. *GO* was renamed *Flirt* and positioned as a magazine for single women.

SPH MediaWorks Ltd was launched in June 2000 to lead the Group's expansion into television and radio broadcast. It has brought together a talented team of experienced staff to ramp up operations from scratch and to launch its English and Chinese television channels by mid 2001.

In property, Orchard 290 Ltd completed the S\$130-million refurbishment of Paragon, which included the construction of a 14-storey commercial building, to create a premier retail/office building in the heart of Orchard Road.

Organisational Highlights

The Work Process Innovation (WPI) initiative, started in 1997, has evaluated and redesigned the processes of Circulation, Marketing and Finance to enhance their effectiveness, efficiency and productivity. This year, *The Straits Times* has embarked on the WPI programme to improve its internal processes and to redesign the product to make it more relevant and exciting to our customers.

The year saw an increase in staffing requirements due to the launch of new products and business expansion. Recruitment trips were made to United Kingdom, Canada, Australia, Philippines, India and China in search of editorial and design talents. Separate recruitment trips were also made to India and China to recruit information technology and production personnel. Some 150 positions were filled through these trips.

SPH continued to offer good career prospects for budding journalists fresh from universities. Students with outstanding academic performance were attracted to take up university scholarship leading to careers in journalism with Singapore's largest newspaper publisher. Additionally, the Group attracted mid-career professionals into the newspapers.

Corporate Citizenship

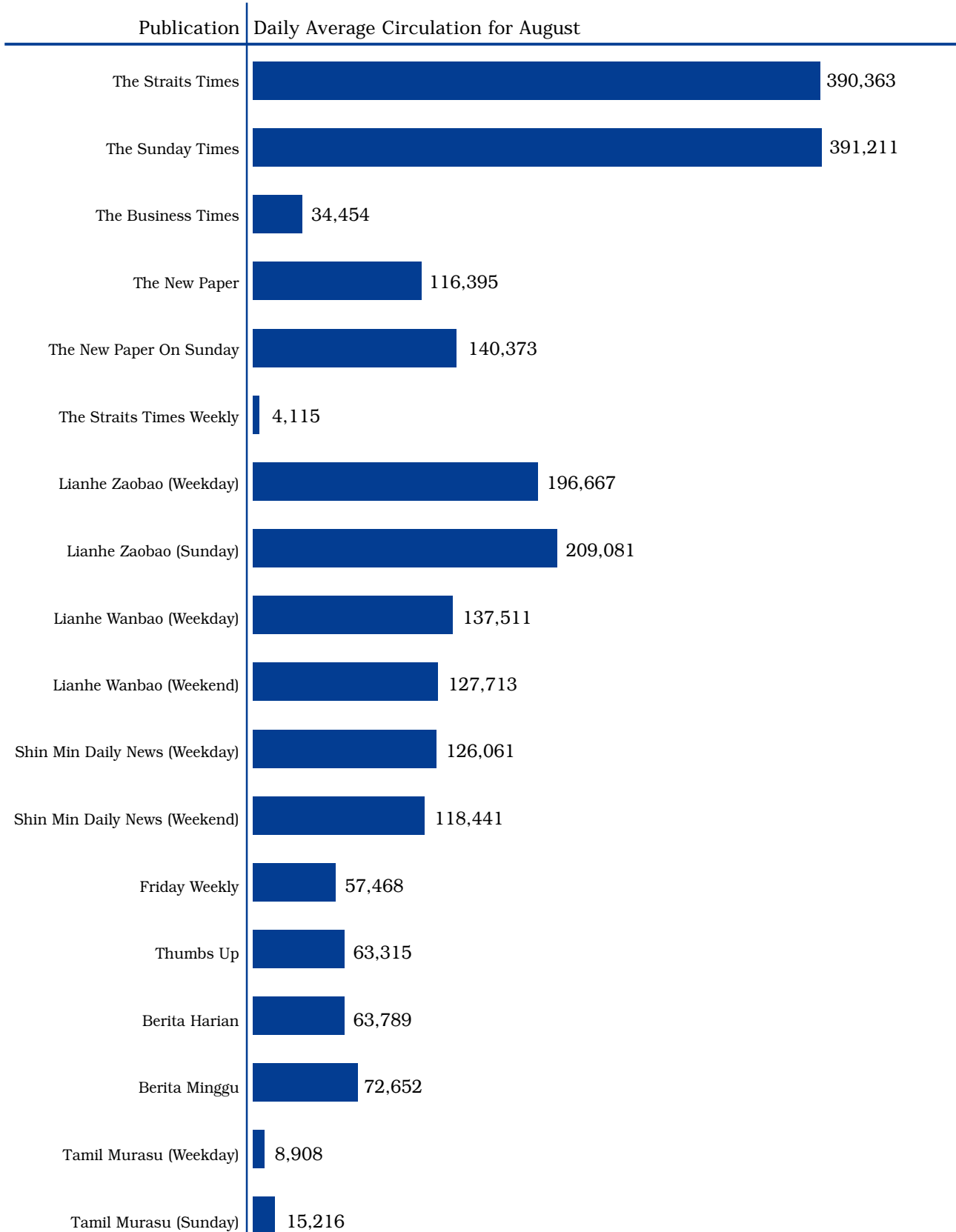
SPH was awarded Distinguished Patron of the Arts for the seventh consecutive year in recognition of its support for the Arts in Singapore. Besides being the official media for Saltimbanco, staged by world-renowned Cirque du Soleil, the award was also attributed to SPH's involvement in literary arts programmes like the Golden Point Awards & Singapore Writers' Festival, TheatreWork's Writers' Laboratory, Chinese Cultural Festival, Creative Arts Programme and Malay Language Month. SPH is also an active supporter of the Singapore Arts Festival and Singapore International Film Festival.

In fulfilling its role as a good corporate citizen, SPH's sponsorship extends to sports programmes like the SPH Touch Rugby, SPH Schools' Relay Championships and the National Basketball League, and other community projects like its pledge to Dover Park Hospice, adoption of endangered animals and sponsorship of SPH Geography Challenge.

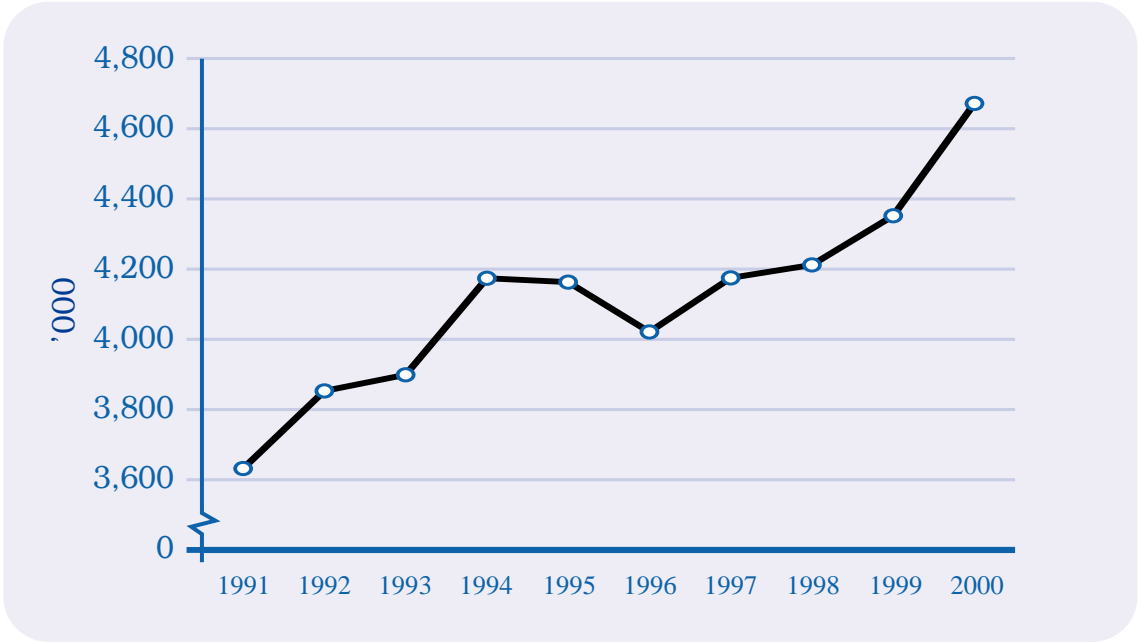


OPERATIONS REVIEW

Daily Average Circulation for August

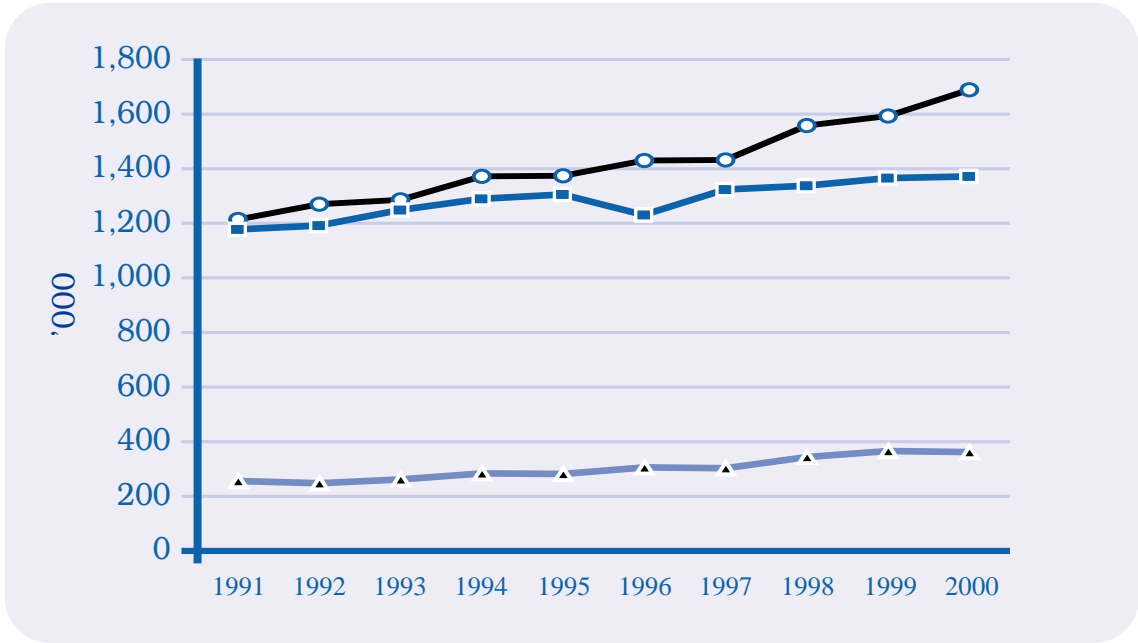


Gross Newspaper Readership Trends



- Based on adults aged 15 years and above.

Readership Trends by Language



- English Newspapers
- Chinese Newspapers
- Malay and Tamil Newspapers

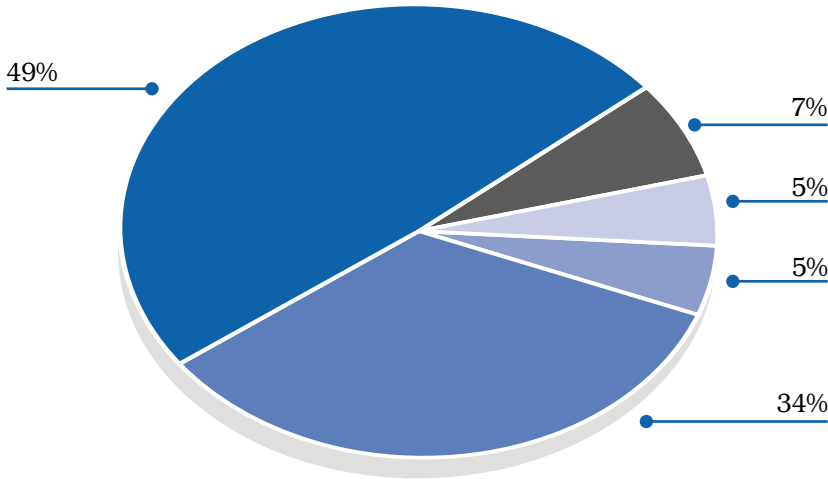
- Based on adults aged 15 years and above.

Source : AC Nielsen



OPERATIONS REVIEW

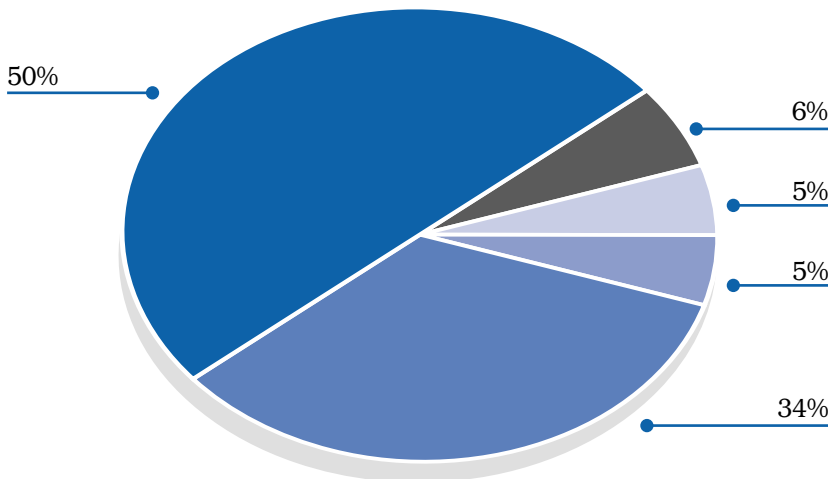
Advertising Expenditure by Media



FY 2000

Total adspend :
S\$1.44 billion

- Newspapers
- Television
- Periodicals
- Radio
- Others
(Cinema, Posters, Bus, Taxi, MRT and Rediffusion)



FY 1999

Total adspend :
S\$1.14 billion

- Newspapers
- Television
- Periodicals
- Radio
- Others
(Cinema, Posters, Bus, Taxi, MRT and Rediffusion)

- TV includes bonus air-time.
- Newspapers exclude appointments/notices and classified but include display classified for five product categories:
Automobiles, Real Estate, Banking/Finance, Leisure/Travel & Computer.

Source : AC Nielsen

Corporate governance is a system of rules and internal controls that promotes transparency and management integrity in a company.

The following statement outlines the main corporate governance practices of the Group that were in place during the financial year.

The Directors and management are committed to high standards of corporate governance and have adopted the principles set out in the Best Practices Guide issued by the Singapore Exchange Limited (“SGX”).

Board of Directors

The Board comprises seven Directors, of which five are independent non-executive Directors. A minimum of four meetings are held a year.

The Board supervises the management of the business and affairs of the Company and the Group. Apart from its statutory duties, the Board approves the Group’s overall strategic plans, key operational initiatives, annual budgets, major funding and investment proposals, and reviews the financial performance of the Company and the Group. To facilitate effective management, certain functions have been delegated by the Board to various Board Committees.

Audit Committee

The Audit Committee comprises three members, two of whom are independent non-executive Directors. Its main functions are to review annual audit plans and audit reports of external and internal auditors, the auditors’ evaluation of the system of internal accounting controls, and half-yearly and annual results announcements of the Company and the Group before they are submitted to the Board for approval. The Committee also recommends the appointment of external auditors to the Board. It meets at least four times a year.

Share Option Scheme Committee

The Committee consists of three members, two of whom are non-executive Directors. The Committee administers the Group’s share option schemes established in 1990 and 1999, in accordance with the rules as approved by shareholders.

Staff Salary Committee

The Committee consists of three members, two of whom are non-executive Directors. The role of the Committee is to review and determine the remuneration packages, policies and promotions for senior executives in the Group. The Committee also decides on the annual wage supplement and bonuses to be paid to all staff at the end of the year, based on the performance of the Group.

Management Committee

Fortnightly Management Committee meetings are held by the Executive Chairman with the senior management staff, who are the Heads of Divisions in the Company, to review the status of various projects, discuss and propose strategic objectives and plans and key policies for the Company and recommend any strategic ventures or proposals to the Board.

Operations Review Committee

The Committee which is chaired by the Deputy President, comprises senior executives from the main operating Divisions. It meets once a month to discuss key operational issues and projects and looks into the resolution of major operational problems. It will make the appropriate recommendations to the Management Committee on key operational matters.

Dealings in Securities

The Group has adopted an internal code in conformity with the provisions of the Best Practices Guide in the SGX Listing Manual to provide guidance to its Directors and staff in relation to the dealings in the Company’s securities. A system of reporting of securities dealings to the Company Secretary by Directors and to the Head of Human Resources Division by staff, has been established to effectively monitor the dealings of these parties in the securities of the Company.

FINANCIAL CALENDAR

Announcement of 2000 Half-Year Results April 7, 2000

Payment of 2000 Interim Dividend May 3, 2000

Financial Year-End August 31, 2000

Announcement of 2000 Full-Year Results October 6, 2000

Despatch of Annual Report to Shareholders December 18, 2000

Annual General Meeting January 5, 2001

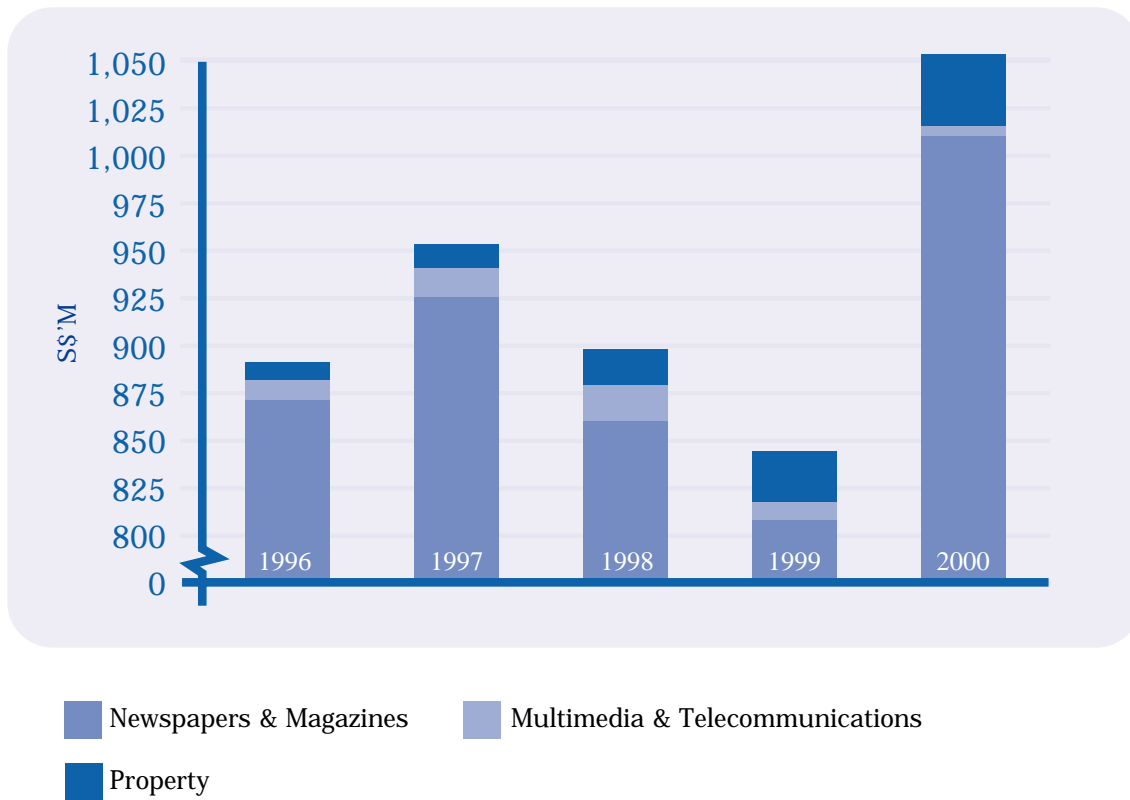
Payment of 2000 Proposed Millennium And Final Dividends January 26, 2001

FINANCIAL REVIEW

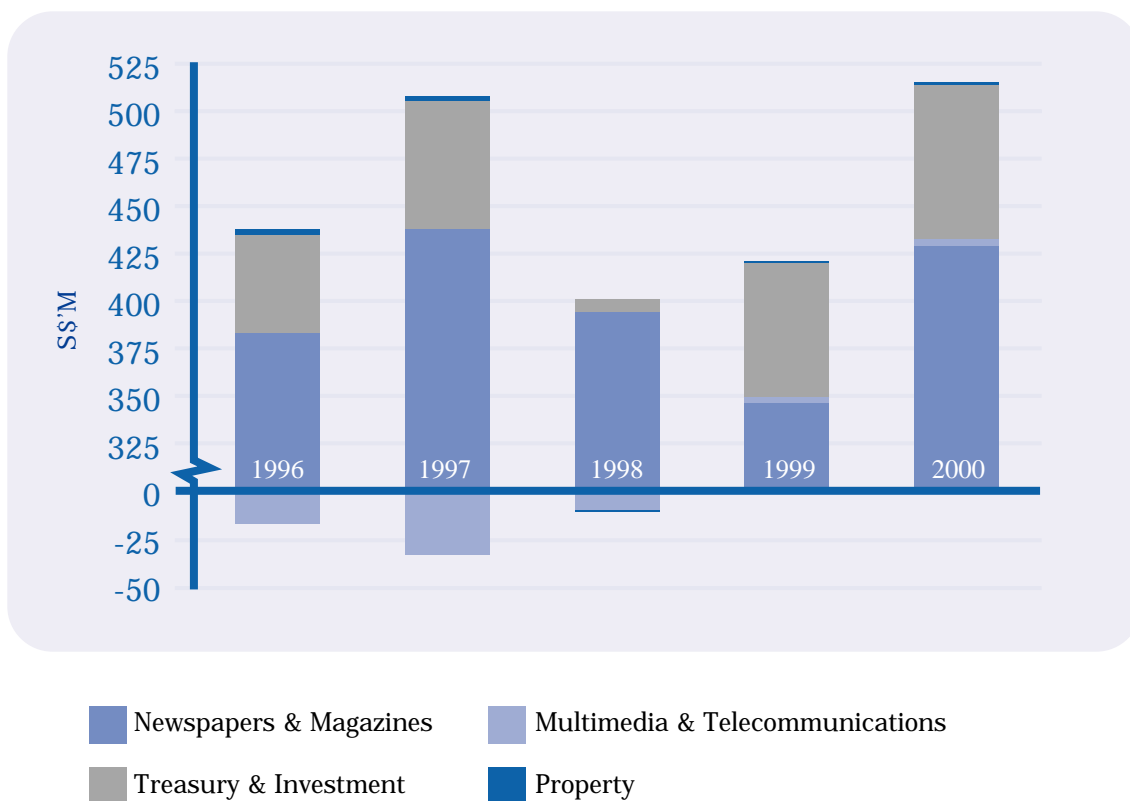
Group Simplified Financial Position

	2000	1999	1998	1997	1996
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Assets					
Fixed assets	460,507	465,650	426,012	426,148	398,292
Investment property	863,156	850,125	771,642	721,689	-
Investments	1,192,895	860,348	1,281,511	1,367,300	1,441,735
Cash and deposits	701,952	840,375	659,677	363,281	212,021
Trade debtors	138,004	103,868	104,933	115,373	94,535
Other assets	73,454	59,540	78,986	108,566	90,958
Total	3,429,968	3,179,906	3,322,761	3,102,357	2,237,541
Shareholders' Interests					
Capital and reserves	2,055,233	2,068,284	2,341,288	2,136,567	1,906,002
Liabilities					
Non-current liabilities	568,587	582,943	547,811	503,312	958
Trade creditors	66,254	55,336	59,384	63,019	36,721
Taxation					
Current	142,798	116,522	121,709	126,424	98,022
Deferred	52,900	65,033	51,179	51,972	47,431
Proposed dividends	358,893	117,387	84,004	70,860	50,589
Other liabilities	185,303	174,401	117,386	150,203	97,818
Total	3,429,968	3,179,906	3,322,761	3,102,357	2,237,541

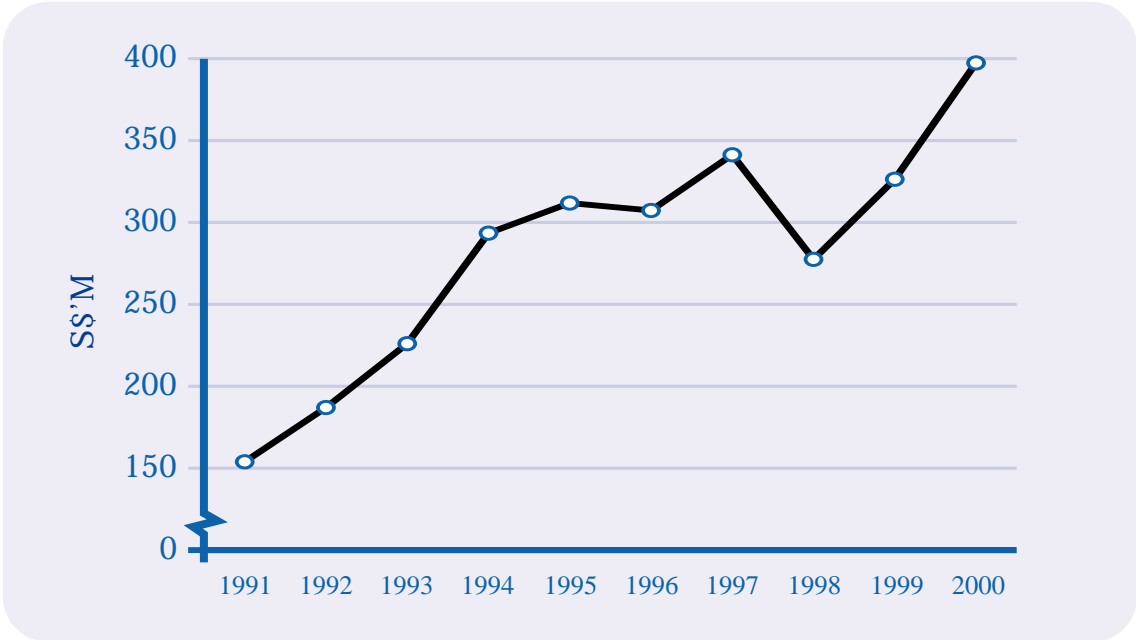
Segmental Turnover



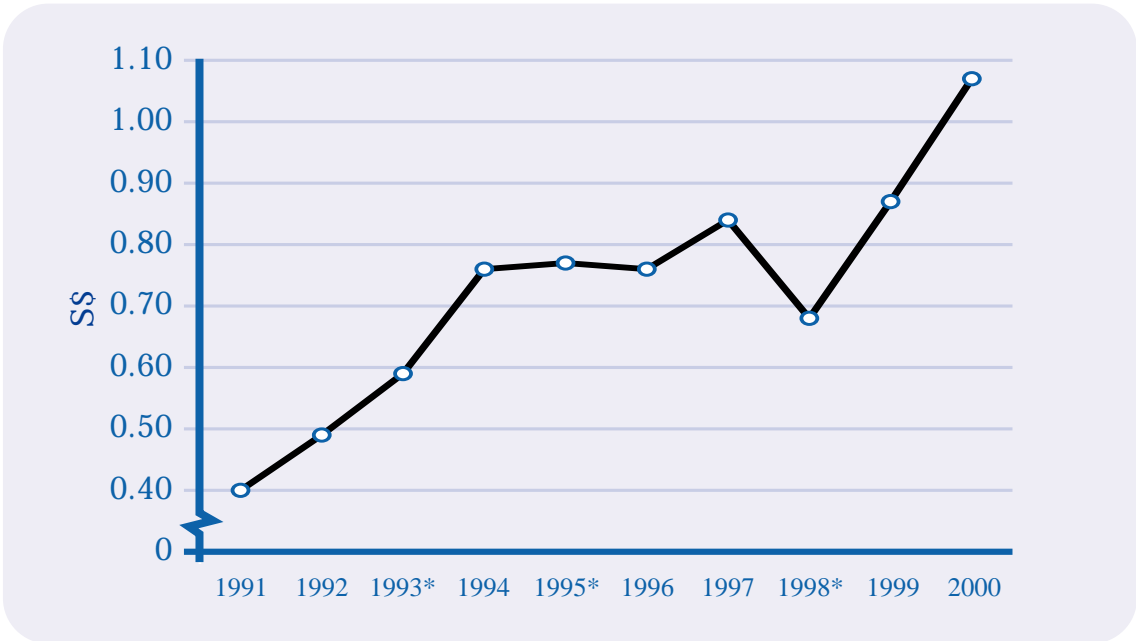
Segmental Pre-tax Profit



After-tax Profit



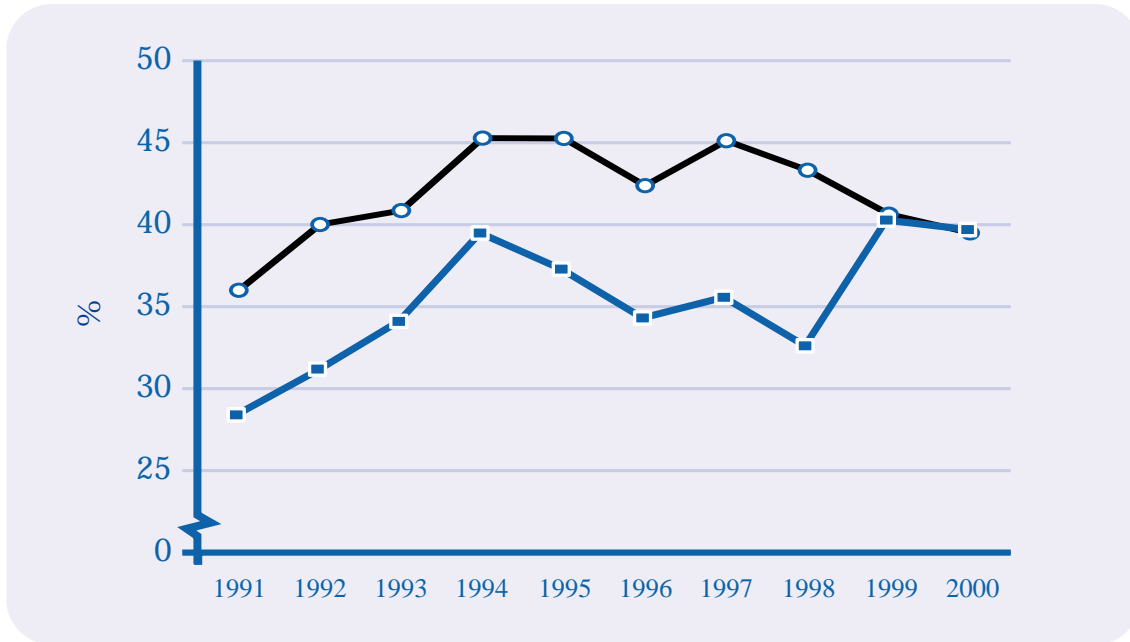
Earnings per Share



Based on profit before extraordinary items.

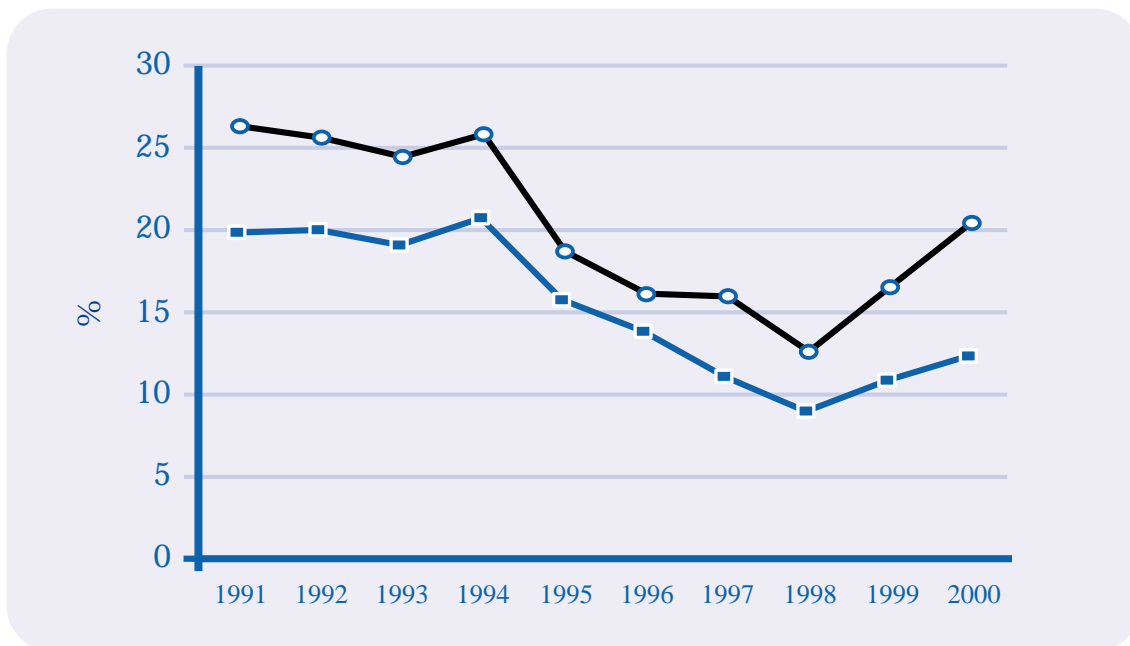
* Adjusted for bonus issues in FY1993, FY1995 and FY1998.

Operating Margin and Return on Turnover



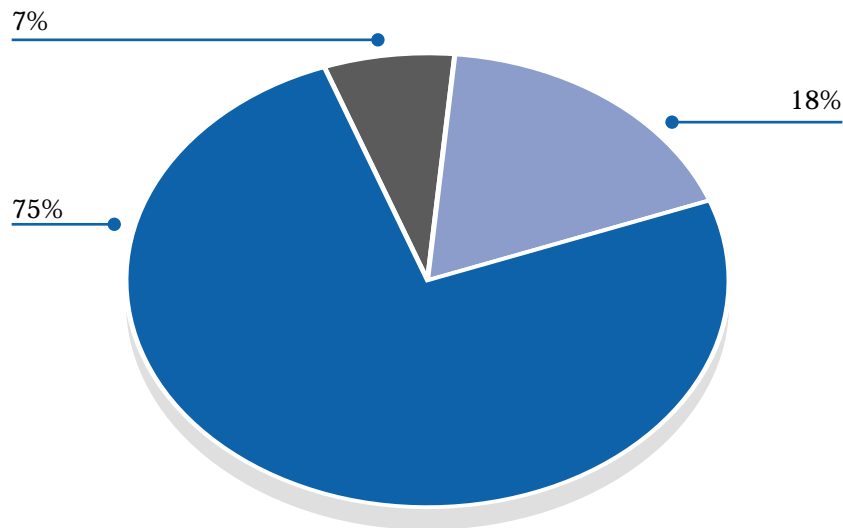
Operating Margin
 Return on Turnover

Return on Shareholders' Funds and Return on Assets



Return on Shareholders' Funds
 Return on Assets

Revenue Composition

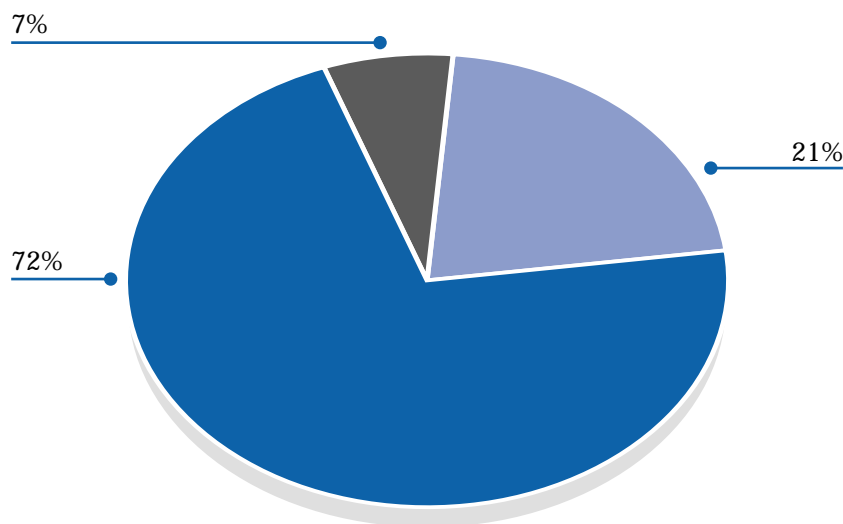


FY 2000

- Advertisement
 - Display 44%
 - Classified 15%
 - Recruit & Notices 15%
 - Magazines 1%

■ Circulation

■ Others



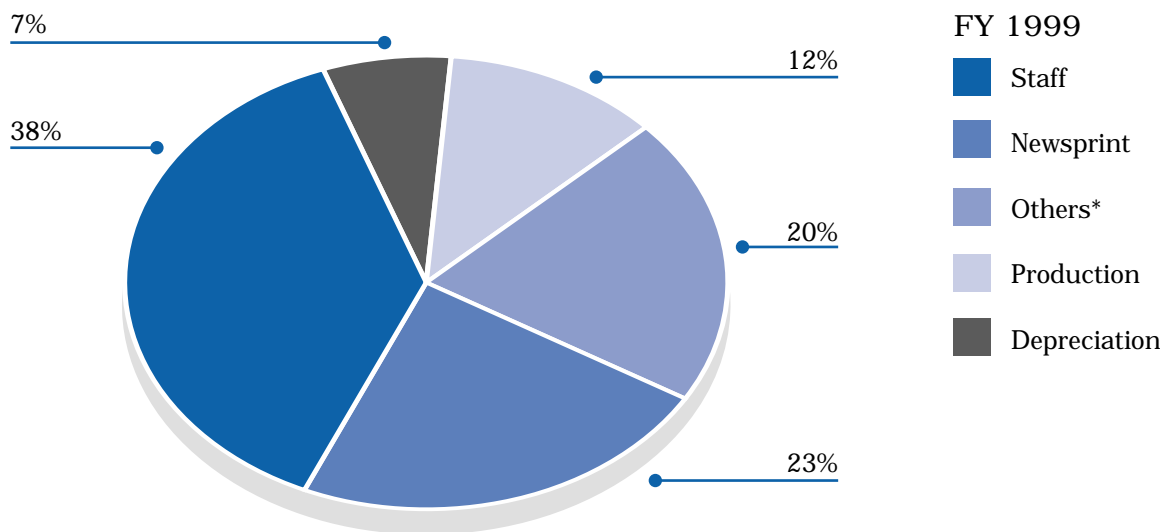
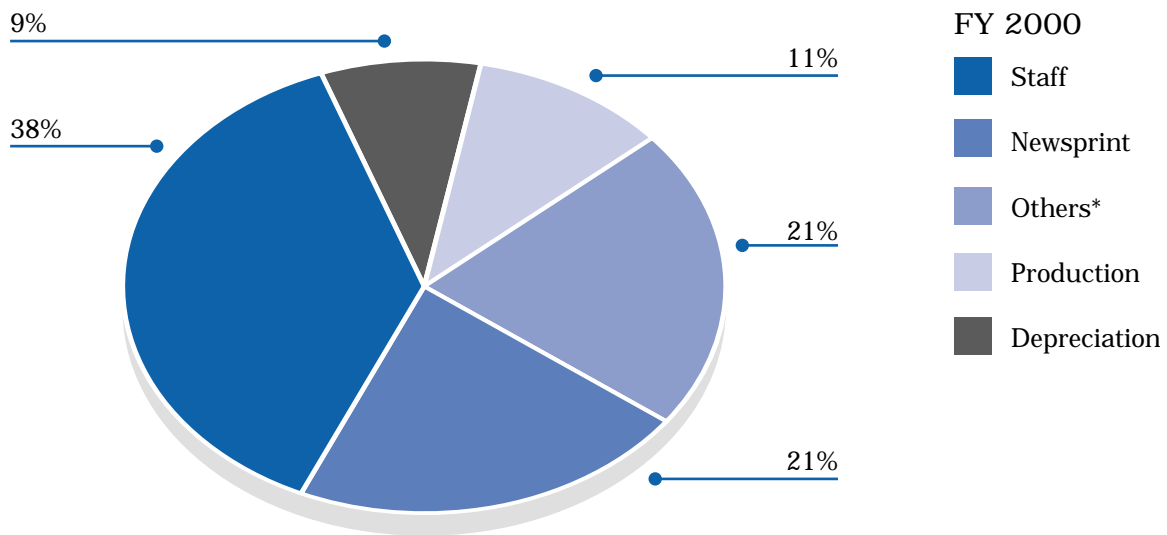
FY 1999

- Advertisement
 - Display 42%
 - Classified 18%
 - Recruit & Notices 11%
 - Magazines 1%

■ Circulation

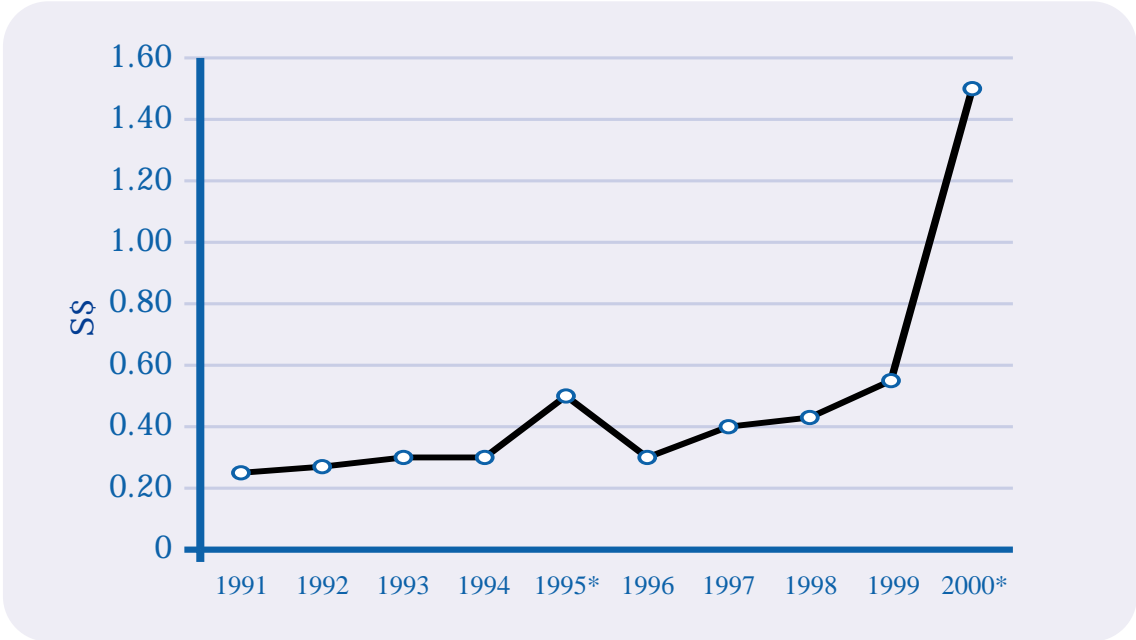
■ Others

Cost Composition



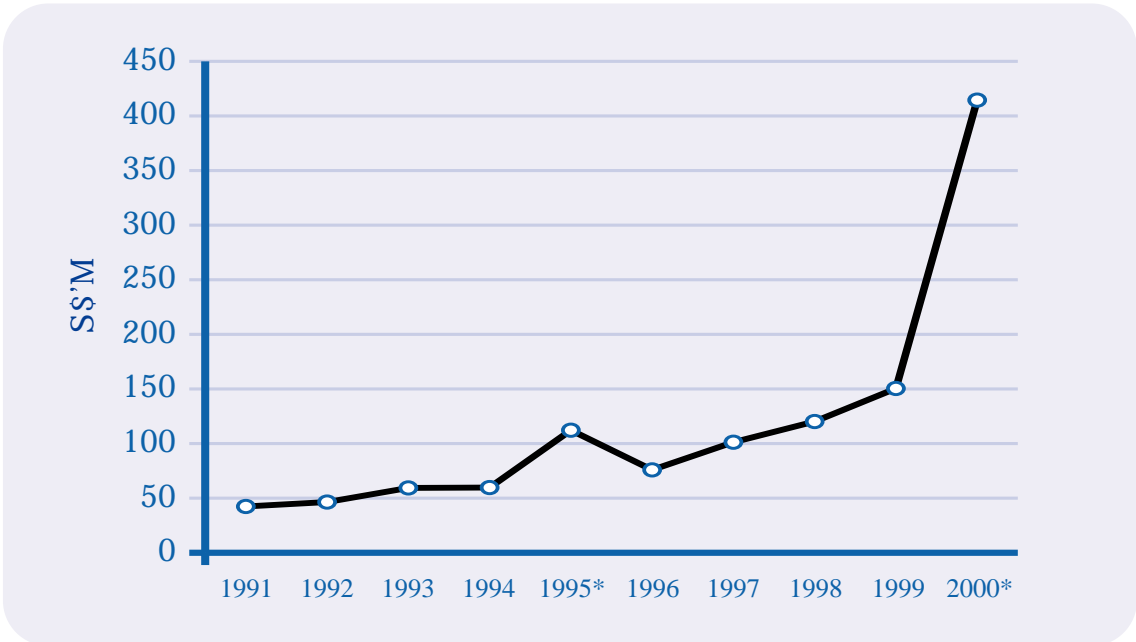
* Others include: Premises cost,
Advertising & Promotions,
Maintenance and Interest expenses.

Gross Dividend per Share



* Included a special dividend of 20 cents in FY1995 and 80 cents in FY2000.

Net Dividend Payout



* Included a special dividend of 20 cents in FY1995 and 80 cents in FY2000.

Value Added Statement

	2000	1999
	S\$'000	S\$'000
Sale of goods and services	1,052,747	844,798
Purchase of materials and services	(287,110)	(244,301)
Value added from operations	765,637	600,497
Non-production income and expenses:-		
Income from investments	85,797	73,697
Extraordinary items	21,875	15,180
Share of profit of associates	13,887	4,623
Provision for doubtful trade debts	(5,239)	(3,365)
Bad trade debts recovered	179	288
Foreign exchange differences	165	78
(Loss)/profit on disposal of fixed assets	(4,293)	28
Total value added	878,008	691,026
Distribution:-		
Employees' wages, provident fund contributions and other benefits	260,804	201,796
Corporate and other taxes	119,600	97,130
Interest paid	21,919	15,193
Directors' fees	373	178
Net dividends to shareholders	414,493	150,454
Total distributed	817,189	464,751
Retained in the business:-		
Depreciation	56,044	35,169
Minority interests	(134)	53
Retained earnings	4,909	191,053
	878,008	691,026
Productivity ratios:-		
	S\$	S\$
Value added per employee	215,977	184,258
Value added per \$ employment costs	2.94	2.98
Value added per \$ investment in fixed assets (before depreciation)	1.11	0.86
Value added per \$ turnover	0.73	0.71

Group Half-Yearly Results

	2000			1999		
	1st Half	2nd Half	Full Year	1st Half	2nd Half	Full Year
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Turnover	493,031	559,716	1,052,747	402,216	442,582	844,798
Trading profit	220,062	195,787	415,849	161,042	182,316	343,358
Profit before taxation	265,919	249,614	515,533	180,266	241,412	421,678
Profit before extraordinary items	201,589	195,938	397,527	139,702	186,625	326,327
Profit attributable to shareholders	223,464	195,938	419,402	154,842	186,665	341,507
Earnings per S\$1 share * (S\$)						
- basic	0.55	0.52	1.07	0.37	0.50	0.87
- diluted	0.54	0.53	1.07	0.37	0.50	0.87

* Based on profit before extraordinary items.

DIRECTORS' REPORT

for the Year ended August 31, 2000

The Directors have pleasure in presenting their report together with the audited accounts of the Group and of the Company for the year ended August 31, 2000.

Directors

1. The Directors in office at the date of this report are:-

Lim Kim San

Cheong Choong Kong

Michael Fam Yue Onn

Lee Hee Seng

Tang I-Fang

Tjong Yik Min

Wee Cho Yaw

Principal Activities

2. The principal activities of the Group consist of:-

- (a) publishing, printing and distributing newspapers,
- (b) publishing and distributing magazines,
- (c) providing multimedia and telecommunications services,
- (d) holding investments, and
- (e) holding and managing properties.

During the financial year, the Group undertook activities to expand its business in the provision of portal sites and other related services. In addition, the Group also initiated start-up activities for the provision of broadcasting and broadband services.

The principal activities of the Company consist of:-

- (a) publishing, printing and distributing newspapers,
- (b) distributing magazines,
- (c) providing multimedia services,
- (d) holding shares in subsidiaries,
- (e) holding investments, and
- (f) providing management services to subsidiaries.

During the financial year, the Company transferred the business of its Multimedia division to its subsidiary, SPH AsiaOne Ltd, under a Business Transfer Agreement dated November 25, 1999. The business transferred included activities and operations associated with the AsiaOne website.

Acquisition and Disposal of Subsidiaries

3. (a) The Group incorporated the following subsidiary during the financial year:-

	Share capital issued on incorporation, at par for cash S\$	Effective equity acquired by the Group %
Zaobao.com Ltd	2	100*

* This interest was subsequently reduced.

(b) The Group acquired the following subsidiaries during the financial year:-

	Consideration S\$	Net tangible assets at date of acquisition S\$	Effective equity acquired by the Group %
SPH AsiaOne Ltd	2	2	100*
SPH MediaWorks Ltd	2	2	100*
Morningvista Investments Limited	3	3	100

* These interests were subsequently reduced.

(c) There was no disposal of subsidiaries during the financial year.

Results

4.

	GROUP S\$'000	COMPANY S\$'000
Profit after taxation	397,393	335,213
Minority interests	134	-
Profit before extraordinary items	397,527	335,213
Extraordinary items	21,875	-
Profit attributable to shareholders	419,402	335,213
Retained profit brought forward	1,642,760	1,492,769
Goodwill on consolidation	(95,806)	-
Profit available for appropriation	1,966,356	1,827,982

Reserves and Provisions

5. Material movements in reserves and provisions are disclosed in the notes to the accounts.

Share Capital and Debentures

6. (a) During the financial year, in addition to the shares issued upon incorporation of a subsidiary set out in paragraph 3(a), the following shares were issued:-

Class of Shares	Shares Issued	Purpose
The Company		
Management	16,568 shares of S\$1 each for cash, at market prices prevailing on allotment dates.	Issue of shares in accordance with the Newspaper and Printing Presses Act.
Ordinary	1,640,078 shares of S\$1 each for cash, at exercise prices.	Issue of shares under the Singapore Press Holdings Group Executives' Share Option Scheme.
Subsidiaries		
SPH AsiaOne Ltd	9,999,998 ordinary shares of S\$1 each at par for cash.	To provide working capital.
	Sub-division of 10,000,000 ordinary shares of S\$1 each into 100,000,000 ordinary shares of S\$0.10 each.	
	400,000,000 ordinary shares of S\$0.10 each at par for cash.	To provide additional working capital.
	Sub-division of 500,000,000 ordinary shares of S\$0.10 each into 1,000,000,000 ordinary shares of S\$0.05 each.	
SPH MediaWorks Ltd	148,000,000 ordinary shares of S\$0.05 each for cash, at offer price of S\$0.60 per share.	Initial public offer of shares to finance the expansion of existing businesses and to provide additional working capital.
	Sub-division of 2 ordinary shares of S\$1 each into 20 ordinary shares of S\$0.10 each.	
Asia Century Publishing Pte Ltd	499,999,980 ordinary shares of S\$0.10 each at par for cash.	To provide working capital.
	300,000 ordinary shares of S\$1 each at par for cash.	To provide additional working capital.

- (b) At the Annual General Meeting held on January 7, 2000, shareholders approved the renewal of a mandate to permit the Company to purchase or acquire issued ordinary shares of S\$1.00 each fully paid in the capital of the Company not exceeding in aggregate 10 percent of the issued ordinary share capital of the Company as at January 7, 2000. As at August 31, 2000, no shares were repurchased under this mandate.

Arrangements to enable Directors to acquire Benefits

7. Neither during nor at the end of the financial year was the Company a party to any arrangement whose object was to enable the Directors of the Company to acquire benefits through the acquisition of shares in or debentures of the Company or any other body corporate, except as disclosed under 'Share Options' in paragraphs 18 and 21.

Directors' Interests in Shares

8. The Directors holding office at August 31, 2000 who had interests in shares and options in the Company and its subsidiaries as recorded in the register of Directors' shareholdings were as follows:-

	Shares of S\$1 each (unless otherwise stated)					
	Direct Interests			Deemed Interests		
	Sept 1, 1999	Aug 31, 2000	Sept 21, 2000	Sept 1, 1999	Aug 31, 2000	Sept 21, 2000
The Company						
Management Shares						
Lim Kim San	3	3	3	-	-	-
Cheong Choong Kong	1	1	1	-	-	-
Michael Fam Yue Onn	1	1	1	-	-	-
Lee Hee Seng	1	1	1	-	-	-
Tang I-Fang	1	1	1	-	-	-
Tjong Yik Min	2	2	2	-	-	-
Wee Cho Yaw	1	1	1	-	-	-
Ordinary Shares						
Lim Kim San	589,145	698,338	698,338	-	-	-
Michael Fam Yue Onn	50,000	50,000	50,000	-	-	-
Lee Hee Seng	63,082	63,082	63,082	-	-	-
Tjong Yik Min	27,000	52,000	52,000	-	-	-
Wee Cho Yaw	139,043	139,043	139,043	-	-	-
Options for Ordinary Shares						
Lim Kim San	963,713	1,069,520	1,069,520	-	-	-
Tjong Yik Min	312,259	431,506	431,506	-	-	-

Subsidiaries

SPH AsiaOne Ltd

Ordinary Shares of S\$0.05 each

Lim Kim San	-	300,000	300,000	-	-	-
Michael Fam Yue Onn	-	300,000	300,000	-	-	-
Lee Hee Seng	-	300,000	300,000	-	-	-
Tjong Yik Min	-	100,000	100,000	-	-	-

Dividends

9. (a) (i) The Directors recommend that a special dividend called the Millennium Dividend of 80 cents per share less income tax at 25.5% amounting to approximately S\$220,857,000 be paid.
- (ii) In addition, the Directors recommend that a final dividend of 50 cents per share less income tax at 25.5% amounting to approximately S\$138,036,000 be paid.
- (iii) The amount of special and final dividends payable may be increased in the event that share options set out in paragraph 20 are exercised before the share transfer register is closed for dividend entitlement.
- (b) During the financial year, the following dividends were paid by the Company:-
- (i) A final dividend of 43 cents per share less income tax at 26% which amounted to S\$117,786,000 in respect of the previous financial year as proposed in the Directors' Report of that year; and
- (ii) An interim dividend of 20 cents per share less income tax at 25.5% which amounted to S\$55,201,000 in respect of the financial year under review.

Bad and Doubtful Debts

10. (a) Before the accounts of the Company were made out, the Directors took reasonable steps to ascertain the action taken in relation to the writing off of bad debts and providing for doubtful debts and have satisfied themselves that all known bad debts have been written off and that adequate provision has been made for doubtful debts.
- (b) At the date of this report, the Directors are not aware of any circumstances which would render the amounts written off for bad debts or provided for doubtful debts in the accounts of the Group inadequate to any substantial extent.

Current Assets

11. (a) Before the accounts of the Company were made out, the Directors took reasonable steps to ascertain that any current assets which were unlikely to realise their book values in the ordinary course of business have been written down to their estimated realisable values, or that adequate provision has been made for the diminution in values of such current assets.
- (b) At the date of this report, the Directors are not aware of any circumstances which would render the values attributed to current assets in the accounts of the Group misleading.

Charge on Assets and Contingent Liabilities

12. At the date of this report, there does not exist any:-
- (a) charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liability of any other person, and
- (b) contingent liability of the Group or of the Company which has arisen since the end of the financial year, except as disclosed in Note 29 to the accounts.

Ability to meet Obligations

13. No contingent or other liability of any company in the Group or of the Company has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may substantially affect the ability of the Group or of the Company to meet their obligations as and when they fall due.

Other Statutory Information

14. As at the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in their report or the accounts of the Group and of the Company which would render any amount stated in the accounts misleading.
15. In the opinion of the Directors, the results of the operations of the Group and of the Company for the financial year ended August 31, 2000 have not been substantially affected by any item, transaction or event of a material and unusual nature other than the extraordinary items set out in Note 25 to the accounts and the change in accounting policy described in Note 2(d) to the accounts.
16. In the opinion of the Directors, no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which would affect substantially the results of the operations of the Group and of the Company for the current financial year.

Directors' Benefits

17. Since the end of the previous financial year, no Director has received or become entitled to receive a benefit under a contract which is required to be disclosed by Section 201(8) of the Companies Act.

Share Options

Singapore Press Holdings Group Executives' Share Option Scheme ("1990 Scheme")

18. (a) The 1990 Scheme was approved by shareholders on December 28, 1990 and modified pursuant to ordinary resolutions passed by shareholders at Extraordinary General Meetings held on January 7, 1995, January 6, 1996 and July 16, 1999 respectively.
 - (b) (i) Details of options granted previously have been disclosed in the Directors' Reports for the respective years.
 - (ii) The persons to whom the options have been granted do not have the right to participate, by virtue of the options, in any share issue of any other company.
 - (c) No options were granted during the financial year under the 1990 Scheme.
 - (d) The aggregate number of options granted since the commencement of the 1990 Scheme on December 28, 1990 to August 31, 1999 was 14,347,975.
19. No shares of the Company have been issued during the financial year by virtue of the exercise of options to take up unissued shares, except as disclosed in paragraph 6(a).

20. At the end of the financial year, unissued ordinary shares of the Company under option pursuant to the 1990 Scheme were as follows:-

Date of Grant	Exercise Period	Exercise Price (a)	Balance 1.9.99	Options Exercised	Options Cancelled	Balance 31.8.00
Dec 22, 1994	Dec 23, 1996 to Dec 22, 1999	S\$11.46	227,057	(227,057)	-	-
May 17, 1995	May 18, 1997 to May 17, 2000	S\$11.02	20,216	(20,216)	-	-
Dec 18, 1995	Dec 19, 1997 to Dec 18, 2000	S\$10.66	547,050	(268,031)	-	279,019
Nov 20, 1996	Nov 21, 1998 to Nov 20, 2001	S\$10.48	1,008,002	(419,205)	-	588,797
Nov 19, 1997	Nov 20, 1999 to Nov 19, 2002	S\$13.01	1,977,098	(705,569)	-	1,271,529
Nov 17, 1998	Nov 18, 2000 to Nov 17, 2003	S\$14.76	2,055,767	-	(74,313)	1,981,454
			5,835,190	(1,640,078)	(74,313)	4,120,799

- (a) Exercise prices were adjusted as a result of bonus shares issued during the financial years 1993, 1995 and 1998, and the capital reduction exercise during the financial year 1999.

Singapore Press Holdings Group (1999) Share Option Scheme ("1999 Scheme")

21. (a) The 1999 Scheme was approved by shareholders at an Extraordinary General Meeting held on July 16, 1999 to replace the 1990 Scheme. Details of the 1999 Scheme were disclosed in the Directors' Report for the previous financial year.
- (b) No options were granted in the previous financial year under the 1999 Scheme.
- (c) During the financial year, options were granted for a total of 3,088,700 ordinary shares of S\$1 each, details of which are as follows:
- (i) Categories of persons to whom options were granted:-

Category	No. of Persons	Total No. of Ordinary Shares of S\$1 each under Options granted
Executive Directors	2	375,000
Employees	1,587	2,703,800
Associates	2	9,900
		3,088,700

21. (c) (ii) The exercise period of these options is disclosed in paragraph 23 below, provided that they have not been subsequently cancelled.
- (iii) The persons to whom the options have been granted do not have the right to participate, by virtue of the options, in any share issue of any other company.
- (d) The aggregate number of options granted since the commencement of the 1999 Scheme on July 16, 1999 to August 31, 2000 was 3,088,700.

22. No shares of the Company have been issued during the financial year by virtue of the exercise of options to take up unissued shares.

23. At the end of the financial year, unissued ordinary shares of the Company under option pursuant to the 1999 Scheme were as follows:-

Date of Grant	Exercise Period	Exercise Price	Options Granted	Options Exercised	Options Cancelled	Balance 31.8.00
Oct 27, 1999	Oct 28, 2001 to Oct 27, 2009	S\$28.42	3,088,700	-	(123,400)	2,965,300

SPH AsiaOne Ltd Pre-IPO Share Option Scheme (“AsiaOne Pre-IPO Scheme”)

24. (a) The AsiaOne Pre-IPO Scheme was approved on March 1, 2000. Under the AsiaOne Pre-IPO Scheme, options may be granted to directors and full-time employees of SPH AsiaOne Ltd and/or its subsidiary to subscribe for ordinary shares in SPH AsiaOne Ltd. The aggregate number of ordinary shares to be issued pursuant to the AsiaOne Pre-IPO Scheme shall not exceed 10 percent or such other percentage of the total issued ordinary share capital of SPH AsiaOne Ltd as may be allowed by the Singapore Exchange Securities Trading Limited (“SGX-ST”) from time to time.
- (b) During the financial year, options were granted for a total of 75,520,000 ordinary shares of S\$0.05 each, details of which are as follows:-
- (i) Categories of persons to whom options were granted:-

Category	No. of Persons	Total No. of Ordinary Shares of S\$0.05 each under Options granted
Non-executive directors	4	2,000,000
Executive directors	2	15,000,000
Employees	152	58,520,000
	158	75,520,000

- (ii) The exercise period of these options is disclosed in paragraph 26 below, provided that they have not been subsequently cancelled.
- (iii) The persons to whom the options have been granted do not have the right to participate, by virtue of the options, in any share issue of any other company.

25. No shares of SPH AsiaOne Ltd have been issued during the financial year by virtue of the exercise of options to take up unissued shares.
26. At the end of the financial year, unissued ordinary shares of SPH AsiaOne Ltd under option pursuant to the AsiaOne Pre-IPO Scheme were as follows:-

Date of Grant	Exercise Period	Exercise Price	Options Granted	Options Exercised	Options Cancelled	Balance 31.8.00
Apr 6, 2000	Dec 5, 2000 to June 4, 2005	S\$0.30	63,870,000	-	(3,800,000)	60,070,000
May 8, 2000	Dec 5, 2000 to June 4, 2005	S\$0.30	8,900,000	-	(400,000)	8,500,000
June 2, 2000	Dec 5, 2000 to June 4, 2005	S\$0.60	2,750,000	-	-	2,750,000
			75,520,000	-	(4,200,000)	71,320,000

SPH AsiaOne Ltd Post-IPO Share Option Scheme ("AsiaOne Post-IPO Scheme")

27. The AsiaOne Post-IPO Scheme was approved on May 8, 2000. Under the AsiaOne Post-IPO Scheme, options may be granted to directors and selected employees of SPH AsiaOne Ltd and its subsidiaries and the SPH Group and other selected participants, to subscribe for ordinary shares in SPH AsiaOne Ltd. The aggregate number of ordinary shares to be issued pursuant to the AsiaOne Post-IPO Scheme shall not exceed 15 percent or such other percentage of the total issued ordinary share capital of SPH AsiaOne Ltd as may be allowed by the SGX-ST from time to time.

The exercise period for options granted under the AsiaOne Post-IPO Scheme to employees of SPH AsiaOne Ltd, its subsidiaries or the SPH Group and other selected participants, commences after the first anniversary of the date the option is granted and expires on the tenth anniversary of such date. In the case of an option granted to persons who are not employees of these companies, the exercise period commences after the first anniversary of the date the option is granted and expires on the fifth anniversary of such date.

Under the AsiaOne Post-IPO Scheme, the exercise price to be paid for each ordinary share on exercise of an option shall be the prevailing market price of SPH AsiaOne Ltd's ordinary shares based on the average of the last dealt price per ordinary share as indicated in the daily official list or any other publication published by the SGX-ST for the five consecutive trading days immediately preceding the date of grant of that option. SPH AsiaOne Ltd is not allowed to grant options under this Scheme whose exercise prices are at a discount to the prevailing market price of its ordinary shares.

28. No options were granted during the financial year under the AsiaOne Post-IPO Scheme.

Other Subsidiaries

29. No option to take up unissued shares of subsidiaries other than SPH AsiaOne Ltd has been granted during the financial year.
30. No shares of subsidiaries have been issued during the financial year by virtue of the exercise of options to take up unissued shares.
31. At the end of the financial year, other than SPH AsiaOne Ltd, there were no unissued shares of subsidiaries under option.

Audit Committee

32. The Audit Committee carried out its functions in accordance with Section 201B(5) of the Companies Act, including a review of the financial statements of the Group and of the Company for the financial year and the auditors' report thereon.

Auditors

33. The auditors, PricewaterhouseCoopers, have expressed their willingness to accept re-appointment.

On behalf of the Directors



Lim Kim San
Executive Chairman



Michael Fam Yue Onn
Director

Singapore,
October 6, 2000


STATEMENT BY DIRECTORS

In the opinion of the Directors,

- (a) the accompanying accounts for the year ended August 31, 2000 are drawn up so as to exhibit a true and fair view of:-
 - (i) the results of the business of the Group and of the Company and the cash flows of the Group; and
 - (ii) the state of affairs of the Group and of the Company.

- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

On behalf of the Directors



Lim Kim San
Executive Chairman



Michael Fam Yue Onn
Director

Singapore,
October 6, 2000

AUDITORS' REPORT

to the Members of Singapore Press Holdings Limited

We have audited the financial statements of Singapore Press Holdings Limited and the consolidated financial statements of the Group for the financial year ended August 31, 2000 set out on pages 40 to 72. These financial statements are the responsibility of the Company's directors. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Singapore Standards on Auditing. Those Standards require that we plan and perform our audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the directors, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

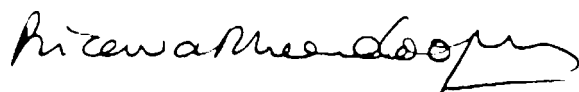
In our opinion,

- (a) the accompanying financial statements of the Company and consolidated financial statements of the Group are properly drawn up in accordance with the provisions of the Singapore Companies Act ("Act") and Singapore Statements of Accounting Standard and so as to give a true and fair view of:-
 - (i) the state of affairs of the Company and of the Group as at August 31, 2000, the results of the Company and of the Group and the cash flows of the Group for the financial year ended on that date; and
 - (ii) the other matters required by Section 201 of the Act to be dealt with in the financial statements of the Company and the consolidated financial statements of the Group; and
- (b) the accounting and other records, and the registers required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

We have considered the financial statements and auditors' reports of the subsidiaries of which we have not acted as auditors, being financial statements included in the consolidated financial statements. The names of the subsidiaries are stated in Note 31 to the financial statements.

We are satisfied that the financial statements of the subsidiaries that have been consolidated with the financial statements of the Company are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements and we have received satisfactory information and explanations as required by us for those purposes.

The auditors' reports on the financial statements of the subsidiaries were not subject to any qualification and in respect of subsidiaries incorporated in Singapore did not include any comment made under Section 207(3) of the Act.



PricewaterhouseCoopers
Certified Public Accountants
Partner - Ms Tay Heem Juay

Singapore,
October 6, 2000

AUDITED ACCOUNTS

Balance Sheets

as at August 31, 2000

	Note	GROUP		COMPANY	
		2000	1999	2000	1999
		S\$'000	S\$'000	S\$'000	S\$'000
CAPITAL EMPLOYED					
Share capital	3	370,567	368,910	370,567	368,910
Share premium	4	77,523	59,380	77,523	59,380
Capital reserve	5	69,754	1,915	-	-
Retained profit		1,551,863	1,642,760	1,413,489	1,492,769
		<u>2,069,707</u>	<u>2,072,965</u>	<u>1,861,579</u>	<u>1,921,059</u>
Exchange translation difference	6	(14,474)	(4,681)	-	-
Shareholders' interests		<u>2,055,233</u>	<u>2,068,284</u>	<u>1,861,579</u>	<u>1,921,059</u>
Minority interests		20,842	3,580	-	-
		<u>2,076,075</u>	<u>2,071,864</u>	<u>1,861,579</u>	<u>1,921,059</u>
Non-current liabilities					
Deferred taxation	7a	52,900	65,033	39,934	51,885
Other non-current liabilities	8	568,587	582,943	-	-
		<u>2,697,562</u>	<u>2,719,840</u>	<u>1,901,513</u>	<u>1,972,944</u>
EMPLOYMENT OF CAPITAL					
Fixed assets	9	460,507	465,650	253,513	264,549
Investment property	10	863,156	850,125	-	-
Interests in subsidiaries	11	-	-	1,495,613	1,384,765
Interests in associates	12	205,586	177,731	149,549	50,200
Long-term investments	13	348,706	376,364	575	575
Other non-current assets	14	6,163	8,184	5,839	5,493
Current assets					
Stocks	15	45,118	30,915	45,019	30,856
Trade debtors	16	138,004	103,868	133,455	101,641
Other debtors and prepayments	17	22,173	20,441	4,487	4,283
Short-term investments	18	638,603	306,253	50,382	48,824
Cash on deposit		669,646	809,177	426,179	449,427
Cash and bank balances		32,306	31,198	26,219	19,522
		<u>1,545,850</u>	<u>1,301,852</u>	<u>685,741</u>	<u>654,553</u>
Current liabilities					
Trade creditors		66,254	55,336	49,420	44,215
Other creditors and accrued liabilities	19	164,461	170,821	153,048	121,939
Current taxation	7b	142,798	116,522	127,956	103,650
Proposed dividends (net)		358,893	117,387	358,893	117,387
		<u>732,406</u>	<u>460,066</u>	<u>689,317</u>	<u>387,191</u>
Net current assets/(liabilities)		<u>813,444</u>	<u>841,786</u>	<u>(3,576)</u>	<u>267,362</u>
		<u>2,697,562</u>	<u>2,719,840</u>	<u>1,901,513</u>	<u>1,972,944</u>

The accompanying notes form part of these accounts.

Profit and Loss Accounts

for the Year ended August 31, 2000

	Note	GROUP		COMPANY	
		2000	1999	2000	1999
		S\$'000	S\$'000	S\$'000	S\$'000
Turnover	21	1,052,747	844,798	995,324	795,942
Trading profit	22	415,849	343,358	415,149	337,089
Share of profit of associates		13,887	4,623	-	-
Provision for diminution in value of an associate		-	-	-	(232)
		429,736	347,981	415,149	336,857
Net income from investments	23	85,797	73,697	14,113	15,885
Dividends from unquoted subsidiaries, gross		-	-	20,000	20,000
Profit before taxation		515,533	421,678	449,262	372,742
Taxation	24	(118,140)	(95,298)	(114,049)	(85,816)
Profit after taxation		397,393	326,380	335,213	286,926
Minority interests		134	(53)	-	-
Profit before extraordinary items		397,527	326,327	335,213	286,926
Extraordinary items	25	21,875	15,180	-	-
Profit attributable to shareholders		419,402	341,507	335,213	286,926
Retained profit brought forward		1,642,760	1,736,522	1,492,769	1,641,112
		2,062,162	2,078,029	1,827,982	1,928,038
Goodwill on consolidation	26	(95,806)	-	-	-
Capital reduction		-	(284,815)	-	(284,815)
Profit available for appropriation		1,966,356	1,793,214	1,827,982	1,643,223
Dividends	27	(414,493)	(150,454)	(414,493)	(150,454)
Retained profit carried forward		1,551,863	1,642,760	1,413,489	1,492,769
Earnings per S\$1 share (S\$)	28				
Before extraordinary items					
- basic		1.07	0.87		
- diluted		1.07	0.87		
After extraordinary items					
- basic		1.13	0.91		
- diluted		1.13	0.91		

The accompanying notes form part of these accounts.

Consolidated Cash Flow Statement

for the Year ended August 31, 2000

	GROUP	
	2000	1999
	S\$'000	S\$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	515,533	421,678
Adjustments for:-		
Depreciation	56,044	35,169
Interest on loans and bonds	21,919	15,193
Loss/(Profit) on disposal of fixed assets	4,293	(28)
Foreign exchange difference	30	(137)
Share of profit of associates	(13,887)	(4,623)
Investment income	(85,797)	(73,697)
Operating cash flow before working capital changes	498,135	393,555
Changes in working capital:-		
Stocks	(14,203)	4,817
Debtors	(35,868)	7,673
Creditors	4,558	60,232
	452,622	466,277
Income tax paid	(103,997)	(86,631)
Dividends paid	(172,987)	(117,071)
	175,638	262,575
Decrease in non-current assets	2,021	2,406
Net cash from operating activities	177,659	264,981

The accompanying notes form part of these accounts.

Consolidated Cash Flow Statement

for the Year ended August 31, 2000

	GROUP	
	2000	1999
	S\$'000	S\$'000
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of short-term investments	(345,516)	(378,114)
Additions to investment property	(12,132)	(72,231)
Purchase of fixed assets	(62,817)	(81,969)
Purchase of long-term investments	(36,377)	(21,596)
Loans to associates	(750)	(23,489)
Amounts owing by associates	60	752
Acquisition of shares in associates	(109,324)	(12,232)
Acquisition of additional interests in subsidiaries	(500)	(1,210)
Disposal of partial interest in a subsidiary	500	-
Proceeds on disposal of short-term investments	93,779	680,724
Proceeds on disposal of long-term investments	90,431	176,482
Proceeds on disposal of fixed assets including residential properties	28,181	248
Net (increase)/decrease in funds under management	(89,005)	12,119
Investment income	85,797	73,697
Proceeds on completion of liquidation of a subsidiary	435	-
Proceeds on disposal of an associate	-	472
Net proceeds on disposal of a subsidiary [Note (a)]	-	11,948
Cash outflow on liquidation of a subsidiary [Note (b)]	-	(1,076)
	<u>(357,238)</u>	<u>364,525</u>
Add: Items not involving movement of funds		
Provision/(Write-back of provision) for diminution in value of investments	16,550	(1,707)
Profit on sale of investments	(41,614)	(12,591)
Accretion of discount on bonds	(2,974)	(3,653)
Amortisation of premium on bonds	1,093	1,607
Net cash (used in)/from investing activities	<u>(384,183)</u>	<u>348,181</u>

The accompanying notes form part of these accounts.

Consolidated Cash Flow Statement

for the Year ended August 31, 2000

	GROUP	
	2000	1999
	S\$'000	S\$'000
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds received from third parties on issue of shares by a subsidiary	85,295	-
Proceeds on issue of shares by Company	19,800	40,178
Additional capital received from minority shareholder of subsidiary	180	21
Interest on loans and bonds	(22,818)	(21,410)
Repayment of loan from minority shareholder of subsidiary	(14,356)	(14,861)
Capital reduction	-	(496,392)
Increase in bank loans	-	60,000
Net cash from/(used in) financing activities	68,101	(432,464)
Net (decrease)/increase in cash and cash equivalents	(138,423)	180,698
Cash and cash equivalents at beginning of year	840,375	659,677
Cash and cash equivalents at end of year [Note (c)]	701,952	840,375

The accompanying notes form part of these accounts.

Consolidated Cash Flow Statement

for the Year ended August 31, 2000

	GROUP	
	2000	1999
	S\$'000	S\$'000
NOTES TO THE CASH FLOW STATEMENT		
(a) Disposal of Subsidiary		
Fixed assets	-	6,778
Long-term investment	-	225
Other non-current asset	-	150
Current assets (including cash)	-	9,203
Current liabilities	-	(4,198)
Long-term loan	-	(10,000)
Minority interest	-	(971)
	-	1,187
Surplus on disposal	-	15,246
Proceeds on disposal	-	16,433
Less: Cash included in subsidiary disposed	-	(4,485)
Net proceeds on disposal of subsidiary	-	11,948
(b) Liquidation of Subsidiary		
Fixed assets	-	155
Non-current asset	-	81
Current assets (including cash)	-	1,753
Current liabilities	-	(17)
Shareholders' loan	-	(18)
Foreign exchange difference	-	(377)
Minority interest	-	(831)
	-	746
Provision for loss on liquidation	-	(746)
	-	0
Less: Cash included in subsidiary placed under liquidation	-	(1,076)
Cash outflow on liquidation of subsidiary	-	(1,076)
(c) Cash and Cash Equivalents at the end of the year comprised:		
Cash on deposit	669,646	809,177
Cash and bank balances	32,306	31,198
	701,952	840,375

The accompanying notes form part of these accounts.

Notes to the Accounts

August 31, 2000

These notes form an integral part of and should be read in conjunction with the accounts.

1. General

The Company is incorporated in Singapore. The accounts of the Company and the consolidated accounts of the Group are expressed in Singapore dollars.

The principal activities of the Group consist of:-

- (a) publishing, printing and distributing newspapers,
- (b) publishing and distributing magazines,
- (c) providing multimedia and telecommunications services,
- (d) holding investments, and
- (e) holding and managing properties.

During the financial year, the Group undertook activities to expand its business in the provision of portal sites and other related services. In addition, the Group also initiated start-up activities for the provision of broadcasting and broadband services.

The principal activities of the Company consist of:-

- (a) publishing, printing and distributing newspapers,
- (b) distributing magazines,
- (c) providing multimedia services,
- (d) holding shares in subsidiaries,
- (e) holding investments, and
- (f) providing management services to subsidiaries.

During the financial year, the Company transferred the business of its Multimedia division to its subsidiary, SPH AsiaOne Ltd, under a Business Transfer Agreement dated November 25, 1999. The business transferred included activities and operations associated with the AsiaOne website.

2. Significant Accounting Policies

(a) Basis of Accounting

The accounts are prepared in accordance with the historical cost convention.

(b) Basis of Consolidation

The consolidated accounts include the accounts of the Company and its subsidiaries made up to the end of the financial year. The results of subsidiaries acquired or disposed of during the year are included in or excluded from the consolidated profit and loss account from the date of their acquisition or disposal. Inter-company balances and transactions are eliminated on consolidation and the consolidated accounts reflect external transactions only.

(c) Exchange Translation Difference

On consolidation of foreign entities, the assets and liabilities are converted into Singapore dollars at the rates of exchange closely approximating to those ruling at the balance sheet date and the profit and loss accounts are converted into Singapore dollars at the average rates of exchange ruling during the year. Exchange translation difference is reported as a separate component of shareholders' interests.

Exchange differences arising on monetary items that, in substance, form part of the Group's or the Company's net investment in foreign entities are taken to the exchange translation difference account until the disposal of the net investments, at which time they will be recognised as income or expenses in the profit and loss accounts.

(d) Goodwill on Consolidation

Goodwill on consolidation, which represents the difference between the cost of acquisition of a subsidiary or an associate over the fair value of net identifiable assets acquired, is written off against reserves in the year of acquisition.

Prior to September 1, 1999, the Group adopted a policy whereby goodwill arising on acquisition was amortised on a straight-line basis through the consolidated profit and loss account over its useful life. The Group is of the opinion that the change will result in a more appropriate presentation of events or transactions in the financial statements.

No prior year adjustment has been made as there would be no material effect on the Group's profit for the previous year and no effect on the Group's net assets as at August 31, 1999 had the new accounting policy been adopted for accounting periods prior to September 1, 1999.

The effect of the new accounting policy on the Group's profit for the year ended August 31, 2000 is to increase the Group's profit after taxation for that year by the amount of goodwill that would have been amortised through the consolidated profit and loss account during that year, which is estimated at S\$95.8 million.

(e) Deferred Taxation

Provision is made under the liability method on significant timing differences between the accounting and taxation treatment of relevant items at the current rate of tax. In accounting for timing differences, deferred tax debits are not recognised unless there is a reasonable expectation of their realisation.

(f) Fixed Assets and Depreciation

(i) Fixed assets are stated at cost less accumulated depreciation.

(ii) Depreciation is calculated to write off the cost on a straight-line basis over the expected useful lives of the assets. The estimated useful lives for this purpose are:-

Freehold buildings	30 years
Leasehold land and buildings	30 years or life of lease if less than 30 years
Plant and equipment	3-20 years
Furniture and fittings	7-10 years
Motor vehicles	3-5 years

- (iii) No depreciation is charged on freehold land and land held on 999-year lease or in respect of major capital work-in-progress until commissioned.
- (iv) It is not the Group's policy to revalue fixed assets at regular intervals.
- (v) The carrying amount of fixed assets is written down when the recoverable amount of fixed assets has decreased below the carrying amount. The recoverable amount is the amount expected to be recovered from the future use of an asset, including its residual value on disposal.

(g) Subsidiaries

Interests in subsidiaries are included in the accounts at cost and provision is made for diminution in value which is other than temporary.

(h) Associates

These are companies (not being subsidiaries) in which the Group has a substantial interest of not less than 20% of the equity and/or in whose financial and operating policy decisions the Group exercises significant influence.

The Group's share of the results of associates is included in the consolidated profit and loss account. The Group's share of the post-acquisition retained profits and reserves or accumulated losses of associates is added to or deducted from the cost of these investments in the consolidated balance sheet.

In the Company's balance sheet, investments in associates are stated at cost and provision is made for diminution in value which is other than temporary.

(i) Investments

Long-term investments in equity are stated at cost. Long-term investments in bonds are stated at cost, adjusted for amortisation of premium and accretion of discount. Where cost of these investments exceeds market value, provision is made for diminution in value which is other than temporary on an individual basis.

Short-term investments are stated at the lower of cost and market value on an individual basis.

Dividend income from investments other than subsidiaries is recognised on a cash basis and interest income on an accrual basis.

Dividend income from subsidiaries is recognised in the accounting period in which it is proposed.

Profit or loss on sale of investments is recognised on completion of sale.

(j) Investment Properties

Investment properties are held for the primary purpose of producing rental income and are not held for resale in the ordinary course of business.

Investment properties are stated at cost and provision is made for diminution in value which is other than temporary.

Cost of investment properties includes capitalisation of interest incurred on borrowings for the purchase, renovation and extension of the investment properties while these activities are in progress. For this purpose, the interest rates applied to funds provided for the development are based on the actual interest rates payable on the borrowings for such development.

(k) Stocks

Stocks are stated at cost and provision is made for obsolete, slow-moving and defective stocks.

Cost of raw materials and consumable stores includes transport and handling costs, and any other directly attributable costs.

Cost is determined on an actual basis or a weighted average basis.

(l) Debtors

Bad debts are written off and specific provision is made for those debts considered to be doubtful. In addition, a general provision is made on the balance of trade debtors to cover any unexpected losses which have not been specifically identified.

(m) Foreign Currencies

Monetary assets and liabilities expressed in foreign currencies are converted to Singapore dollars at the rates of exchange closely approximating to those ruling at the balance sheet date. Transactions during the year are converted to Singapore dollars at rates of exchange ruling on the transaction dates. Differences in exchange are included in the profit and loss accounts.

(n) Revenue Recognition

Revenue from the sale of the Group's products and services after accounting for trade discounts, returns and goods and services tax is recognised on completion of delivery.

Revenue from rental and rental-related services is recognised on an accrual basis.

The policies relating to the recognition of revenue from investments are set out in Note 2(i) above.

3. Share Capital

	Authorised		Issued and fully paid	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
(a) Management shares of S\$1 each	10,000	10,000	3,706	3,689
Ordinary shares of S\$1 each	990,000	990,000	366,861	365,221
	<u>1,000,000</u>	<u>1,000,000</u>	<u>370,567</u>	<u>368,910</u>

(b) Movements during the financial year were:-

Opening balance		368,910	406,879
Issue of 1,640,078 (1999: 2,691,641) ordinary shares of S\$1 each fully paid under the Singapore Press Holdings Group Executives' Share Option Scheme		1,640	2,692
Issue of 16,568 (1999: 27,188) management shares of S\$1 each fully paid in accordance with the Newspaper and Printing Presses Act		17	27
Cancellation of nil (1999: 40,280,966) ordinary shares of S\$1 each under the capital reduction exercise in October 1998		-	(40,281)
Cancellation of nil (1999: 406,879) management shares of S\$1 each under the capital reduction exercise in October 1998		-	(407)
Closing balance		<u>370,567</u>	<u>368,910</u>

(c) Details of the unissued shares of the Company under option at the end of the financial year are set out in paragraphs 20 and 23 of the Directors' Report.

4. Share Premium

	GROUP AND COMPANY	
	2000	1999
	S\$'000	S\$'000
Opening balance	59,380	192,810
Premium on issue of shares	18,143	37,459
Amount applied under capital reduction exercise	-	(170,889)
	<u>77,523</u>	<u>59,380</u>

5. Capital Reserve

	GROUP	
	2000	1999
	S\$'000	S\$'000
Opening balance	1,915	1,915
Premium on issue of shares by a subsidiary	67,839	-
Closing balance	69,754	1,915
Made up as follows:-		
Distributable	1,375	1,375
Non-distributable	68,379	540
	69,754	1,915

6. Exchange Translation Difference

	GROUP	
	2000	1999
	S\$'000	S\$'000
Opening balance	(4,681)	3,162
Liquidation of a subsidiary	-	(377)
Difference for the year	(9,793)	(7,466)
Closing balance	(14,474)	(4,681)
Arising from translation of:-		
Investments in foreign entities	(14,474)	(4,681)

7. Taxation

(a) Deferred Taxation

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Opening balance	65,033	51,179	51,885	42,662
Transfer (to)/from profit and loss accounts	(12,133)	2,334	(11,951)	(2,297)
Transfer from Current Taxation account	-	11,520	-	11,520
Closing balance	52,900	65,033	39,934	51,885
This represents tax on:-				
Excess of capital allowances over depreciation	70,244	76,025	59,570	65,416
Revaluation surplus	2,292	2,337	-	-
Other timing differences	(19,636)	(13,329)	(19,636)	(13,531)
	52,900	65,033	39,934	51,885

(b) Current Taxation

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Opening balance	116,522	121,709	103,650	104,748
Income tax paid	(103,997)	(86,631)	(101,694)	(77,691)
Provision for the year	130,214	105,854	126,000	100,000
Transfer to Deferred Taxation account	-	(11,520)	-	(11,520)
Under/(over) provision in prior years	59	(1,890)	-	(2,344)
Tax rebate for prior year	-	(11,000)	-	(9,543)
Closing balance	142,798	116,522	127,956	103,650

8. Other Non-Current Liabilities

	GROUP	
	2000	1999
	S\$'000	S\$'000
Transferable term loan with embedded bond call option [Note a(i)]	270,000	270,000
4.6% secured bond due 2002 [Note a(ii)]	150,000	150,000
Floating rate notes due 2002 [Note a(iii)]	87,750	28,750
Standby revolving credit facility due 2002 [Note a(iv)]	12,250	71,250
Loan from minority shareholder of a subsidiary - unsecured [Note (b)]	48,587	62,943
	<u>568,587</u>	<u>582,943</u>

(a) These loans of a subsidiary are secured by way of a legal mortgage on that subsidiary's investment property (Note 10) and by an assignment of rental proceeds under various trust deeds. Details of these loans are set out in paragraphs (i) to (iv) below.

(i) The subsidiary entered into an agreement with a bank, whereby the bank granted the subsidiary a S\$270,000,000 transferable loan facility ("TLF") at a fixed interest rate of 4.6% per annum, maturing and repayable in one lump sum in 2002.

The subsidiary also granted the bank an embedded bond call option up to the value of S\$270,000,000 whereby the subsidiary would, at the request of the bank from time to time until maturity of the TLF, issue secured bonds at 4.6% interest per annum.

(ii) Interest on the bond is payable on an annual basis.

(iii) Interest is payable on a quarterly basis and is determined prior to the commencement of each quarter. The interest rate is either a rate agreed between the subsidiary and the agent bank or the rate per annum equivalent to the Singapore Interbank Offered Rate (SIBOR), if no rate is agreed between the subsidiary and the bank. The applicable interest rates for the year ranged between 2.38% and 3.58% per annum (1999: 2.38% and 6.94% per annum).

(iv) Interest is payable at the end of the term of the advances granted under the facility. The term of an advance can be of one, two, three, six or twelve months' duration as selected by the subsidiary. The interest rate is determined prior to the commencement of each advance. The applicable interest rates for the year ranged between 2.24% and 3.67% per annum (1999: 2.16% and 3.22% per annum).

(b) This is unsecured with interest charged at a rate of 0.1% per annum (1999: Nil). It has no fixed terms of repayment, but repayment is not expected to be made within the next twelve months.

9. Fixed Assets

(a)

	GROUP					Total
	Land and Buildings Freehold	Buildings Leasehold	Plant and Equipment	Furniture and Fittings	Motor Vehicles	
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	
Cost						
Opening balance	72,480	162,196	437,362	21,050	2,693	695,781
Additions	4	222	17,677	1,602	776	20,281
Transfer in from capital work-in-progress	-	-	12,770	393	-	13,163
Disposals	(1,925)	(5,745)	(21,642)	(7,214)	(951)	(37,477)
Closing balance	70,559	156,673	446,167	15,831	2,518	691,748
Accumulated Depreciation						
Opening balance	14,711	40,622	229,515	14,736	2,347	301,931
Charge for the year	625	5,959	46,767	2,437	256	56,044
Disposals	(187)	(409)	(18,133)	(5,881)	(951)	(25,561)
Closing balance	15,149	46,172	258,149	11,292	1,652	332,414
Net book value at						
August 31, 2000	55,410	110,501	188,018	4,539	866	359,334
Capital work-in-progress	215	13,083	87,554	321	-	101,173
Closing balance	55,625	123,584	275,572	4,860	866	460,507
Capital work-in-progress						
Opening balance	-	2,246	69,414	140	-	71,800
Additions	215	10,837	30,910	574	-	42,536
Transfer out	-	-	(12,770)	(393)	-	(13,163)
Closing balance	215	13,083	87,554	321	-	101,173
1999 Comparatives						
Net book value at						
August 31, 1999	57,769	121,574	207,847	6,314	346	393,850
Capital work-in-progress	-	2,246	69,414	140	-	71,800
Closing balance	57,769	123,820	277,261	6,454	346	465,650
Depreciation for 1999	2,140	5,760	25,960	1,154	155	35,169

9. Fixed Assets (cont'd)

(b)

	COMPANY			
	Plant and Equipment	Furniture and Fittings	Motor Vehicles	Total
	S\$'000	S\$'000	S\$'000	S\$'000
Cost				
Opening balance	400,379	17,261	2,442	420,082
Additions	10,081	763	653	11,497
Transfer in from capital work-in-progress	12,579	393	-	12,972
Transfer out	(5,050)	(235)	-	(5,285)
Disposals	(19,156)	(6,602)	(946)	(26,704)
Closing balance	398,833	11,580	2,149	412,562
Accumulated Depreciation				
Opening balance	210,731	12,186	2,170	225,087
Charge for the year	42,860	2,195	214	45,269
Transfer out	(3,583)	(99)	-	(3,682)
Disposals	(15,835)	(5,358)	(946)	(22,139)
Closing balance	234,173	8,924	1,438	244,535
Net book value at				
August 31, 2000	164,660	2,656	711	168,027
Capital work-in-progress	85,165	321	-	85,486
Closing balance	249,825	2,977	711	253,513
Capital work-in-progress				
Opening balance	69,414	140	-	69,554
Additions	28,521	574	-	29,095
Transfer out to fixed assets	(12,579)	(393)	-	(12,972)
Transfer out	(191)	-	-	(191)
Closing balance	85,165	321	-	85,486
1999 Comparatives				
Net book value at				
August 31, 1999	189,648	5,075	272	194,995
Capital work-in-progress	69,414	140	-	69,554
Closing balance	259,062	5,215	272	264,549
Depreciation for 1999				
	23,064	924	93	24,081

10. Investment Property

Details of the investment property are as follows:-

	GROUP	
	Freehold Land and Building 2000	1999
	S\$'000	S\$'000
Cost	721,221	721,221
Development expenditure at cost	123,000	110,868
Loan interest capitalised	18,935	18,036
	<u>863,156</u>	<u>850,125</u>
Interest capitalised during the year	899	6,252
Rental income	25,710	16,330
Fair value	820,000	765,000

Fair value of the investment property, Paragon building at Orchard Road, is stated at directors' valuation based on an independent professional valuation carried out by Jones Lang LaSalle on August 20, 2000 (1999: August 6, 1999) on the basis of open market value for existing use.

11. Interests in Subsidiaries

(a)

	COMPANY	
	2000	1999
	S\$'000	S\$'000
Quoted equities, at cost	50,000	-
Unquoted equities, at cost	381,414	331,914
Amounts owing by subsidiaries (non-trade)	1,260,147	1,224,885
	<u>1,691,561</u>	<u>1,556,799</u>
Amounts owing to subsidiaries (non-trade) [Note 11(b)]	(195,948)	(172,034)
	<u>1,495,613</u>	<u>1,384,765</u>
Market value of quoted equities	380,000	-

Details of subsidiaries are set out in Note 31.

(b) The amounts owing to subsidiaries are unsecured, interest free and without repayment terms. However, repayment is not expected within the next twelve months.

12. Interests in Associates

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Unquoted equities, at cost	212,252	102,928	152,529	53,180
Loans to associates	113,155	112,405	-	-
Amounts owing by associates (non-trade)	151	211	-	-
	<u>325,558</u>	<u>215,544</u>	<u>152,529</u>	<u>53,180</u>
Goodwill on consolidation written off against reserves [Note 26]	(96,046)	-	-	-
Share of losses less profits	(23,926)	(37,813)	-	-
Provision for diminution in value of an associate	-	-	(2,980)	(2,980)
	<u>205,586</u>	<u>177,731</u>	<u>149,549</u>	<u>50,200</u>

Details of associates are set out in Note 32.

13. Long-Term Investments

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Quoted, at cost				
Equities	39,549	70,123	-	-
Bonds	218,434	202,068	-	-
Unquoted, at cost				
Equities	43,766	53,193	-	-
Other investments	61,100	70,384	575	575
	<u>362,849</u>	<u>395,768</u>	<u>575</u>	<u>575</u>
Accretion of discount on bonds	6,775	6,828	-	-
Amortisation of premium on bonds	-	(75)	-	-
Provision for diminution in value of investments				
- Quoted	(12,798)	(14,680)	-	-
- Unquoted	(8,120)	(11,477)	-	-
	<u>348,706</u>	<u>376,364</u>	<u>575</u>	<u>575</u>

13. Long-Term Investments *(cont'd)*

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Movements in provision				
Opening balance	26,157	42,664	-	-
(Write-back)/Provision for the year				
- Quoted	(1,882)	(20,810)	-	-
- Unquoted	20	4,303	-	-
Investments written off	(3,377)	-	-	-
Closing balance	20,918	26,157	-	-
Market value of quoted investments				
Equities	103,562	139,010	-	-
Bonds	225,469	206,762	-	-
	329,031	345,772	-	-

14. Other Non-Current Assets

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Long-term debtors	5,356	7,698	5,194	5,007
Loans to directors of subsidiaries	807	486	645	486
	6,163	8,184	5,839	5,493

15. Stocks

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Raw materials and consumable stores	46,300	31,563	46,201	31,504
Provision for stocks	(1,182)	(648)	(1,182)	(648)
	<u>45,118</u>	<u>30,915</u>	<u>45,019</u>	<u>30,856</u>
Made up as follows:-				
Weighted average	33,923	21,931	33,923	21,931
Actual cost	11,195	8,984	11,096	8,925
	<u>45,118</u>	<u>30,915</u>	<u>45,019</u>	<u>30,856</u>
Movements in provision				
Opening balance	648	616	648	616
Provision for the year	538	32	538	32
Stocks written off	(4)	-	(4)	-
Closing balance	<u>1,182</u>	<u>648</u>	<u>1,182</u>	<u>648</u>

16. Trade Debtors

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Amount owing	152,975	116,234	148,055	113,589
Provision for doubtful debts	(14,971)	(12,366)	(14,600)	(11,948)
	<u>138,004</u>	<u>103,868</u>	<u>133,455</u>	<u>101,641</u>
Movements in provision				
Opening balance	12,366	12,997	11,948	11,611
Provision for the year	5,239	3,365	5,101	2,914
Bad debts written off	(2,634)	(2,790)	(2,449)	(2,577)
Disposal of a subsidiary	-	(1,206)	-	-
Closing balance	<u>14,971</u>	<u>12,366</u>	<u>14,600</u>	<u>11,948</u>

17. Other Debtors and Prepayments

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Accrued interest	14,835	14,980	282	1,506
Sundry debtors	4,860	3,464	3,344	2,108
Prepayments	2,212	1,826	632	498
Loans to directors of subsidiaries	266	171	229	171
	<u>22,173</u>	<u>20,441</u>	<u>4,487</u>	<u>4,283</u>

18. Short-Term Investments

(a) Internally managed

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Quoted				
Equities, at cost	92,485	14,727	-	-
Bonds, at cost	338,068	162,161	-	-
Accretion of discount on bonds	3,999	3,230	-	-
Amortisation of premium on bonds	(494)	(88)	-	-
Unquoted				
Bonds, at cost	141,306	135,229	-	-
Accretion of discount on bonds	138	73	-	-
Amortisation of premium on bonds	(1,051)	(378)	-	-
	<u>574,451</u>	<u>314,954</u>	<u>-</u>	<u>-</u>
Provision for diminution in value of investments				
- Quoted	(41,659)	(35,636)	-	-
- Unquoted	(32,018)	(21,889)	-	-
	<u>500,774</u>	<u>257,429</u>	<u>-</u>	<u>-</u>
Movements in provision				
Opening balance	57,525	42,725	-	-
Provision/(Write-back) for the year				
- Quoted	6,023	19,500	-	-
- Unquoted	12,389	(4,700)	-	-
Investments written off	(2,260)	-	-	-
Closing balance	<u>73,677</u>	<u>57,525</u>	<u>-</u>	<u>-</u>

18. Short-Term Investments (cont'd)

(b) Funds under management

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Quoted investments, at cost				
Equities	20,736	18,204	20,736	18,204
Bonds	121,404	32,733	33,716	32,733
	142,140	50,937	54,452	50,937
Provision for diminution in value of quoted investments	(7,172)	(4,777)	(6,974)	(4,777)
	134,968	46,160	47,478	46,160
Cash on deposit	702	792	702	792
Bank balances	2,728	1,770	1,094	1,770
Accrued interest	659	596	622	596
Due from brokers	518	198	518	198
Due to brokers	(1,746)	(692)	(32)	(692)
	137,829	48,824	50,382	48,824
Movements in provision				
Opening balance	4,777	10,512	4,777	10,512
Provision/(Write-back) for the year	2,395	(5,735)	2,197	(5,735)
Closing balance	7,172	4,777	6,974	4,777
Total Short-Term Investments	638,603	306,253	50,382	48,824
Total market value of quoted investments				
Equities	106,304	35,879	20,982	22,249
Bonds	457,511	187,232	31,316	29,584
	563,815	223,111	52,298	51,833

19. Other Creditors and Accrued Liabilities

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Accrued operating expenses	152,956	105,158	142,813	89,687
Sundry creditors	6,332	6,147	5,338	26,427
Customers' deposits and credits	5,173	5,898	4,897	5,825
Amounts due to brokers	-	53,618	-	-
	164,461	170,821	153,048	121,939

20. Capital and Other Commitments

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Commitments for:-				
(a) Capital expenditure:-				
Authorised and contracted for	154,998	32,545	24,882	14,432
Authorised but not contracted for	205,735	311,400	190,101	194,609
(b) Equity investments	10,000	-	-	-
(c) Operating leases due:-				
Within 1 year	4,849	3,688	-	-
Between 1 - 5 years	11,954	14,170	-	-
After 5 years	53,433	61,760	-	-
(d) Foreign currency forward contracts	294,246	60,915	294,246	41,212

21. Turnover

- (a) In the Group, turnover represents revenue from advertisements, printing, circulation, rental and multimedia services.
- (b) In the Company, turnover represents revenue from advertisements, printing, circulation, multimedia services and management services provided to subsidiaries.
- (c) Turnover comprises the following significant categories:-

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Advertisements	804,346	611,598	791,472	599,039
Circulation	190,611	183,791	183,719	177,325
Rental and rental-related services	37,612	26,202	-	-
Multimedia services	5,480	10,839	1,566	4,101
Others	14,698	12,368	18,567	15,477
	<u>1,052,747</u>	<u>844,798</u>	<u>995,324</u>	<u>795,942</u>

22. Trading Profit

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
(a) Trading profit is arrived at:-				
After charging				
Audit fees:-				
Company's auditors:				
Current year	228	206	125	109
Prior year	-	-	-	15
Other auditors:				
Current year	47	4	-	-
Non-audit fees:-				
Company's auditors	100	120	59	120
Depreciation of fixed assets (Note 9)	56,044	35,169	45,269	24,081
Directors' remuneration:-				
Company's Directors [Note 22 (b)]	2,934	2,515	2,930	2,515
Directors of subsidiaries	842	219	-	-
Loss on disposal of fixed assets	4,687	75	4,608	61
Provision for stocks (Note 15)	538	32	538	32
Provision for doubtful trade debts (Note 16)	5,239	3,365	5,101	2,914
Interest paid:-				
Bank loans	14,957	9,829	-	-
Bonds	6,900	5,364	-	-
Minority shareholder's loan	62	-	-	-
Exchange loss	131	195	110	165
and after crediting				
Bad trade debts recovered	179	288	170	283
Exchange gain	296	273	231	239
Interest income:-				
Associates	-	52	-	-
Others	712	355	169	178
Profit on disposal of fixed assets	394	103	392	82

(b) Directors' Remuneration

Details of Directors' remuneration in compliance with the requirements of the Singapore Exchange Securities Trading Limited, are:-

Remuneration Bands	No. of Directors	
	2000	1999
S\$0 - S\$249,999	5	5
S\$250,000 - S\$499,999	-	-
S\$500,000 and above	2	2
Total	7	7

23. Net Income from Investments

(a)

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Deposit interest	17,211	15,627	12,555	8,004
Interest from:-				
Quoted bonds	23,620	15,982	-	-
Unquoted bonds	10,939	23,789	-	-
Dividends from quoted equities	3,301	4,563	-	-
Foreign exchange gain/(loss)	1,476	(10,489)	-	-
Profit on sale of investments:-				
Short-term investments	9,718	1,290	-	-
Long-term investments	31,896	11,301	-	-
	98,161	62,063	12,555	8,004
Accretion of discount on bonds	2,974	3,653	-	-
Amortisation of premium on bonds	(1,093)	(1,607)	-	-
(Provision)/Write-back of provision for diminution in value of investments:-				
Quoted	(4,141)	1,310	-	-
Unquoted	(12,409)	397	-	-
	83,492	65,816	12,555	8,004
Income from funds under management [Note 23(b)]	2,305	7,881	1,558	7,881
	85,797	73,697	14,113	15,885

(b) Income from funds under management

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
Profit on sale of investments	2,667	745	2,667	745
Interest on deposits and bonds	2,354	1,418	1,266	1,418
Dividends from quoted equities	367	304	367	304
Foreign exchange loss	(301)	(106)	(301)	(106)
Expenses and fees	(387)	(215)	(244)	(215)
	4,700	2,146	3,755	2,146
(Provision)/Write-back of provision for diminution in value of quoted investments	(2,395)	5,735	(2,197)	5,735
	2,305	7,881	1,558	7,881

24. Taxation

	GROUP		COMPANY	
	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000
The taxation charge is made up as follows:-				
Current Year				
Income tax	130,214	105,854	126,000	100,000
Deferred tax	(10,798)	(3,166)	(10,777)	(2,297)
	<u>119,416</u>	<u>102,688</u>	<u>115,223</u>	<u>97,703</u>
Prior Years				
Income tax	59	(1,890)	-	(2,344)
Deferred tax	(1,335)	5,500	(1,174)	-
Tax rebate	-	(11,000)	-	(9,543)
	<u>118,140</u>	<u>95,298</u>	<u>114,049</u>	<u>85,816</u>

The income tax expense on the results of the Group for the year is lower than the amount of income tax determined by applying the Singapore standard rate of income tax to profit before taxation due to certain income not being subjected to tax.

As at August 31, 2000, certain subsidiaries had unutilised tax losses of S\$9.7 million (1999: S\$1.6 million) available for offsetting against future taxable income subject to there being no substantial change in shareholders in accordance with the relevant provisions of the Income Tax Act. These tax losses have yet to be agreed with the Comptroller of Income Tax.

25. Extraordinary Items

	GROUP	
	2000	1999
	S\$'000	S\$'000
Surplus on sale of residential properties held for long-term investment purposes	20,558	-
Surplus on restructuring of a long-term equity investment	882	-
Surplus on completion of liquidation of a subsidiary	435	-
Surplus on disposal of a subsidiary	-	15,246
Surplus on disposal of an associate	-	494
Goodwill on consolidation arising on acquisition of additional interests in subsidiaries	-	186
Provision for loss on liquidation of a subsidiary	-	(746)
	<u>21,875</u>	<u>15,180</u>

26. Goodwill on Consolidation

	GROUP	
	2000	1999
	S\$'000	S\$'000
Goodwill on consolidation arising on acquisition of:-		
Interests in associates [Note 12]	96,046	-
Interest in a subsidiary	(240)	-
	<u>95,806</u>	<u>-</u>

27. Dividends

	GROUP AND COMPANY	
	2000	1999
	S\$'000	S\$'000
Payment of interim dividend of 20 cents per share less tax at 25.5% (1999: 12 cents less tax at 26%)	55,201	32,713
Payment of prior year's final dividend on new shares issued before book closure date	399	354
Proposed special dividend of 80 cents per share less tax at 25.5% (1999: Nil)	220,857	-
Proposed final dividend of 50 cents per share less tax at 25.5% (1999: 43 cents less tax at 26%)	138,036	117,387
	<u>414,493</u>	<u>150,454</u>

28. Earnings per Share

	GROUP			
	2000		1999	
	S\$'000		S\$'000	
	Basic	Diluted	Basic	Diluted
Profit before extraordinary items	397,527	397,527	326,327	326,327
Extraordinary items	21,875	21,875	15,180	15,180
Profit attributable to shareholders after extraordinary items	419,402	419,402	341,507	341,507
	Number of Shares		Number of Shares	
	'000		'000	
Weighted average number of shares	370,041	370,041	374,578	374,578
Adjustment for assumed conversion of share options	-	2,432	-	2,166
Weighted average number of shares used to compute earnings per share	370,041	372,473	374,578	376,744
Earnings per S\$1 share (S\$)				
- before extraordinary items	1.07	1.07	0.87	0.87
- after extraordinary items	1.13	1.13	0.91	0.91

29. Contingent Liability

The Group, through one of its subsidiaries, Orchard 290 Ltd, purchased its investment property from Tararone Investments Pte Ltd ("Vendor") in 1997.

Under the purchase agreement, the subsidiary and the Vendor were of the view that any gain from the sale of the property was capital in nature. However, should any income tax be payable by the Vendor in respect of the sale of the property, the subsidiary undertook to bear 50% of the income tax incurred by the Vendor up to a maximum of S\$27.5 million.

In September 2000, the subsidiary was made aware that the Vendor was issued with a tax computation from the Inland Revenue Authority of Singapore that brought to tax the profit from the sale of the investment property. The judicial manager of the Vendor is expected to lodge an objection to the tax computation. Based on this tax computation, the subsidiary would be liable to pay the Vendor S\$27.5 million for its share of the tax assessed. The amount paid, if any, would be capitalised in the cost of the investment property.

No provision has been made in the accounts of the Group for its share of the tax payable, if any as, in the opinion of the Directors, the gain on the sale is capital in nature and should not be subject to tax.

30. Re-classification

Certain comparative figures have been re-classified to conform with the current year's presentation.

31. Subsidiaries

Name of Subsidiary	Principal Activities	Country of Incorporation/ Operation#	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2000	1999	2000	1999
				S\$'000	S\$'000	%	%
Hipro Printing Pte Ltd	Publishing newspapers	Singapore	Ord	360	360	80.00	80.00
Focus Publishing Ltd	Publishing newspapers	Singapore	Mgt Ord	* *	* *	99.96 100.00	99.96 100.00
Singapore Press Holdings (Overseas) Limited	Servicing and holding investments	Singapore	Mgt Ord	* *	* *	99.98 100.00	99.98 100.00
SPH Stop Press Pte Ltd	Non-specialised retail trade stores	Singapore	Ord	^^	^^	100.00	100.00
Times Periodicals Private Limited	Publishing magazines	Singapore	Ord	*	*	100.00	100.00
Lianhe Publishing Pte Ltd	Publishing magazines	Singapore	Ord	*	*	51.00	51.00
Asia Century Publishing Pte Ltd	Publishing and distributing magazines	Singapore	Ord	*	*	26.01	26.01
@** SPH AsiaOne Ltd	Operation of Internet portal sites and provision of advertising, content and audiotex services	Singapore	Ord	50,000	-	87.11	-
@ Zaobao.com Ltd	Operation of Internet portal site	Singapore	Ord	*	-	87.11	-
SPH MediaWorks Ltd	Provision of broadcasting and broadband services	Singapore	Ord	49,500	-	99.00	-
SPH MultiMedia Private Limited	Holding investments	Singapore	Ord	8,500	8,500	100.00	100.00
The Straits Times Press (1975) Limited	Holding investments	Singapore	Mgt Ord	579 57,387	579 57,387	100.00 100.00	100.00 100.00
Lianhe Investments Pte. Ltd.	Holding investments for dealing purposes	Singapore	Ord	6,335	6,335	100.00	100.00
			Balance c/f	172,661	73,161		

31. Subsidiaries (cont'd)

Name of Subsidiary	Principal Activities	Country of Incorporation/ Operation#	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2000	1999	2000	1999
				S\$'000	S\$'000	%	%
				172,661	73,161		
		Balance b/f					
SPH Data Services Pte Ltd	Licensing of copyrights and trademarks	Singapore	Ord	*	*	100.00	100.00
Singapore Newspaper Services Private Limited	Holding investments and properties	Singapore	Ord	50,000	50,000	100.00	100.00
Vinora Holdings Limited	Holding investments	British Virgin Islands	Ord	*	*	100.00	100.00
Futura Management Limited	Holding investments	Cook Islands	Ord	*	*	100.00	100.00
Crestville Investments Limited	Holding investments	British Virgin Islands	Ord	*	*	100.00	100.00
Morningvista Investments Limited	Holding investments	British Virgin Islands	Ord	*	-	100.00	-
Singapore News and Publications Limited	Holding investments and properties	Singapore	Mgt Ord	1,309 129,617	1,309 129,617	100.00 100.00	100.00 100.00
SPH Asset Management Limited	Providing investment advisory and portfolio management services	Singapore	Ord	*	*	100.00	100.00
Sin Chew Jit Poh (Singapore) Limited	Holding investments and properties	Singapore	Mgt Ord	* *	* *	100.00 100.00	100.00 100.00
Times Properties Private Limited	Letting properties	Singapore	Ord	77,827	77,827	100.00	100.00
Orchard 290 Ltd	Holding investments and managing of shopping centres and other commercial properties	Singapore	Ord	*	*	85.00	80.00
The Straits Times Press (London) Limited (formerly known as Alisbond Limited)	Dormant	United Kingdom	Ord	*	*	100.00	100.00
+ Jiuding (Tianjin) Information Services Company Limited	Dormant	People's Republic of China	Ord	*	*	51.00	51.00
+ Mantown Enterprises Limited	Dormant	Hongkong	Ord	*	*	93.10	93.10
+ Solar River Investments Limited	Dormant	Hongkong	Ord	*	*	93.10	93.10
+ Video Post Limited	Dormant	Hongkong	Ord	*	*	93.10	93.10
		Balance c/f		431,414	331,914		

31. Subsidiaries (cont'd)

Name of Subsidiary	Principal Activities	Country of Incorporation/ Operation#	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2000 S\$'000	1999 S\$'000	2000 %	1999 %
				431,414	331,914		
		Balance b/f					
++ Low & High Ltd	Dormant	Singapore	Mgt	-	*	-	99.99
			Ord	-	*	-	100.00
++ Multimedia Investments Inc	Dormant	United States of America	Common Stock	-	*	-	100.00
++ Asia Pacific Post Inc	Dormant	British Virgin Islands	Ord	-	*	-	93.10
++ Corporate Video Limited	Dormant	Hongkong	Ord	-	*	-	93.10
++ Digital Vision Limited	Dormant	Hongkong	Ord	-	*	-	93.10
++ Post Production Shop Limited	Dormant	Hongkong	Ord	-	*	-	93.10
++ Post Production Sound Limited	Dormant	Hongkong	Ord	-	*	-	93.10
				<u>431,414</u>	<u>331,914</u>		

Notes: -

1. @ Company audited by Ernst & Young, Singapore.
2. ** SPH AsiaOne Ltd is listed on the Singapore Exchange Securities Trading Limited.
3. # Singapore Press Holdings (Overseas) Limited operates in Japan, Hongkong, Australia, Philippines, China, Taiwan, Indonesia, United States of America, United Kingdom, India and Belgium. Asia Century Publishing Pte Ltd, which previously operated in Taiwan, ceased its Taiwan operations with effect from May 31, 2000.
4. * The shareholdings of these companies are held by subsidiaries of the Company.
5. ^^ Less than S\$1,000.
6. + These companies have been placed under liquidation.
7. ++ The liquidation of these companies was completed during the financial year.

32. Associates

Name of Associate	Principal Activities	Country of Incorporation/ Operation	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2000 S\$'000	1999 S\$'000	2000 %	1999 %
Held by the Company							
Singapore Cable Vision Limited	Providing subscription television services	Singapore	Ord	149,549	50,200	26.67	20.00
Business Day Company Limited	Publishing newspapers	Thailand	Ord	2,980	2,980	24.97	24.97
				<u>152,529</u>	<u>53,180</u>		
Held by Subsidiaries							
MobileOne (Asia) Pte Ltd	Providing telecommunication services	Singapore	Ord	49,000	49,000	35.00	35.00
Asian Bourses Corporation Pte Ltd (formerly known as AsianBourses.Com Pte Ltd)	Development & maintenance of software & multimedia works; Business management & consultancy services	Singapore	Ord	6,375	-	17.42	-
FantasticOne (Asia-Pacific) Pte Ltd	Satellite uplink & downlink services; Other computer related activities	Singapore	Ord	3,600	-	34.84	-
Orchard 300 Ltd	Holding investments	Singapore	Ord	500	500	50.00	50.00
Citta Bella Sdn Bhd	Publishing and distributing magazines	Malaysia	Ord	248	248	24.99	24.99
Keppel-SPH Investment Pte Ltd (formerly known as Keppel-SPH Telcom Pte Ltd)	Holding investments	Singapore	Ord	*	*	50.00	50.00
				<u>212,252</u>	<u>102,928</u>		

* Less than S\$1,000

33. Segmental Information

	GROUP					
	Singapore		Other Countries		Total	
	2000	1999	2000	1999	2000	1999
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
Turnover						
Newspapers & Magazines	1,008,982	806,415	673	1,342	1,009,655	807,757
Multimedia & Telecommunications	5,480	10,839	-	-	5,480	10,839
Property	37,612	26,202	-	-	37,612	26,202
	<u>1,052,074</u>	<u>843,456</u>	<u>673</u>	<u>1,342</u>	<u>1,052,747</u>	<u>844,798</u>
Profit Before Taxation						
Newspapers & Magazines	428,340	349,234	(72)	(733)	428,268	348,501
Multimedia & Telecommunications	1,238	1,110	-	(158)	1,238	952
Treasury & Investment	79,758	70,385	4,739	1,517	84,497	71,902
Property	1,530	323	-	-	1,530	323
	<u>510,866</u>	<u>421,052</u>	<u>4,667</u>	<u>626</u>	<u>515,533</u>	<u>421,678</u>
Total Assets						
Newspapers & Magazines	623,135	567,419	8,766	8,874	631,901	576,293
Multimedia & Telecommunications	216,408	125,622	-	-	216,408	125,622
Treasury & Investment	1,508,888	1,409,000	94,356	99,415	1,603,244	1,508,415
Property	978,415	969,576	-	-	978,415	969,576
	<u>3,326,846</u>	<u>3,071,617</u>	<u>103,122</u>	<u>108,289</u>	<u>3,429,968</u>	<u>3,179,906</u>

- (a) The above segmental information has been compiled in a consistent manner. The division of the Group's results and assets into activity and geographical segments has been ascertained by reference to direct identification of assets and revenue/cost centres.
- (b) In arriving at the above segmental information, the Group's share of associated companies' turnover is excluded while the operating profits of and the Group's investment in associated companies are included.

Share Options

The Singapore Press Holdings Group Executives' Share Option Scheme ("1990 Scheme") and the Singapore Press Holdings Group (1999) Share Option Scheme ("1999 Scheme") are administered by the Share Option Scheme Committee comprising the following members:-

Michael Fam Yue Onn (Chairman)
 Lee Hee Seng
 Lim Kim San

Details of options granted to Directors under the 1990 Scheme are as follows:-

Name of Director	Number and terms of options granted from 1.9.99 to 31.8.00	Aggregate options granted since commencement of Scheme on 28.12.90 to 31.8.00	Aggregate options exercised since commencement of Scheme on 28.12.90 to 31.8.00	Aggregate options outstanding as at 31.8.00
Lim Kim San	-	1,763,912	919,392	844,520
Tjong Yik Min	-	422,259	140,753	281,506

The 1990 Scheme was approved by shareholders in December 1990, and has been subsequently amended; the latest amendments were approved at the extraordinary general meeting on July 16, 1999.

At the extraordinary general meeting on July 16, 1999, a new share option scheme called the Singapore Press Holdings Group (1999) Share Option Scheme ("1999 Scheme") was adopted to replace the 1990 Scheme.

Details of options granted to Directors under the 1999 Scheme are as follows:-

Name of Director	Number and terms* of options granted from 1.9.99 to 31.8.00	Aggregate options granted since commencement of Scheme on 27.10.99 to 31.8.00	Aggregate options exercised since commencement of Scheme on 27.10.99 to 31.8.00	Aggregate options outstanding as at 31.8.00
Lim Kim San	225,000	225,000	-	225,000
Tjong Yik Min	150,000	150,000	-	150,000

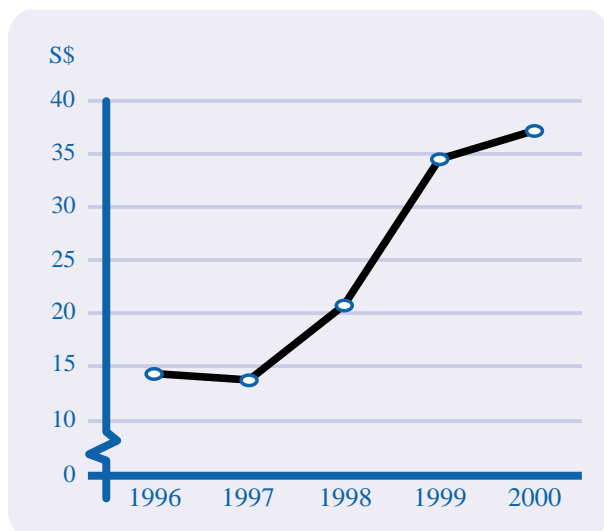
* Terms : Exercise price = S\$28.42
 Exercise period : 28.10.01 - 27.10.09

Copies of the 1990 Scheme and the 1999 Scheme are available for inspection at the Company's registered office.

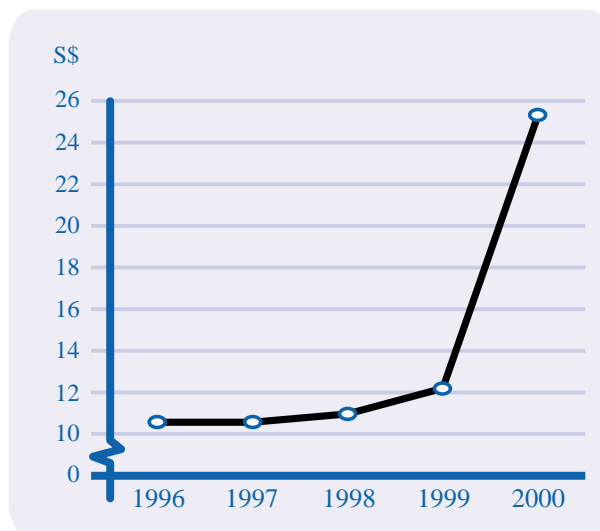
SHAREHOLDING STATISTICS

Share Price Movements for the Year ended August 31

Highest closing price



Lowest closing price



	2000	1999	1998	1997	1996
	S\$	S\$	S\$	S\$	S\$
Highest closing price	37.20	34.50	20.76 [^]	13.70 [^]	14.30 [^]
Lowest closing price	25.30	12.20	10.97 [^]	10.57 [^]	10.57 [^]
August 31 closing price	27.70	28.00	12.20 [^]	12.99 [^]	12.08 [^]
Price/earnings ratio [#] based on August 31 closing price	25.89	32.18	17.94	15.46 [*]	15.89 [*]

[^] Adjusted for capital restructuring exercise and bonus issues.

^{*} Adjusted for bonus shares issued in financial year ended August 31, 1998.

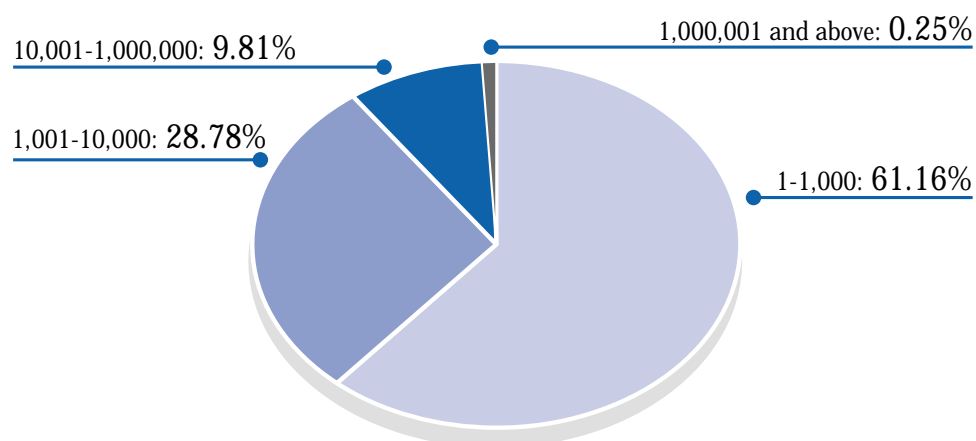
[#] Based on profit before extraordinary items.

Voting rights of shareholders

The holders of management and ordinary shares shall be entitled either on a poll or by a show of hands to one (1) vote for each share, EXCEPT that on any resolution relating to the appointment or dismissal of a director or any member of the staff of the Company, the holders of the management shares shall be entitled either on a poll or by a show of hands to two hundred (200) votes for each management share held.

Shareholders By Size of Shareholdings

as at 20 November 2000



Size of Shareholdings	No. of Shareholders	%	Total Holding	%
1 - 1,000	6,162	61.16	2,458,850	0.67
1,001 - 10,000	2,900	28.78	9,851,734	2.68
10,001 - 1,000,000	988	9.81	59,669,251	16.25
1,00,001 and above	25	0.25	295,155,285	80.40
Total	10,075	100.00	367,135,120	100.00

Holder of Management Shares

as at 20 November 2000

Name of Shareholder	Total Holding	%
1. The Great Eastern Life Assurance Company Limited	1,287,039	34.71
2. Oversea-Chinese Banking Corporation Ltd	623,030	16.80
3. Singapore Telecommunications Limited	493,223	13.30
4. The Overseas Assurance Corporation Limited	356,035	9.61
5. The Development Bank of Singapore Ltd	352,300	9.50
6. Fraser & Neave Limited	149,201	4.02
7. Overseas Union Bank Limited	149,201	4.02
8. Fullerton (Private) Limited	149,201	4.02
9. United Overseas Bank Limited	149,201	4.02
10. Executive Chairman	3	0.00
11. Group President	2	0.00
12. Directors	5	0.00
Total:	3,708,441	100.00

Twenty Largest Ordinary Shareholders

as at 20 November 2000

Name of Shareholder	Total Holding	%
1. DBS Nominees (Private) Limited	79,100,751	21.55
2. Raffles Nominees (Pte) Limited	71,544,032	19.49
3. HSBC (Singapore) Nominees Pte Ltd	35,175,050	9.58
4. United Overseas Bank Nominees (Private) Limited	21,234,651	5.78
5. Citibank Nominees Singapore Pte Ltd	21,166,042	5.76
6. DB Nominees (S) Pte Ltd	8,763,444	2.39
7. Overseas Union Bank Nominees (Private) Ltd	6,165,240	1.68
8. The Overseas Assurance Corporation Ltd	5,214,576	1.42
9. Temasek Holdings (Pte) Ltd	5,170,176	1.41
10. The Asia Life Assurance Society Limited	4,573,800	1.25
11. Tan Eng Sian	4,518,401	1.23
12. Oversea-Chinese Bank Nominees Private Limited	3,801,009	1.04
13. NTUC Income Insurance Co-operative Limited	3,749,265	1.02
14. University of Malaya	3,641,778	0.99
15. Lee Foundation States of Malaya	3,580,123	0.97
16. Dexia Nominees (S) Pte Ltd	2,772,656	0.75
17. Tokyo-Mitsubishi International (S) Ltd	2,431,409	0.66
18. Lee Foundation	1,931,986	0.53
19. National University of Singapore	1,863,566	0.51
20. Malayan Securities Private Limited	1,731,662	0.47
Total:	288,129,617	78.48

As at 20 November 2000 there is no substantial shareholder.

PROPERTIES OF THE GROUP

as at August 31, 2000

Location	Tenure	Expiry Date of Lease	Land (SQ M)	Built-in SQ M	Purpose
Times House 390 Kim Seng Road	Freehold	-	10,485	12,080	Industrial
Times Industrial Building 422 Thomson Road	Freehold	-	20,638	12,560	Industrial
News Centre 82 Genting Lane	Leasehold	July 16, 2040	24,892	42,357	Industrial
Print Centre 2 Jurong Port Road	Leasehold	June 9, 2034	110,075	50,878	Industrial
Toa Payoh North 1000 Toa Payoh North	Leasehold	March 2, 2031	21,730	34,084	Industrial
Manhattan House 151 Chin Swee Road Units #01-39 to #01-48 and #01-51 to #01-56	Leasehold	October 15, 2068	-	554	Commercial
Nos 12 to 28 (even nos. only) Swettenham Road	Freehold	-	27,103	225/285 each	Residential
20, 20A Yarwood Avenue Road	Freehold	May 6, 2878	1,421 1,721	389 454	Residential
42 Nassim Road	Freehold	-	1,406	686	Residential
42A Nassim Road	Freehold	-	1,444	645	Residential
42B Nassim Road	Freehold	-	1,418	645	Residential
69/70 Mohamed Sultan Road	Freehold	-	496	496	Warehouse
Paragon 290 Orchard Road	Freehold	-	13,262	68,196	Commercial
Promenade 300 Orchard Road	Freehold	-	3,395	17,416	Commercial
Malaysia					
Awana Condominium Unit 3544 Genting Highlands	Freehold	-	-	117	Residential
Hong Kong					
Tower Two, Lippo Centre Unit 1308 13th Floor 89 Queensway, Hong Kong	Leasehold	February 14, 2059	-	368	Commercial
Wah To Building No. 42 Wood Road					
(i) Shops 4,5,6,7 & 8 Ground Floor	Leasehold	December 3, 2038	-	201.23	Commercial
(ii) Upper Ground Floor	Leasehold	December 3, 2038	-	285.49	Commercial

OVERSEAS BUREAUX / OFFICES

as at 27 November 2000

Bureau/Office	Name/Address	Telephone	Fax	Email	Pub.
BANGKOK	Edward Tang James East	001-66-2-254 8185/6	001-66-2-254 8194	edwardta@loxinfo.co.th east@loxinfo.co.th / lookeastnews@hotmail.com	ST
	Harish Mehta 10th Floor Maneeya Center Bldg 518/5 Ploenchit Road Bangkok 10330	001-66-2-254 8187	001-66-2-252 2670	harish@loxinfo.co.th	BT
BEIJING	Mary Kwang Francesco Sisci David Hsieh Ta-Wei 4-1-33 Jianguomenwai Diplomatic Compound Beijing 100600, China	001-86-10-6532 4543 (O)	001-86-10-6532 4544	stbeijing@sina.com siscier@public.bta.net.cn dhsieh@asia1.com	ST
	Chew Juai Fong 2-1-23 Diplomatic Apartments Jianguomenwai Beijing 100600, China	001-86-10-6532 6449/ 6103 (O)	001-86-10-6532 5976	lianhe@mail2.a-1.net.cn	LHQB
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BRUSSELS	Grace Sung International Press Centre 1 bd Charlemagne Box 55, 1041 Brussels, Belgium	001-32-2-742 2464	001-32-2-742 2464	steurope@yahoo.com	ST
GUANGZHOU	Lim Woan Fei Room 1707, 17th Floor Main Tower, 339 Huanshi Dong Road Guangzhou, China 510098	(8620) 8331 1888 -- 71707 (O)		limwf@sph.com.sg	LHQB
HONGKONG	Loh Hui Yin	001-852-2523 7675 (O)	001-852-2845 9934	huiyin@netvigator.com	ST
	Ching Cheong			chingcheong@hotmail.com	
	Quak Hiang Whai	001-852-2525 9935 (O)	001-852-2801 4907	quakhw@netvigator.com	BT
	Audrey Tan Swee Gek			audreytanhg@yahoo.com.hk	
JAKARTA	Lee Huay Leng 1308, 13th Floor, Tower Two Lippo Centre, No. 89 Queensway Hong Kong	001-852-2524 6191 (O)	001-852-2524 7394	leehl@cnd.sphnet.com.sg	LHQB
	Marketing	001-852-2526 9018 (General Line) 001-852-2877 0713 (General Line)			
		001-852-2877 9076 (O)	001-852-2522 0950		Mktg
	Susan Sim	001-62-21-3983 1465 (O) 001-62-21-3983 1470 (DID)	001-62-21-3983 1466 (O)	susansim@rad.net.id	ST
JAKARTA	Derwin Pereira	001-62-21-3983 1467 (DID)		derwin@rad.net.id	
	Robert Go	001-62-21-3983 1469 (DID)		robertgo@rad.net.id	
	Marianne Kearney	001-62-21-3983 1468 (DID)		mkearney@cbn.net.id	
	Devi Muri Asmarani	001-62-21-3983 1471 (DID)		dasmaran@indo.net.id	
	Shoeb Kagda Suite 1401, 14th Floor Deutsche Bank Building Jalan Imam Bonjol 80, Jakarta 10310			shoebkd@rad.net.id	BT
JAKARTA	Chong Tien Siong	001-62-21 390 2707 (Hotel)		chongts@cnd.sphnet.com.sg	LHQB
KUALA LUMPUR	Brenden Pereira	02-03-2162 0011 (General Line)	02-03-2164 6439	jbren@pc.jaring.my	ST
	Wan Hamidi Hamid				
	Leslie Lau Kuan Chen			leslie.lau@excite.com	
	Reme Bin Ahmad			arem9@hotmail.com	
	Joceline Tan Poh Choo			jocelinet@yahoo.com	
	Eddie Toh			wctoh@pc.jaring.my	BT
KUALA LUMPUR	Diana Oon Bee Lin Suite 11A, Level 11, MNI Twins Tower 2, No. 11 Jalan Pinang 50450 Kuala Lumpur Malaysia				

Bureau/Office	Name/Address	Telephone	Fax	Email	Pub.
MANILA	Arturo Bariuad Unit no. 1510, 15th floor, Tower One, Ayala Triangle, Avala Avenue Makati City 1226, Philippines	001-63-2-848 7232/ 7233/7234	010-63-2-848 7235	abariuad@email.com.ph	ST
NEW DELHI	Nirmal Ghosh 1/12 Shanti Niketan New Delhi 110021, India	001-91-11-410 4868	001-91-11-410 4816	straits@mantraonline.com	ST
NEW YORK	Catherine Ong 2nd floor, Spice House Condominium 12 White Street New York 10013	212-334-7893 (O)	646-613-1833	cathong@mindspring.com	BT
SILICON VALLEY	Jennifer Lien PMB #721, 270 Redwood Shores Parkway Redwood City CA94065-1173	001-1650-592 2805 (O)	001-1650-592 2053	jlien@pacific.net.sg	BT
SHANGHAI	Lee Eng Lock 24H Shanghai TV and Broadcasting Tower 651, Nanjing West Road, Shanghai 200041, China	001-86-21-6258 9286	001-86-21-6258 8723	leel@cnd.sphnet.com.sg	LHQB
SYDNEY	Khoo Teng Guan For couriers only Suite 304, 781 Pacific Highway Chatswood, NSW 2067, Australia For all mails PO Box 908, Chatswood NSW 2067, Australia	001-61-2-9410 2996	001-61-2-9410 2575	stsydney@zipworld.com.au tenguan@sph.com.sg	ST
TAIPEI	Goh Sui Noi Lawrence Chung Kuo Hsiung Lee Chih Horng Suite 1, 4th Floor 80 Chung Hsiao East Road Section 2, Taipei 100, Taiwan	001-886-2-2395 1965/ 2391 5156 (O) 001-886-2-2395 1702/ 2398 (O)	001-886-2-2395 1385 (O) 001-886-2-2395 2538 (O)	suinoi@yahoo.com jonlawrence@hotmail.com leech@cnd.sphnet.com.sg	ST LHQB
TOKYO	Kwan Weng Kin Homat August Apt 201 3-5-49 Minami-Azabu Minato-ku, Tokyo 106-0047 Hau Boon Lai Marketing 5A, 6-28 Akasaka, 6-Chome Minato-ku, Tokyo	001-81-3-3442 4258 (O) 001-81-3-3582 6259 001-81-3-3582 6259	001-81-3-3442 4258 001-81-3-3589 5480 001-81-3-3589 5480	wengkin@gol.com boonlai@gol.com	ST Mktg
WASHINGTON	Lee Siew Hua National Press Building Suite 916, 529 14th Street, NW Washington, DC 20045, U.S.A	001-1-202-662 8726 (O)	001-1-202-662 8729	siewhua@nationalpress.com	ST

ST : The Straits Times
BT : The Business Times
LHQB : Lianhe Zaobao
Mktg : Marketing

SPH OPERATING CENTRES

Head Office	Telephone	Facsimile
News Centre 82 Genting Lane Singapore 349567	743 8800	748 0747
Other Offices		
Times House 390 Kim Seng Road Singapore 239495	737 0011	737 8177
SPH Print Centre 2 Jurong Port Road Singapore 619088	265 8855	268 8944
Paragon 290 Orchard Road #20-01 Singapore 238859	743 8800	749 2227
Times Industrial Building 422 Thomson Road Singapore 298131	255 0011	256 8016

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixteenth Annual General Meeting of the Company will be held at News Centre, 82 Genting Lane, Singapore 349567 on Friday, January 5, 2001 at 10.30 a.m. for the following business:-

Ordinary Business

1. To receive and, if approved, to adopt the Directors' Report and Audited Accounts for the financial year ended August 31, 2000.
2. To declare a special dividend called the Millennium Dividend of 80 cents and a final dividend of 50 cents per \$1 share less income tax in respect of the financial year ended August 31, 2000.
3. To pass the following resolutions separately under Section 153(6) of the Companies Act, Chapter 50:- "That pursuant to Section 153(6) of the Companies Act, Chapter 50, _____ be and is hereby re-appointed a Director of the Company to hold such office until the next Annual General Meeting of the Company.":-
 - (i) Lim Kim San
 - (ii) Michael Fam Yue Onn
 - (iii) Lee Hee Seng
 - (iv) Tang I-Fang
 - (v) Wee Cho Yaw
4. To re-elect Cheong Choong Kong who is retiring in accordance with the Company's Articles of Association, and who, being eligible, offers himself for re-election.
5. To approve Directors' fees of \$335,000.
6. To appoint Auditors and to authorise the Directors' to fix their remuneration.
7. To transact any other business of an Annual General Meeting.

Special Business

8. To consider and, if thought fit, to pass the following Ordinary Resolutions:-

- (i) “That pursuant to Section 161 of the Companies Act, Chapter 50 and the listing rules of the Singapore Exchange Securities Trading Limited, and subject to the provisions of the Newspaper and Printing Presses Act, Chapter 206, authority be and is hereby given to the Directors of the Company to allot and issue shares in the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed 50 per cent of the issued share capital of the Company for the time being, of which the aggregate number of shares to be issued other than on a *pro rata* basis to shareholders of the Company does not exceed 20 per cent of the issued share capital of the Company for the time being, and, unless revoked or varied by the Company in general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.”
- (ii) “That approval be and is hereby given to the Directors to allot and issue shares pursuant to the exercise of options under the Singapore Press Holdings Group Executives’ Share Option Scheme.”
- (iii) “That approval be and is hereby given to the Directors to offer and grant options in accordance with the provisions of the Singapore Press Holdings Group (1999) Share Option Scheme (“the 1999 Scheme”) and to allot and issue such shares as may be issued pursuant to the exercise of options under the 1999 Scheme, provided always that the aggregate number of shares to be issued pursuant to the 1999 Scheme shall not exceed 12 per cent of the issued share capital of the Company from time to time.”
- (iv) “That:-
 - (a) for the purposes of Sections 76C and 76E of the Companies Act, Chapter 50 (the “Companies Act”), the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares of \$1.00 each fully paid in the capital of the Company (the “Ordinary Shares”) not exceeding in aggregate the Prescribed Limit (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:-
 - (i) market purchase(s) on the Singapore Exchange Securities Trading Limited (“SGX-ST”) transacted through the Central Limit Order Book trading system; and/or
 - (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act;and otherwise in accordance with all other laws and regulations and rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “Share Buy Back Mandate”);

- (b) unless varied or revoked by the Company in general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buy Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earlier of:-
- (i) the date on which the next Annual General Meeting of the Company is held; and
 - (ii) the date by which the next Annual General Meeting of the Company is required by law to be held;

(c) in this Resolution:-

“Prescribed Limit” means that number of issued Ordinary Shares representing ten per cent of the issued Ordinary Share capital of the Company as at the date of the passing of this Resolution;

“Maximum Price” in relation to Ordinary Shares to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) which shall not exceed, in the case of a market purchase of an Ordinary Share and off-market purchase pursuant to an equal access scheme, 105 per cent of the Average Closing Price of the Ordinary Shares;

“Average Closing Price” means the average of the last dealt prices of an Ordinary Share for the five consecutive trading days on which the Ordinary Shares are transacted on the SGX-ST immediately preceding the date of market purchase by the Company or, as the case may be, the date of the making of the offer pursuant to the off-market purchase; and

“date of the making of the offer” means the date on which the Company announces its intention to make an offer for the purchase or acquisition of Ordinary Shares from holders of Ordinary Shares, stating therein the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Ordinary Share and the relevant terms of the equal access scheme for effecting the off-market purchase; and

- (d) the Directors of the Company and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they and/or he may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this Resolution.”

By Order of the Board



Ginney Lim May Ling
Group Company Secretary

Singapore,
December 18, 2000

Note : A Member entitled to attend and vote at the General Meeting is entitled to appoint a proxy to attend and vote in his stead and the proxy need not be a Member of the Company. The instrument appointing the proxy must be lodged at the Company's Share Registration Office, Barbinder & Co Pte Ltd, 8 Cross Street, #11-00 PWC Building, Singapore 048424 not less than 48 hours before the time fixed for the meeting.

STATEMENT PURSUANT TO ARTICLE 72 OF THE COMPANY'S ARTICLES OF ASSOCIATION

The effects of the resolutions under the heading "Special Business" in the Notice of the forthcoming Annual General Meeting are :-

- (a) Ordinary Resolution No. 8 (i) is to allow the Directors of the Company from the date of that meeting until the next Annual General Meeting to issue or agree to issue shares in the Company up to an amount not exceeding fifty (50) per cent of the issued share capital of the Company for the time being of which the total number of shares to be issued other than a pro rata basis to shareholders of the Company does not exceed 20 per cent of the issued share capital of the Company for the time being.
- (b) Ordinary Resolution No. 8(ii) is to authorise the Directors to allot and issue shares pursuant to the exercise of such options under the Singapore Press Holdings Group Executives' Share Option Scheme.
- (c) Ordinary Resolution No. 8(iii) is to authorise the Directors to offer and grant options under the Singapore Press Holdings Group (1999) Share Option Scheme ("the 1999 Scheme") and to allot and issue shares pursuant to the exercise of such options under the 1999 Scheme up to an amount not exceeding 12 per cent of the issued share capital of the Company from time to time.

- (d) Ordinary Resolution No. 8(iv) is to renew the mandate to permit the Company to purchase or acquire issued ordinary shares in the capital of the Company on the terms and subject to the conditions of the Resolution.

The Company may use internal sources of funds, or a combination of internal resources and external borrowings, to finance the purchase or acquisition of its ordinary shares. The amount of funding required for the Company to purchase or acquire its ordinary shares, and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice as these will depend on the number of ordinary shares purchased or acquired and the price at which such ordinary shares were purchased or acquired.

Based on the issued and paid-up ordinary share capital of the Company as at November 13, 2000 (the "Latest Practicable Date"), the purchase by the Company of ten per cent of its issued ordinary shares will result in the purchase or acquisition of 36,713,570 ordinary shares. Assuming that the Company purchases or acquires the 36,713,570 ordinary shares at the maximum purchase price of \$25.77 for one ordinary share (being the price equivalent to 105 per cent of the average closing market prices of the ordinary shares for the five consecutive market days on which the ordinary shares were traded on the SGX-ST immediately preceding the Latest Practicable Date), the maximum amount of funds required for the purchase or acquisition of the 36,713,570 ordinary shares is approximately \$946.1 million. The maximum amount of funds required for such share buy back is the same regardless of whether the Company effects an on-market purchase or an off-market purchase.

The financial effects of the purchase or acquisition of such ordinary shares by the Company pursuant to the proposed Share Buy Back Mandate on the audited financial accounts of the Company and its subsidiaries and the Company for the financial year ended August 31, 2000 are set out in greater detail in the letter to Shareholders dated December 18, 2000, which is enclosed together with this Annual Report.

PROXY FORM

ANNUAL GENERAL MEETING
Singapore Press Holdings Limited (Incorporated in Singapore)

I/We _____

of _____

being a member/members of the abovenamed Company, hereby appoint

Name	Address	NRIC/ Passport Number	Proportion of Shareholdings (%)

and/or (delete as appropriate)

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as my/our proxy/proxies to attend and to vote for me/us on my/our behalf and, if necessary, to demand a poll, at the Annual General Meeting of the Company to be held at News Centre, 82 Genting Lane, Singapore 349567 on January 5, 2001 at 10.30 a.m. and at any adjournment thereof.

(Please indicate with an "X" in the spaces provided whether you wish your vote(s) to be cast for or against the Ordinary Resolutions as set out in the Notice of Annual General Meeting. In the absence of specific directions, the proxy/proxies will vote or abstain as he/they may think fit, as he/they will on any other matter arising at the Annual General Meeting.)

RESOLUTIONS	To be used on a Show of Hands		To be used in the event of a Poll	
	For	Against	No. of Votes For	No. of Votes Against
Ordinary Business				
1. To adopt Directors' Report and Audited Accounts				
2. To declare Millennium and Final Dividends				
3. To re-appoint Directors pursuant to Section 153(6) of the Companies Act, Cap. 50:- (i) Lim Kim San (ii) Michael Fam Yue Onn (iii) Lee Hee Seng (iv) Tang I-Fang (v) Wee Cho Yaw				
4. To re-elect Director :- Cheong Choong Kong				
5. To approve Directors' fees of \$335,000				
6. To appoint Auditors and authorise Directors to fix their remuneration				
7. Any other business				

PROXY FORM *(continued)*

ANNUAL GENERAL MEETING

Singapore Press Holdings Limited (Incorporated in Singapore)

RESOLUTIONS	To be used on a Show of Hands		To be used in the event of a Poll	
	For	Against	No. of Votes For	No. of Votes Against
Special Business				
8 (i) To approve the Ordinary Resolution pursuant to Section 161 of the Companies Act, Cap. 50.				
(ii) To authorise Directors to issue shares pursuant to the Singapore Press Holdings Group Executives' Share Option Scheme				
(iii) To authorise Directors to offer and grant options and to issue shares in accordance with the provisions of the Singapore Press Holdings Group (1999) Share Option Scheme				
(iv) To renew the mandate authorising Directors to purchase the Company's ordinary shares				

Dated this _____ day of _____

Total Number of Shares held

Signature(s) of Member(s) or Common Seal

IMPORTANT

Notes :

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 130A of the Companies Act, Chapter 50 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
2. A Member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint one or two proxies to attend and vote instead of him.
3. Where a Member appoints two proxies, the appointments shall be invalid unless he specifies the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy.
4. The instrument appointing a proxy or proxies must be deposited at the Share Registration Office of the Company at Barbinder & Co Pte Ltd, 8 Cross Street, #11-00 PWC Building, Singapore 048424, not less than 48 hours before the time appointed for the Annual General Meeting.
5. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.
6. A corporation which is a Member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Annual General Meeting, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.

General :

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the Member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 48 hours before the time appointed for holding the Annual General Meeting, as certified by The Central Depository (Pte) Limited to the Company.

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