



anytime

everytime



Singapore Press Holdings Limited
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News Centre
Singapore 318994

www.sph.com.sg
Reg. No. 198402868E

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Singapore Press Holdings Limited (SPH) is the leading media group in Singapore, offering up-to-the-minute news and infotainment across multiple delivery platforms to a growing regional and international audience.

It publishes 13 newspapers in the four official languages and more than 80 magazine titles. Everyday, 2.8 million individuals, or 88% of the population above 15 years old, read at least one SPH publication, while online editions of its six main dailies enjoy an estimated 300 million pageviews a month.


With some 1,000 journalists and 16 overseas bureaus in major cities around the world, especially Asia, SPH provides comprehensive, in-depth and insightful coverage of local, regional and world news.

The English daily, *The Straits Times*, and Chinese daily *Lianhe Zaobao*, are the flagship newspapers of SPH. The other two dailies, *Berita Harian* and *Tamil Murasu*, are staples for the Malay-speaking and Tamil-speaking communities respectively. The four major newspapers, together with *The New Paper*, an afternoon tabloid, and *The Business Times*, the leading financial daily in Singapore, also provide fully integrated online news on the portal *AsiaOne*.

SPH Magazines, a wholly-owned subsidiary of SPH, publishes best-selling and award-winning magazines such as *Her World*, *Home & Décor* and *Young Parents*.

SPH owns a 20% stake in a unit of a terrestrial TV station that operates three free-to-air channels, and a 40% stake in a free newspaper. In addition, the Group runs two radio stations in a joint venture with NTUC Media. The Company also holds an 80% stake in subsidiary *SPH MediaBoxOffice*, its new outdoor advertising entity.

Listed on the mainboard of the Singapore Exchange, SPH is an active corporate citizen and supports a wide range of community and charitable causes, ranging from education, arts and culture, to wildlife conservation and sports.

A man with glasses, wearing a grey polo shirt and khaki trousers, is sitting on a light-colored sofa in a modern living room. He is holding and reading a newspaper. The room features a white wall with a large window, a vase of white flowers on a table, and a potted plant. The lighting is warm and ambient.

2.8
million Readers

SPH publishes 13 newspapers, with 2.8 million readers or 88 per cent of the Singapore population above 15 years old reading at least one SPH publication.

anyway

A man in a maroon t-shirt and black shorts is lying on his stomach on a light-colored tiled floor. He is wearing large headphones and looking intently at a newspaper spread out in front of him. His hands are resting on the paper. The background shows the same living room as the previous image, with the sofa and coffee table visible.



More than **80**
Magazines

SPH Magazines has more than 80 titles in its stable, including popular titles Female, Nuyou, Seventeen, Men's Health, Peak, and Eat!, on top of its established best-selling magazines such as Her World, Shape, Young Parents, and Home & Décor.

everyway

300

million Pageviews

SPH provides news, lifestyle and service portals which command up to 300 million pageviews per month, supported by a 5 million-strong unique audience.



anywhere

AsiaOne.com

SPH's major newspapers also come in online editions, leveraging on electronic technology to deliver the latest news and information through AsiaOne, which is managed by SPH's Internet Business Unit.

Thanks up
TIMES
10:00 AM
SINGAPORE
TECHNOLOGY



16

Overseas Bureaus

With some 1,000 journalists and 16 overseas bureaus in major cities in the world, especially in Asia, SPH's newspapers provide comprehensive, in-depth and insightful coverage of local, regional and world news.

everywhere

Women's Titles

SPH Magazines boast some of the biggest women's titles in the magazine market including Her World, Citta Bella, Female and Nuyou.



Top Corporate Donor

SPH was honoured as the top corporate giver in Singapore by the National Volunteer and Philanthropy Centre (NVPC) with a record \$4.3 million in donations and sponsorships to the community in 2004.

anyone

Top Arts Patron

Contributing significantly to the local arts scene through key sponsorship events such as Singapore Writers Festival and Chinese Cultural Festival, SPH has been the recipient of the Distinguished Patron of the Arts Award every year since 1993.



Top Fund Raiser

SPH spearheaded a nine-day donation drive during the tsunami crisis and collected \$8 million in funds for the Singapore Red Cross, including a cash donation of \$200,000 from SPH, and another donation of over \$55,000 from its staff.

everyone



Chairman and CEO Statement

DEAR SHAREHOLDERS

FY2005 – A YEAR TO CELEBRATE

There was much to celebrate in the financial year ended August 31, 2005.

The Straits Times turned 160 years old, and we celebrated this remarkable milestone with our readers, customers and business associates, for whom our English flagship daily has become a part of their lives. While the paper's long and rich heritage was in itself reason to celebrate, we did so while dedicating ourselves to tackling the challenges that lie ahead of us.

As a media group, we stayed focused and strengthened our core newspaper and magazine business. At the same time, the Group extended its footprint in the region, which now includes Malaysia, Indonesia, Thailand and China.

Our newspapers and magazines pressed on with efforts to provide quality content to an increasingly demanding and discerning audience. The emphasis was on creating or adding value for readers and business partners – both local and overseas.

Amid the more challenging media landscape, we ventured into a new advertising platform – outdoor advertising.

By leveraging on our brand name, marketing strength and experience, advertisers will be offered more integrated options to choose from, across strong multiple platforms.

Taking into account the operating environment, we performed credibly for the year ended August 31, 2005. Profit from operations was up 12.7 per cent, boosted by cost savings from the merger of our broadcasting operations, and improvement from the property sector.

And we achieved this with enhanced support to the community. For this, SPH was recognized as the top corporate giver in Singapore.

These have been good reasons to celebrate FY2005. With our resolve to continue to grow as a media group, we believe we are well-positioned for the new fiscal year.

CORPORATE HIGHLIGHTS FOR FY2005

BUSINESS PERFORMANCE

Group operating revenue grew 3.9 per cent to \$1,007.5 million. This came mainly from the core newspaper and magazine operations which rose 7.0 per cent to \$891.8 million, and the property segment which brought in \$89.4 million, an increase of 8.3 per cent.

Profit from operations was up 12.7 per cent to \$380.8 million compared to \$337.9 million in the previous year. Including gains from the disposal of a substantial portion of the Group's interest in StarHub (\$128.5 million) this year, net profit was \$494.7 million compared to \$546.3 million a year ago. The latter included exceptional gains from the disposal of stakes in Belgacom (\$170.5 million) and the sale of Times House (\$110.1 million).

NEWSPAPER AND MAGAZINE

Print advertising rose 6.4 per cent to \$664.2 million on the back of improved business sentiment and contribution from the Blu Inc media and publishing business that was acquired by SPH Magazines in September 2004. Display advertising was 0.4 per cent up while classified and recruitment advertising grew 5.3 per cent bolstered by a pick-up in the job market. Excluding the effect of the cessation of our free newspaper *Streets* which took place after the completion of the merger with *Today* on December 31, 2004, display advertising rose 4.4 per cent while classified and recruitment advertising was 5.4 per cent up.

Circulation revenue of \$204.8 million after absorption of

“We stayed focused and strengthened our core newspaper and magazine business. At the same time, the Group extended its footprint in the region, which now includes Malaysia, Indonesia, Thailand and China.”

\$9.8 million in GST, was 6.7 per cent higher than last year. Average daily circulation of our newspapers for the year dropped by 1.3 per cent in aggregate but five titles registered increases.

To stay relevant and create more value for readers, we continued to invest in our newspapers and magazines, several of which underwent major revamps to beef up their content and design. Our journalists and photographers continued to provide outstanding news and features, giving our publications a sharp competitive edge. Our newspapers also introduced various initiatives to attract young readers, with new weeklies such as IN for secondary school students, and Little Red Dot for primary school pupils by The Straits Times, and Popcorn by Lianhe Zaobao targeted at teenagers.

For our attention to quality journalism, the Group's newspapers and magazines won more than 30 prestigious awards for editorial excellence, outstanding design, effective marketing and quality printing from our peers in the international media community.

INVESTMENT INCOME

Group investment income at \$248.6 million, included \$128.5 million from the disposal of a substantial portion of our interest in StarHub. This was \$9.4 million lower than the \$258.0 million

a year ago, which included \$170.5 million income on disposal of the Group's indirect interest in Belgacom. Excluding the one-time gain on StarHub and Belgacom, group investment income would have been \$32.5 million better than last year. The overall return on the Group's portfolio investment was 10.5 per cent, better than the annual average of 6.9 per cent achieved in the last 4 years, including FY2005.

The Group's share of losses from associates was \$3.6 million, mainly due to the loss of \$3.8 million from our share in MediaCorp TV Holdings, partially offset by share of profit of \$1.5 million from MediaCorp Press.

PROPERTY

Revenue from our property segment went up 8.3 per cent to \$89.4 million. We expect the amalgamated Paragon, which enjoys 100 per cent occupancy in its retail space, to continue to yield more than 10 per cent return on equity per annum.

Other property assets, including the Times Industrial Building site, will be divested at the appropriate time to maximise shareholder value.

LOWER OPERATING EXPENSES

Operating expenses fell 1.2 per cent to \$635.4 million, due largely to cost savings following the cessation of TV broadcasting

operations. But these were partially negated by higher newsprint costs, higher headcount arising from the acquisition of Blu Inc's media and publishing business and continued expansion of the Group's magazine business, and annual salary increment. The Group's headcount fell to 3,443 at end of August 2005 from 3,591 a year ago.

EXPANDING OUR REGIONAL FOOTPRINT

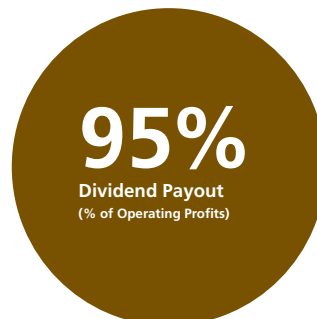
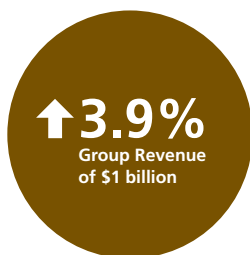
We expanded our footprint in the region through investments in the magazine segment, and ventured into outdoor advertising.

After launching its best-selling flagship title, Her World, in Indonesia, Malaysia, China and Thailand, SPH Magazines further entrenched its position as a leading regional magazine publisher with investments in Traffic Corner Publishing in Thailand, and the acquisition of Blu Inc's stable of titles.

We capped an exciting and eventful year with our foray into outdoor advertising when we invested in SPH MediaBoxOffice. This new venture will enhance SPH's position as the leading media company in the region, as this sector is projected to grow at about 8 per cent per annum in Singapore for the next 3 to 5 years .

TV MERGER STEMS LOSSES

We completed the merger of our broadcasting subsidiary



with MediaCorp, a move which stemmed losses and led to improved results for the Group.

We continue to maintain a presence in the free-to-air television business through a 20 per cent share in MediaCorp TV Holdings Pte Ltd. And although we ceased to publish our own free newspaper *Streets*, we have a 40 per cent stake in MediaCorp Press Pte Ltd, which publishes *Today*.

CORPORATE GOVERNANCE AND TRANSPARENCY

As part of the Company's efforts to enhance its corporate governance and promote business integrity, we adopted a strengthened Code of Employee Conduct and Business Ethics. It is timely as we expand overseas into new business areas, and this demonstrates to our stakeholders and regulators that we are serious about good governance and risk management.

We have adopted the policies and best practices as set out in the Code of Corporate Governance, and complied with Singapore Exchange requirements.

DIVIDENDS

Continuing our good track record of rewarding loyal shareholders,



Lim Chin Beng
Chairman

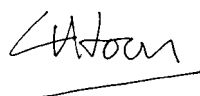
the Board has recommended that a net final dividend of 15.8 cents per share, comprising a net normal dividend of 8.0 cents per share and a net special dividend of 7.8 cents per share be paid after approval has been obtained at the coming Annual General Meeting. Together with the interim dividend paid during the year, the total net payout of 22.8 cents represents a yield of over 5 per cent for the financial year 2005.

OUTLOOK

The Group's newspaper advertising revenue is expected to grow in tandem with the improving Singapore economy. However, there are concerns over global economic factors such as the continued pressure on oil prices and interest rate hikes. We expect the year ahead to be a challenging one. But we will continue to leverage on our brand name, resources, and strategic alliances, to grow value for our stakeholders.

ACKNOWLEDGEMENTS

Our heartfelt thanks must go to Mr Lim Kim San who will be stepping down as our Senior Advisor later this year. No words can do justice to what he has done for the Company over the past 17 years. He will be missed. We would like to express our



Chan Heng Loon Alan
Chief Executive Officer

appreciation to the Board for providing strategic guidance and governance oversight to SPH. In particular, we want to thank the last two founding Board members who retired this year – Dr Michael Fam and Mr Tang I-Fang – for their unstinting contributions and distinguished service to the Board.

We must also thank the management and staff for their commitment and dedication to creating value for the company. Three senior management executives who stepped down this year deserve special mention for their years of loyal service – Mr Tham Khai Wor, Senior EVP of Marketing, Mrs Sng Ngoi May, EVP of Corporate Services and Corporate Relations, and Mrs Joyce Chee, head of Internal Audit.

And to our shareholders, readers, advertisers, vendors, unions and business associates, thank you for the confidence and trust you have placed in us, and for your valued and sustained support.

A SPECIAL WORD FROM THE CHAIRMAN

It was over four years ago that I accepted the invitation to sit on the Board of SPH, and the time I have spent here ranks among the most satisfying and challenging I've ever had in my corporate career. We had to deal with the 9-11 attacks, Sars, and the merger of our TV and free newspaper operations. Despite our best efforts, some jobs were lost and this will always weigh on the hearts and minds of the Board.

But we managed to ride the storms, and the Group stayed profitable throughout. For this I must thank our staff – our most valuable asset – who hunkered down and persevered through the trying times. They are among the biggest sources of pride and satisfaction to me at SPH. I must thank our shareholders as well, for their patience and understanding as we sought to maintain the highest returns during the downturns we experienced. It would not have been possible without your help and understanding.

The Group is now exploring new ways to bring content to our readers, especially via the Internet and wireless technology, as well as more platforms for advertisers. We have moved into overseas magazine ventures and outdoor advertising.

The Group will have new leadership with Dr Tony Tan as its new Chairman. Dr Tan's wealth of experience, stature and contacts will be a definite boost to SPH in a fast changing and evolving media industry. All this bodes well for the future of SPH. I know I will retire with the Company in very capable hands.

Group Financial Highlights

for the year ended August 31, 2005

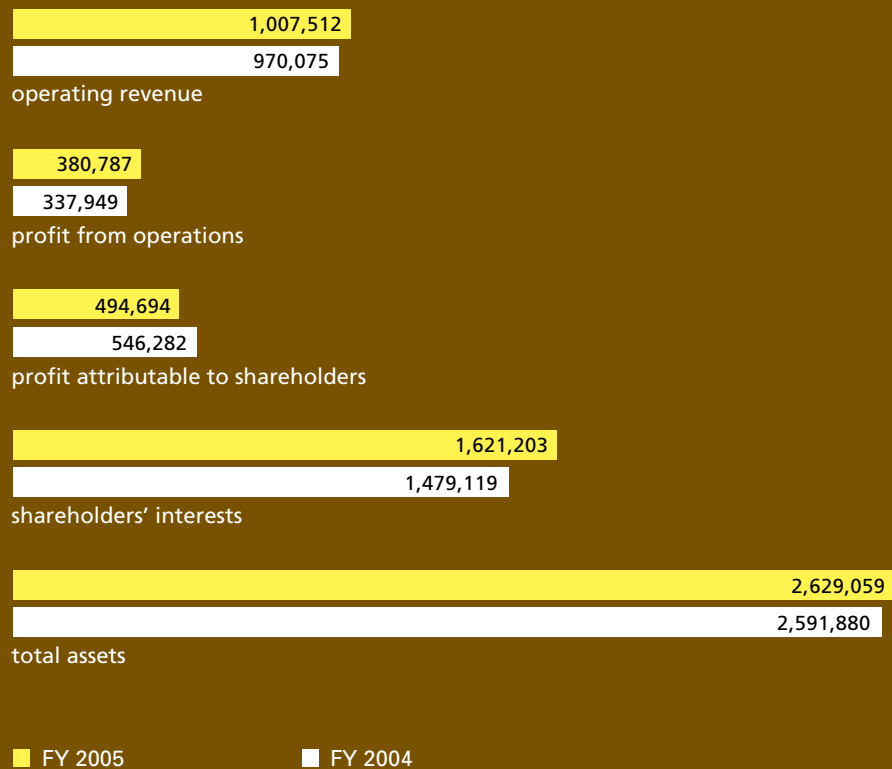
	2005 S\$'000	2004 S\$'000	Change %
Operating revenue	1,007,512	970,075	3.9
Profit from operations	380,787	337,949	12.7
Profit before exceptional items	603,280	571,514	5.6
Profit before taxation	564,738	600,191	(5.9)
Profit after taxation	494,763	546,277	(9.4)
Minority interests	(69)	5	NM
Profit attributable to shareholders	494,694	546,282	(9.4)
Shareholders' interests	1,621,203	1,479,119	9.6
Total assets	2,629,059	2,591,880	1.4
Total liabilities	1,005,585	1,112,243	(9.6)
Minority interests	2,271	518	338.4
Dividends declared for the financial year (net)	362,555	329,487	10.0
Profitability ratios	%	%	% points
Operating margin	37.8	34.8	3.0
Return on operating revenue	49.1	56.3	(7.2)
Return on shareholders' funds	30.5	36.9	(6.4)
Per share data			
Net assets (S\$)	1.02	0.93	9.7
Profit before taxation (S\$)	0.36	0.38	(5.3)
Profit attributable to shareholders (S\$)	0.31	0.35	(11.4)
Gross dividends declared for the financial year (cents)	28.50[#]	25.25	12.9
Dividend cover for the financial year (times)	1.4	1.7	(17.6)
Value added	S\$	S\$	
Per employee	201,599	189,708	6.3
Per \$ employment costs	2.66	2.49	6.8
Per \$ investment in property, plant and equipment (before depreciation)	0.69	0.63	9.5
Per \$ operating revenue	0.71	0.70	1.4

[#] Included one-tier tax exempt final dividend grossed up at 20% to facilitate comparison with previous year. The proposed net final dividend of 15.8 cents per share, comprising a net normal dividend of 8.0 cents per share and a net special dividend of 7.8 cents per share is subject to approval by shareholders at the Annual General Meeting on December 2, 2005.

Group Financial Highlights Chart

for the year ended August 31, 2005

(\$'000)



Board of Directors

LIM CHIN BENG

Mr Lim joined the Board on 1 October 2001 and was appointed Chairman of SPH on 13 December 2002. He is also Chairman of The Ascott Group Ltd. He is director of CapitalLand Ltd, StarHub Ltd, companies in the Pontiac Land Group, and Singapore Press Holdings Foundation Ltd.

He was formerly the Managing Director and Deputy Chairman of Singapore Airlines Ltd, Director of Singapore Technologies Engineering Ltd and Singapore Technologies Aerospace Ltd, Chairman of Valuair Limited, Asian Aerospace Pte Ltd and the Singapore Tourist Promotion Board, and Singapore's ambassador to Japan.

Mr Lim graduated from the University of Malaya (Singapore) in Economics, and Harvard Business School's Advanced Management Program.

CHAM TAO SOON

Prof Cham was appointed Deputy Chairman of SPH on 1 March 2004. He has spent more than 30 years in academia

and currently is a Distinguished Professor of Nanyang Technological University.

He is also the Chairman of NatSteel, a director of United Overseas Bank Ltd, WBL Corporation Ltd, Robinson & Co. Ltd and TPA Strategic Holdings Ltd. In addition, he serves as a board member of Land Transport Authority, a member of the Council of Presidential Advisers, Chairman of the Singapore Symphonia Co Ltd and as director of Singapore International Foundation, Singapore-China Foundation Ltd and Chairman of Nanyang Fine Arts Foundation Ltd and NAFA International Pte Ltd.

Prof Cham holds a Bachelor of Engineering (Civil, Hons) from the University of Malaya, a Bachelor of Science (Mathematics, Hons) from the University of London and a Doctorate of Philosophy (Fluid Mechanics), from Cambridge University.

ALAN CHAN HENG LOON

Mr Chan was appointed a director and Group President of SPH on 1 July 2002 and became

its Chief Executive Officer on 1 January 2003. He is also a director of Singapore Power Ltd, and Chairman of SP PowerAssets Limited. He also sits on the boards of MediaCorp Press Ltd and MediaCorp TV Holdings Pte Ltd. He is a member of the INSEAD Singapore Council, the Board of Trustees, Courage Fund and the Board of Governors of The Singapore-China Foundation.

He has more than 24 years' experience in the civil service, spanning the Civil Aviation Department, Ministries of Home Affairs, Defence, Foreign Affairs and the Prime Minister's Office. Prior to joining SPH, he was the Permanent Secretary, Ministry of Transport. He was also a Director of DBS Group Holdings Ltd, PSA Corporation Ltd and StarHub Pte Ltd.

Mr Chan is a President Scholar and has been awarded the Public Service Medals (Gold and Silver). He graduated from the Ecole Nationale de l'Aviation Civile, France and holds an MBA (with distinction) from INSEAD, France.



TONY TAN KENG YAM

Dr Tan joined the SPH Board as Director on 5 September 2005. He is the Deputy Chairman and Executive Director of the Government of Singapore Investment Corporation Pte Ltd. He serves as the Chairman of the National Research Foundation, Deputy Chairman of the Research, Innovation and Enterprise Council, and Chairman of the Ministry of Education's International Academic Advisory Panel. He is a Member of Parliament for Sembawang Group Representation Constituency.

Dr Tan was the Deputy Prime Minister and Co-ordinating Minister for Security & Defence before he stepped down from the Cabinet on 1 September 2005. He has helmed the Finance, Trade & Industry, Education and Defence ministries. He stepped down from the Cabinet in 1991 to return to the private sector as the Chairman and Chief Executive Officer of Oversea-Chinese Banking Corporation, before rejoining the Cabinet in 1995.

Dr Tan is a Singapore Government State Scholar with a First Class Honours in Physics from the University of Singapore, an Asia Foundation Scholar with a Master of Science (Operations Research) from the Massachusetts Institute of Technology, and a Research Scholar with a PhD in Applied Mathematics from the University of Adelaide. He was a lecturer in Mathematics in the University of Singapore before joining the Oversea-Chinese Banking Corporation in 1978.

WILLIE CHENG JUE HIANG

Mr Cheng was appointed a director of SPH on 1 March 2004. He is a director of Neptune Orient Lines Limited, NTUC Fairprice Cooperative Ltd, SPRING Singapore and the Accounting & Corporate Regulatory Authority. He is also Chairman of the Singapore Science Centre and the Jurong Country Club.

Mr Cheng holds a Bachelor of Accountancy (First Class Honours) from the University of Singapore. He is a CPA. He is also a fellow of the Singapore

Institute of Directors and the Singapore Computer Society.

CHEONG CHOONG KONG

Dr Cheong was appointed a director on 1 March 1997. He is also the Chairman of Oversea-Chinese Banking Corporation Ltd, Great Eastern Holdings Ltd, The Great Eastern Life Assurance Co Ltd, United Eagle Airlines Co Ltd and the Overseas Assurance Corporation Ltd. He was previously the Deputy Chairman and Chief Executive Officer of Singapore Airlines Ltd.

He holds a Bachelor of Science with First Class Honours in Mathematics from the University of Adelaide, a Master of Science and a PhD in Mathematics from the Australian National University in Canberra. He was Associate Professor and Head of the Mathematics Department at the University of Malaya before joining Singapore Airlines in 1974.

He was named outstanding Chief Executive in 1996 and Fortune magazine's 1998 Asia's Businessman of the Year.



From left:
Lim Chin Beng,
Cham Tao Soon, Alan
Chan Heng Loon,
Tony Tan Keng Yam,
Willie Cheng Jue
Hiang and Cheong
Choong Kong

Board of Directors

(Cont'd)

LEE EK TIENG

Mr Lee was appointed a director on 15 March 2001. He is the Group Managing Director of the Government of Singapore Investment Corporation Pte Ltd and a director of Fraser & Neave Ltd. He is also a member of the Temasek Advisory Panel, the Lee Kuan Yew Exchange Fellowship and a director of the Lee Kuan Yew Scholarship Fund.

He was previously Chairman of the Public Utilities Board and Temasek Holdings Pte Ltd, Head of Civil Service and Permanent Secretary (Special Duties) in the Prime Minister's Office, as well as Deputy Chairman of the Monetary Authority of Singapore.

Mr Lee holds a Bachelor's Degree in Engineering from the University of Malaya (Singapore) and has a Diploma in Public Health Engineering from the University of Newcastle-Upon-Tyne (UK). He is a member and Fellow of various professional engineering bodies in Singapore and overseas.

NGIAM TONG DOW

Mr Ngiam was appointed to

the Board on 15 March 2001. He is the Chairman of Surbana Corporation Pte Ltd and a director of United Overseas Bank Ltd, Far Eastern Bank Ltd, Yeo Hiap Seng Ltd, Majulah Connection Ltd and International Medical Insurances Pte Ltd.

He was formerly a director of Temasek Holdings (Pte) Ltd, Overseas Union Bank Ltd, Development Bank of Singapore Ltd and Singapore Airlines Ltd.

Mr Ngiam has a distinguished public service career, having served as Chairman of the Housing & Development Board, Central Provident Fund Board, Economic Development Board, Telecommunications Authority of Singapore, and Deputy Chairman of the Board of Commissioners of Currency. He was also Permanent Secretary of the Prime Minister's Office, the Ministries of Finance, Trade & Industry, National Development, and Communications.

Mr Ngiam holds a Bachelor of Arts (First Class Honors) in Economics from the University of Malaya (Singapore) and

Master of Public Administration from Harvard University.

PHILIP N PILLAI

Dr Pillai was appointed a director on 5 December 2003. He is a Senior Partner in the law firm of Shook Lin & Bok, Singapore. He is currently a director of the Monetary Authority of Singapore, Singapore Technologies Engineering Ltd, Singapore Technologies Electronics Ltd, Hotung Investment Holdings Limited, Slab Services Private Limited and PT Agro Indomas.

He also serves as a member of the Board of Governors, Singapore International Foundation, and the Chairman of the Haggai Institute International Board of Trustees, Atlanta.

He was formerly a director of Lindeteves-Jacoberg Limited.

Dr Pillai holds an LLB First Class Hons (Singapore), LLM (Harvard) and SJD (Harvard).

SUM SOON LIM

Mr Sum was appointed to the Board on 5 December 2003. He



is currently a corporate advisor to Temasek Holdings Pte Ltd.

Mr Sum also sits on the boards of Chartered Semiconductor Manufacturing Ltd, GreenDot Capital Pte Ltd, Singapore Health Services Pte Ltd. and Singapore Technologies Telemedia Pte Ltd. He is also a Commissioner of P.T. Indosat Tbk and a member of the Securities Industry Council.

Mr Sum has worked with the Singapore Economic Development Board, DBS Bank, J.P. Morgan Inc., Overseas Union Bank, Singapore Technologies and Nuri Holdings (S) Pte Ltd, a private investment holding company.

Mr Sum received a B. Sc. (Honors) in Production Engineering from the University of Nottingham, England.

YEONG NING HONG

Dr Yeo was appointed to the Board on 15 March 2001. He is an Advisor to Far East Organisation and a member of the Keppel Technology Advisory Board. He also serves on several businesses, sports and civic organizations, including the

Singapore-US Business Council, Singapore Totalisator Board, Singapore Symphony Orchestra Trust, SEA Games Federation and Singapore National Olympic Council.

Dr Yeo is a former Cabinet Minister and has served in the Ministry of Defence and Ministry of Communications and Information. He was previously the Chairman of PSA Corporation Ltd, Executive Chairman of the Singapore Technologies Group of Companies, as well as a director of DBS Bank Ltd and DBS Group Holdings Ltd.

Dr Yeo holds a MSc, Singapore and a Doctorate in Philosophy, Cambridge University. He also has a distinguished academic record, having been conferred several awards and honorary positions in Singapore and overseas.

LIM KIM SAN

Mr Lim was appointed Senior Advisor on 1 January 2003, upon stepping down as Executive Chairman after 14 years at the helm of the Group. He is responsible for the current organisational and management structure of the Group, having

transformed it into a multi-platform media organisation.

He is also Chairman of Times Publishing Ltd and Singapore Press Holdings Foundation Ltd.

Prior to joining the Group, Mr Lim served as Cabinet Minister in ministries as diverse as National Development, Finance, Defence, Education, Environment and Communications. He was also Chairman of Housing & Development Board, Public Utilities Board, Port of Singapore Authority and Managing Director of Monetary Authority of Singapore. He started his career as a banker and industrialist.

Mr Lim has received several national honours, including the Order of Temasek, NTUC Medal of Honour, PAP Distinguished Service Medal and the prestigious Ramon Magsaysay Award for community leadership. He was conferred an Honorary Degree of Doctor of Laws, National University of Singapore.



From left:
Lee Ek Tieng, Ngiam
Tong Dow, Philip N
Pillai, Sum Soon Lim,
Dr Yeo Ning Hong,
Lim Kim San

Senior Management

CHEONG YIP SENG
Editor-in-Chief, English/Malay Newspapers Division

Mr Cheong has been in journalism for over 40 years.

In January 1987, he became Editor-in-Chief of the English and Malay Newspapers Division, a position he holds today. As Editor-in-Chief, he manages four newspapers – The Straits Times, The Business Times, Berita Harian and The New Paper.

He is a non-executive director of SBS Transit Ltd. In 1997, Mr Cheong received the ASEAN Award for Information. He also serves on the National University of Singapore Council.

ROBIN HU YEE CHENG
Executive Vice President, Chinese Newspapers Division & Newspaper Services Division

Mr Hu joined the SPH group as Executive Vice President, Chinese Newspapers Division and Newspaper Services Division on February 1, 2004. Before joining SPH, Mr Hu was Managing Director of global business in SingTel's wholly-owned National Computer Systems Pte Ltd.

Mr Hu has extensive experience in the public and private sectors in areas such as technology and media. Between 1995 to 2001, he spent six years working in China initially as a member of the Economic Development Board's pioneering team in Suzhou and later as Counsellor (Industry and Investment) in the Singapore Embassy in Beijing before becoming a technopreneur during the heydays of the dotcom era.

LESLIE FONG YIN LEONG
Executive Vice President, Marketing

Mr Fong was born in Singapore in early 1949. He went to Trafalgar Primary School and then Raffles Institution. After obtaining his Higher School Certificate, family circumstances made it necessary for him to start working life.

Mr Fong joined The Straits Times in August 1969 and has stayed with the company ever since. Between 1983 and 1986, he was seconded to Shin Min Daily News, where he became its de-facto chief editor. He became Editor of

The Straits Times in 1987 at the age of 37.

He handed over editorship to Han Fook Kwang in September 2002 and became Editor-at-Large with special responsibilities for China. On April 1, 2005, he took over as head of SPH's Marketing Division.

LOW HUAN PING
Executive Vice President, Technology

Mr Low is the Executive Vice President, Technology. He has been with the Group for 19 years. Previously, he was Chief Executive Officer of SPH AsiaOne Ltd, a subsidiary of SPH, Chairman of CyberWay Pte Ltd and a director of Singapore Cable Vision Limited. Mr Low is also a director of MobileOne Ltd.

Mr Low started his career at the Ministry of Defence, where he subsequently headed various IT departments.

Mr Low holds a Bachelor of Arts (Honours) and Master of Arts from Cambridge University,



where he read Engineering and a Master of Science from the University of Singapore. He also graduated from Harvard's Business School Advanced Management Programme.

WEE LEONG HOW
*Executive Vice President,
Human Resources*

Mr Wee has been with the Group for 21 years, and is currently the Executive Vice President of Human Resources. Mr Wee started his career in the Singapore Civil Service, first as an engineer in the Ministry of Defence followed by a stint in the Foreign Service.

Mr Wee holds a Master of Arts from Cambridge University, where he read Engineering under a Singapore Government scholarship. He also has a Master of Business Administration from the National University of Singapore.

SEOW CHOKE MENG
*Executive Vice President,
Administration Division Cum
Cultural Industry Promotion,
Chinese Newspapers Division*

Mr Seow has been with the newspaper group for the last

25 years after spending 5 years in the airline industry.

He has held various positions, as Administration/Purchasing Manager of Sin Chew Jit Poh and General Manager, Human Resource Operations of SPH. Since 1991, he assumed his role as General Manager, Circulation, Newspaper Services Division, cum General Manager of Chinese Newspapers Editorial Services Department.

Mr Seow is currently Executive Vice President of Administration Division and Cultural Industry Promotion of Chinese Newspapers. Apart from serving in grassroot organisations and several charitable institutions, he also serves as a Council member of the National Arts Council and Promote Mandarin Council. Mr Seow graduated from the University of Singapore with a Bachelor of Science, Honours degree.

MICHAEL CHIN YONG KOK
*Executive Vice President,
Corporate Development
& Properties*

Mr Chin has been with the

Group for 14 years. He is Executive Vice President of the Corporate Development Division and Properties. He started his career with SPH in Corporate Planning/ Business Development Department, and then moved to the Properties Department. He also held concurrent positions in Production and Human Resources Divisions.

Prior to joining SPH, Mr Chin was an engineer in the Public Works Department and a senior manager at Coopers & Lybrand Management Consultants.

He holds a Bachelor of Science, First Class Honours, University of Manchester, a Master of Science, University of Manchester and Master of Business Administration from the National University of Singapore.

ARTHUR SEET KEONG HOE
*Executive Vice President,
Special Duties*

Mr Seet is the Executive Vice President of Special Duties. He was previously the Executive Vice President of Finance of SPH. He held various finance positions in Times Publishing Berhad and

(Back row from left)
Han Fook Kwang,
Michael Chin, Quek Khin
Geok, Low Huan Ping,
Leslie Fong, Lim Jim Koon,
Tony Mallek, Seow Choke
Meng, Ginney Lim, Robin Hu.

(Front row seated from left)
Wee Leong How, Cheong Yip
Seng, Arthur Seet.

(Not in picture) Patrick Daniel

Senior Management

(Cont'd)

in Singapore Newspaper Services Pte Ltd, including Financial Controller and General Manager, Circulation. Mr Seet has been with the Group for over 30 years. Mr Seet is a director of MobileOne Ltd.

TONY MALLEK

Senior Vice President, Finance

Mr Mallek joined SPH Group as Senior Vice President, Finance in June 2003. Prior to this, he was General Manager, Finance for Intraco Ltd. Originally from Hong Kong, he started his career in 1978 in the UK and has been with various US multinationals until 1991 when he was posted to Singapore.

His Singapore experience has mainly been in the healthcare industry, including general manager positions in finance and business development for Parkway Holdings Ltd.

Mr Mallek holds a Bachelor of Technology (Hons), Operations Management from Bradford University and is a Fellow of the Chartered Institute of Management Accountants.

GINNEY LIM

Senior Vice President, Legal, Corporate Relations and Group Company Secretary

Ms Lim is Senior Vice President, Legal, Corporate Relations and Group Company Secretary of Singapore Press Holdings Limited. She is also the General Manager of Singapore Press Holdings Foundation Limited (formerly known as Press Foundation of Singapore Limited).

She has been with SPH since December 1991. She founded the Legal/Secretariat Division in SPH which prior to her joining, had no in-house legal department. She sits on several steering and senior management committees of the Group. She is responsible for the corporate secretarial, legal, insurance and corporate relations functions in the SPH Group.

Prior to joining SPH, Ms Lim was heading the Legal & Secretariat department of NTUC Income. She was also head of the public relations unit in NTUC Income. She has over 20 years of experience in the legal,

corporate secretarial and insurance matters. She holds a Bachelor of Law (Honours) Degree from the National University of Singapore. She is also a Fellow of the Institute of Chartered Secretaries and Administrators and an Associate of the Chartered Insurance Institute. She is a member of the Group 8: Listed Companies Committee of the Singapore International Chamber of Commerce.

PATRICK DANIEL

Managing Editor, English & Malay Newspapers Division

Mr Daniel is the Managing Editor of the English & Malay Newspapers Division of SPH. Before assuming this role in September 2002, he was Editor of The Business Times, Singapore's financial daily published by SPH, a position he held for 10 years.

He has been with the SPH group since 1986. He joined the media after a stint in the Singapore Administrative Service, where his last position was Director in the Ministry of Trade and Industry. He has a BA with Honours in Engineering

Sciences and Economics from University College, Oxford, and a Masters in Public Administration from the Kennedy School of Government, Harvard University.

HAN FOOK KWANG
Editor, The Straits Times

Mr Han Fook Kwang was appointed Editor of The Straits Times on September 2, 2002.

He joined The Straits Times in February 1989, and was made Political Editor in January 1995, in charge of political coverage in The Straits Times.

He is a member of the Bioethics Advisory Committee and the Lifelong Learning Endowment Fund Advisory Council.

He graduated from the University of Leeds in Mechanical Engineering (1975) on a Colombo Plan Scholarship. He also holds a Masters in Public Administration from Harvard University (1983).

Mr Han was awarded the Pingat Bakti Masyarakat (The Public Service Medal) in August 2000.

LIM JIM KOON
Editor, Lianhe Zaobao

Mr Lim has been a journalist for 28 years. He took over the helm of Lianhe Zaobao in December 1993 and has been its Editor since January 1995.

As the person responsible for the overall running of the SPH flagship Chinese paper, he also oversees zaobao.com, the online edition of Zaobao.

He sits on the boards of Urban Redevelopment Authority and Civil Service College.

QUEK KHIN GEOK
Vice President, Internal Audit

Ms Quek holds a Bachelor of Accountancy degree from the University of Singapore and had worked in Pricewaterhouse & Co, Hong Leong Finance Ltd and Overseas Union Bank Ltd previously.

Prior to taking up her present appointment, Ms Quek was the chief audit executive of United Engineers Ltd for more than three years.

Apart from more than 15 years in internal audit, Ms Quek has

also been involved in external audit, credit marketing and operations, and retail banking. Ms Quek is a Fellow of both the Institute of Certified Public Accountants of Singapore (ICPAS) and CPA Australia.

Operations Review

The past year has seen SPH engage its audiences and grow in unprecedented ways. From personnel changes and product revamps, to technology changes and regional expansion into new and related business areas, the Company continued a relentless drive to innovate and reinvent. For these efforts along multiple fronts, SPH enjoyed local and international recognition, in the form of numerous awards and accolades.

NEWSPAPER

ENGLISH & MALAY NEWSPAPERS DIVISION (EMND)

The highpoint for the division was the 160th anniversary of its flagship paper, The Straits Times. Not content to rest on its laurels despite a readership of 1.3 million, the paper undertook fresh initiatives to ensure its continued growth.



Among the most significant were the launch of IN and Little Red Dot, dedicated supplements from The Straits Times, targeted at students.

Launched in January, IN is a 16-page tabloid designed to appeal to teenage readers. The Little Red Dot, meant for upper primary students made its first appearance in July. Schools which subscribe to The Straits Times receive either of these publications free.

In addition, schools that make a minimum order of The Straits Times can form their own Straits Times Media Clubs. Approved by the Ministry of Education as a Co-Curricular Activity, these clubs help students develop their interests in journalism, photography and layout, and earn CCA points doing so.

For its efforts to reach out to younger readers, The Straits Times won the gold medal for circulation marketing at the Pacific Area Newspaper Publishers Association (PANPA) Awards in September.

Three new weekly magazines that come free with The Straits Times, were also launched this year, namely, Mind Your Body, Urban and Digital Life.

The New Paper greeted readers in April with a fresh new look that incorporated new colours, more pictures and graphics, expanded sports coverage, and a new section for young consumers.

Proving that business and arts development go together, The Business Times (BT) launched the BT Budding Artists Fund, which will enable disadvantaged youth from eight to 16 years develop their talents in music, dance, theatre, the visual arts and theatre production. The Fund aims to support 1,000 youngsters by 2006. As part of its commitment, BT will help bring in corporate sponsors.

CHINESE NEWSPAPERS DIVISION (CND)

This year, the division initiated a number of new editions and a host of branding events.

The new editions included an experimental morning tabloid edition of Shin Min Daily News, and a 32-page supplement in conjunction with the new season of football in the English Premier League.

Lianhe Wanbao's (WB) A Guide to Well Being, was launched at the WB Beauty and Healthcare Fair, as an offshoot to its popular Healthcare Monthly. The first issue sold out, and the second issue was launched in October 2005.

Lianhe Zaobao's effort to target secondary school readers – Popcorn – won the Pacific Area Newspaper Publisher's Association (PANPA) Highest Circulation award in the Young Readers category. It was the only Chinese newspaper to win an award.

One of CND's most significant – and noticeable – thrusts has been its many branding events, designed to engage existing readers, while attracting new ones.

Among the most successful CND events were the annual

Opposite left:
Shin Min Daily News launched an experimental morning tabloid to the delight of its readers.

Opposite centre:
Tune in to Straits Times news bulletins on WKRZ91.3FM on weekday mornings.

Opposite right:
SPH journalists working on the new editorial system to enhance newsroom functions.



Left:
With 13 newspapers and about 80 magazines, SPH offers quality news and infotainment to a growing regional and international audience.

Operations Review

(Cont'd)

ZPOP zbNOW Concert for the President's Challenge, the Shin Min Record-Setting Carnival 2005, the Lianhe Wanbao Beauty and Healthcare Fair 2005 and the Zaobao-NTU Annual Competitiveness Report on Ranking Mainland Chinese Economies.

250,000 people experienced the three public events, while the China report was endorsed by the World Bank.

SPH MAGAZINES (SPHM)

SPHM made significant strides during the year, strengthening its position as the leading magazine publisher in Singapore and the region.

In a move consolidating some of the biggest women's and lifestyle titles in the market, SPHM completed the acquisition of Blu Inc Group and Magazines Incorporated Ltd.

With the new publishing arm on board, SPHM now has about 80 titles in its stable, including Female, Nuyou, Seventeen, Men's Health, The Peak, and Eat!, on top of its established best-selling magazines Her World, Shape, Young Parents, and Home & Décor.

The acquisition streamlined SPHM's business in Malaysia and strengthened its foothold in the growing magazine market there.

SPHM also launched and acquired Maxim Singapore, The Peak Hong Kong, Simply Her, ICON, and a movie magazine FIRST. It also started publishing Maxim Thailand in a joint venture with GMM Times, and took a 49 per cent stake in Thai publisher, Traffic Corner Publishing.

In July 2005, Her World, Singapore's best-selling and most widely-read women's magazine, celebrated its 45th anniversary with a big birthday bash, road shows, extensive reader promotions, and a car give-away.

MARKETING

Total advertising revenue for the past FY was higher than last year, with the top performers being The Straits Times, The Business Times, Lianhe Wanbao, Shin Min, Berita Minggu and Friday Weekly.

Of the 12 industry sectors, the five best-performing were in Property, IT/Office Equipment, Banking & Finance, Fashion & Beauty and Transport/Petrochemical/Industrial Production. The Property sector turned in the highest revenue growth of the sectors.

During the year, the Marketing Division introduced a number of initiatives and promotional events designed to generate additional value for advertisers, revenue for SPH

and greater customer and reader contact. Among them were a new ST Classified masthead and front cover, and revamped TNP fastads.

Major branding campaigns were also carried out for The Straits Times' 160th Anniversary, and the revamps of The New Paper, The Straits Times and The Business Times.

CIRCULATION

SPH enjoyed an increase in newspaper circulation revenue this year, helped in part by the newspaper cover price hike that took effect on January 16, 2004.

However, total daily average circulation for newspapers dropped by 1.3 per cent over the previous year, mainly because of a dip in sales in the first six months.

The Circulation Division continues to expand its magazine distribution business with an addition of 9 new third-party titles this year. With the expansion of SPH Magazines, total magazine sales, including the newly acquired Blu Inc titles, increased by 9.2 per cent over the previous year.

Leveraging on The Straits Times' 160th anniversary celebrations, the Circulation Division introduced a \$160 subscription package in July and attracted 590 new subscribers.

This followed the introduction, a month earlier, of The Newspaper in Charity Scheme, to persuade

Bottom left:
A toast to Her World's 45 fabulous years from the management and staff of SPH Magazines.

Bottom right:
The Straits Times celebrated its 160th anniversary in 2005.



holidaying subscribers to donate their newspapers to charity organisations while they were away.

ONLINE PRODUCTS

AsiaOne.com was revamped in March 2005 to provide round-the-clock news content and other online services to the Internet community.

The Straits Times' online edition, ST Interactive (STI), became a subscriber-based website in March, after 10 years as Singapore's most-read free English digital daily. STI is the second Singapore news site to charge for access after The Business Times.

STI introduced Podcasting for the first time in August 2005, offering the online community first hand news stories for downloads into their MP3 players.

In January 2005, AsiaOne.com and Zaobao.com set up the only bilingual Investor Relations sites in Singapore for listed companies to reach out to their shareholders and investors. Together, both websites attract over 300 million pageviews and 5 million visitors every month.

PROPERTIES

Revenue from our property segment went up 8.3 per cent. Paragon, which enjoys 100 per cent occupancy in its retail space, is expected to continue to yield

more than 10 per cent return on equity per annum.

Other non-core property assets, including the Times Industrial Building site, will be divested at the appropriate time to maximise shareholder value.

IT DEVELOPMENT

A new computer system will change the face of operations in the English and Malay newspaper newsrooms.

Considered one of the largest newsroom system changes in the world, it comprises three parts: editing and layout software called Hermes, an assignment software called Newsplanner, and Nica, designed to manage photo-workflow and page archives.

NEW & EMERGING BUSINESS

Outdoor Advertising

SPH moved into the new advertising platform with the purchase of an 80 per cent stake in a new business that runs a network of four large LED screens and 400 LCD and plasma displays across the country.

The move extends SPH's core business into outdoor advertising, which is projected to grow at about 8 per cent per annum here for the next three to five years.

With the screens found all over Singapore, SPH can offer clients

greater exposure, visibility and added flexibility to reach their target audiences.

To handle the new business, which will focus on motion and static media advertising, as well as event management, the Company incorporated a new subsidiary, SPH MediaBoxOffice Pte Ltd.

RADIO

SPH operates two radio stations, UFM 100.3 FM in Chinese and WKRZ 91.3 FM in English, under a joint venture company, UnionWorks, with NTUC Media.

UnionWorks revamped WKRZ in September to reach a powerful but under-served group – professional working women. And in a concerted bid to synergise with the Company's other media platforms, it has begun to expand on its programming content by tapping the SPH newsrooms.

Daily broadcasts of news from The Straits Times, The New Paper, Lianhe Zaobao, Lianhe Wanbao and Shin Min, plus the cross-marketing of each other's events, are just the beginning of SPH's entry into radio broadcasting.

CORPORATE CITIZENRY

It was a busy year for SPH with the company fostering community spirit through its support of a wide range of community and charity events.

Bottom left:
Paragon at Orchard Road enjoys 100 per cent occupancy in its retail space.

Bottom right:
SPH MediaBoxOffice delivers the best outdoor advertising options for advertisers.



Operations Review

(Cont'd)

SPH played a significant role in December 2004 when it mounted a huge relief effort to collect aid for the ravaged countries. The effort raised \$8 million and 40 container-loads of aid for the tsunami victims.

SPH continued to contribute generously in the area of arts and culture, education, conservation and charity.

The Company launched the year-long SPH Gift of Music series in May this year at the Botanic Gardens. The concert series features renowned international and local talents including the Singapore Symphony Orchestra and the Singapore Chinese Orchestra.

For its generous support of local arts, SPH was named Distinguished Patron of the Arts by National Arts Council for the 13th consecutive year.

It was also honoured as Singapore's top corporate giver by the National Volunteer and Philanthropy Centre with a record \$4.3 million in donations and sponsorships to the community in 2004.

AWARDS & ACCOLADES

SPH continued its award-winning streak, receiving recognition for editorial, design, marketing and print quality excellence, from the newspaper industry in the region and worldwide. The

Company was also commended for its business practices and performance.

Corporate Governance

- SPH received the Most Transparent Company Award for companies in the non-electronics manufacturing sector in September 2004. This is the 4th time SPH has won this award from the Securities Investors Association of Singapore (SIAS).

Promoter of the Arts

- Honoured with the Distinguished Patron of the Arts Award from the National Arts Council. SPH has won this award every year since 1993.

NEWSPAPERS

The Straits Times

- Won two Society of Publishers in Asia (SOPA) awards for excellence in design and photography in May 2005.

The redesigned Straits Times was runner-up in the newspaper design category, while photographers Wang Hui Fen and Desmond Foo bagged a joint second prize in the features category.

- The Straits Times won six awards in five categories at IFRA's annual Asia Media Awards in April 2005. This includes silvers for best in

newspaper design and print, awards for photographers Joyce Fang and Terence Tan, and one for best infographic.

IFRA is the world's leading organisation for newspaper and media publishing that brings together more than 2,000 publishing companies and suppliers from over 60 countries.

- Straits Times' correspondent Lee Su Shyan was named Best Financial Journalist of the year by the Securities Investors Association of Singapore (SIAS) for her stories that advanced investor interests.

- In November 2004, the paper won the Innovative Fund Raising Initiative award at the inaugural National Volunteerism & Philanthropy Awards for The Straits Times School Pocket Money Fund.

- Won a special award from the Pacific Area Newspaper Publishers' Association (PANPA), for its efforts to reach out to young readers – raising sales to schools from 5,000 copies to 35,000 in just one year.

The Business Times

- Won bronze awards for Best in Print and Best in Design categories for newspapers at IFRA's Asia Media Awards in April 2005.

Bottom left:
(From left) Army Logistics officer Colonel Ng Tiong Lee, Steven Lee from DHL Danzas, Winston Choo from Red Cross and Cheong Yip Seng of SPH at the thank you ceremony for donors and volunteers who helped in providing aid for Tsunami disaster victims.

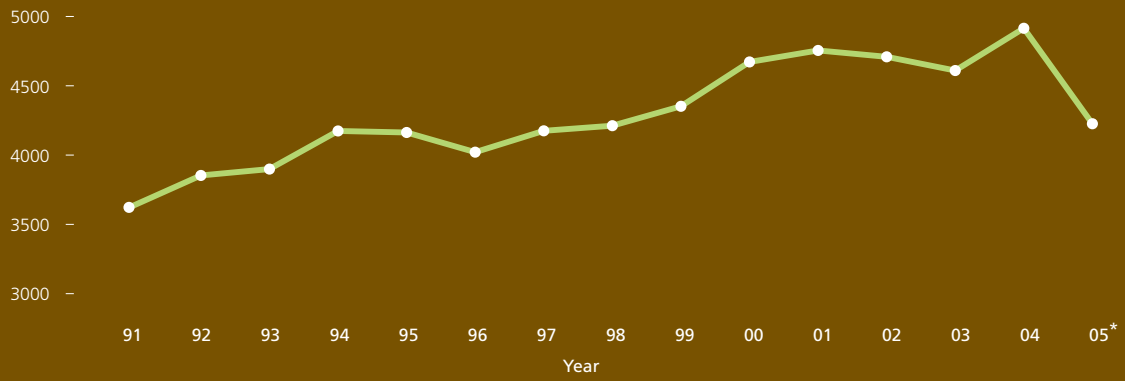
Bottom right:
Straits Times Editor Han Fook Kwang (left) with his award-winning journalists at the SOPA awards.



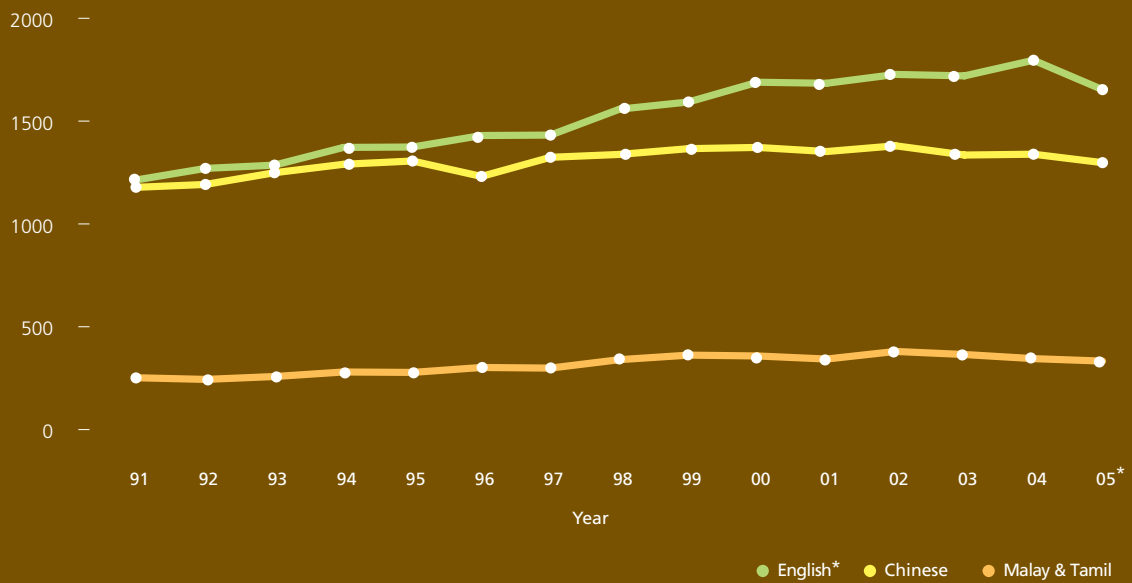
daily average circulation for August 2005



SPH Newspaper Gross Readership Trends ('000)



SPH Newspaper Gross Readership Trends ('000)



* *Streets ceased publication from January 2005.*

- Journalist Wong Wei Kong won a special award at the SIAS' transparency awards for companies and journalists in September 2004.

The New Paper

- Mohd Ishak Samon won the Newspaper Photographer of the Year Gold Award at the IFRA Asia Media Awards in April 2005. A month later, he came in second for excellence in the news photography category in the Society of Publishers in Asia (SOPA) awards. Reporter Teh Jen Lee was runner-up for the Local Journalist Award at the same event.
- Business Editor Conrad Raj won a special SIAS award for making an impact on the investment community when he was writing for *Streets*.

Berita Harian

The Malay paper won a silver for best in print at IFRA's Asia Media Awards.

Lianhe Zaobao

- In September 2004, journalist Loh Woon Yen won the SIAS Most Promising Journalist award for making 'the most impact on the investing community'.
- Sports Editor Low Liong Guan won two awards

– the "2004 Friends of the Council" award and the "Sporting Singapore Inspiration 2004" award from the Singapore Sports Council, for his contributions to the development of local sports.

MAGAZINES

Young Parents

- Young Parents Baby was runner-up for magazine front cover design in the Society of Publishers in Asia (SOPA) awards in May.

Home & Decor

Won a bronze at IFRA's Asia Media Awards for best in design.

MARKETING DIVISION

- The Creative Services Department won an award for Best Campaign for the "Power of Newspapers" at the PANPA Annual Advertising Awards in Sydney in April. The campaign was designed to hype up Lianhe Zaobao's Sunday edition.
- In May 2005, Tham Khai Wor, the former Senior Executive Vice President of Marketing Division won the top advertising Max Lewis Gold Medal award for his contributions to advertising in Singapore.
- Classified Advertising picked up two awards at the 2005 Advertising, Circulation and Marketing Excellence (ACME) Awards. The first was for a set of advertisements designed for Food Fest 2003 that won an award of excellence, while the second was a merit award for a car event, named Car-nival.
- Classified Advertisements Telephone Sales (CATS) team grabbed three awards in 2004's Annual Call Centre Awards. A sales manager won silver for the "Team Leader of the Year" for a call centre with above 50 seats, while Chinese CATS received the "highly commended award for a call centre with below 50 seats. The English and Bilingual CATS clinched the "creativity award", a new category in 2004.
- Classified Advertisements also won second spot for brand and image development at the International Newspaper Marketing Association awards for its campaign for ST Recruit pages.

Milestones

September 1

AsiaOne, which manages the various Internet portals of SPH online publications such as AsiaOne.com, Straits Times Interactive (STI), Business Times Online and Zaobao.com, renamed SPH Internet Business.

September 13

Launch of Maxim Singapore by SPH Magazines. The monthly is the world's biggest men's general interest magazine, selling four million copies with 26 editions in 36 countries.



<< September 17

SPH and MediaCorp announce merging of mass-market television and free newspaper operations.



<< September 21

Smash hit musical Mamma Mia!, presented by The Straits Times, runs for three months till December at the Esplanade Theatre.

September 26

SPH receives the 13th Distinguished Patron of the Arts Award given by National Arts Council.



<<< October

SPH Magazines launches another new magazine Simply Her which targets busy, multi-tasking career women in Singapore.

October 31

The Straits Times kicks off another round of School Pocket Money Fund activities which is SPH's biggest fund-raiser.

December 6

Dr Michael Fam and Mr Tang I-Fang, the two last founding members of the SPH Board of Directors, step down. Dr Fam and Mr Tang were with the Board since SPH was first established in August 1984.



<< December 6
Sponsored by SPH, the SPH Tchaikovsky Festival features three concerts by the Russian National Orchestra at the Esplanade from Dec 6 to 8. Performing alongside the RNO is Singapore's violin prodigy Min Lee and Russian pianist Mikhail Rudy.



<< December 29
SPH launches a nine-day public donation drive to raise funds and collect aid for tsunami-ravaged countries.

January
The Straits Times launches IN magazine and a YouthInk section for youth readers. IN, a weekly student magazine, is distributed free with Monday's issue of the newspaper in secondary schools. YouthInk is a section specially for youth with stories written by students.

January
SPH Magazines buys a 49 per cent stake in Thai publisher, Traffic Corner Publishing, for about \$3.3 million.



<< February 7
70,000 flock to the opening of River Hong Bao 2005, the annual Chinese New Year celebration at Marina Promenade organised by Chinese Newspapers Division.

>> March
Icon, Singapore's first Chinese language women's luxury magazine, is launched by SPH Magazines. Apart from newstands, the magazine is also distributed at country clubs, selected hotels, and on airlines.



>> March
Two outstanding women – legal consultant Annabel Pennefather and national table tennis player Li Jia Wei, are honoured at the annual Her World Woman of the Year awards.



Milestones

(Cont'd)

>> April 1

SPH Magazines and Blu Inc and Magazines Incorporated come under the same roof at the Genting Lane office, which is named Media Centre in July.



May

Circulation comes up with a Free Holiday Newspapers for Charities programme which encourages subscribers to donate their newspapers to charity homes when they go on long vacations.

May 1

SPH launches the SPH Gift of Music, a year-long series of concerts to bring music to the community. The Singapore Symphony Orchestra kicks off the series with a concert at the new Shaw Foundation Symphony Stage at Botanic Gardens.



<< May 22

The annual New Paper Big Walk, into its 15th year, attracts over 50,000 walkers.



<< May 27

The World Book Fair celebrates its 20th anniversary. The annual book fair is organised by the Chinese Newspapers Division.

June 3

18 bright young students are offered the SPH scholarship to study in Singapore and other countries. They will return to work in the various newspapers.

>> June 19

More than 5,600 staff and their family members have a fun-filled time at the SPH Family Day at the Singapore Zoo.





<< July
Her World, Singapore's best-selling female magazine, turns 45 years old while Shape, the baby in the SPH Magazines' stable, celebrates its first anniversary.

>> July 3
The Straits Times kicks off its month-long 160th anniversary celebrations with a pop concert at the Botanic Gardens. It draws an estimated 10,000 readers and music lovers to the park.



>> July 5
Little Red Dot, an education supplement designed specially for primary school students, is launched. It is bundled with The Straits Times and delivered to subscribing schools every Tuesday.



<< July 23
The year's hottest pop concert ZPop zbNOW Concert, organised by Chinese Newspapers Division, raises over \$180,000 for 47 charity organisations through ticket sales.

>> August 3
Chairman of Mercy Relief Zulkifli Baharudin is awarded the Berita Harian of the Year award given by Berita Harian.



>> August 12
SPH donates \$160,000 to 16 charities caring for the needy elderly, as part of The Straits Times' 160th anniversary celebrations.



August 26
The Singapore Writers Festival, sponsored by SPH and SPH Foundation, brings together over 70 local and international writers from 16 countries with 88 programmes in the 10-day event for literary enthusiasts.



<< August 31
The New Paper Be Yourself Day, which allows students to come to school in their creative best, raises over \$97,000.

Corporate Governance Report

SPH is committed to achieving high standards of corporate governance, to promote corporate transparency, and protect and enhance shareholder value. It has adopted a framework of corporate governance policies and practices in line with the principles and best practices set out in the Code of Corporate Governance (Code).

SPH has complied with the requirements of the Code as well as the Singapore Exchange Listing Manual (Listing Manual) requirements. There are other sections in this annual report which have an impact on the disclosures required. The annual report should be read in totality for SPH's full compliance.

SPH has received recognition in the form of accolades and awards from the investment community for its good corporate governance practices and transparency in management and reporting (please refer to page 26 for details).

BOARD OF DIRECTORS

Board's Conduct of its Affairs

The principal responsibilities of the Board are:

1. Reviewing and approving the corporate policies, strategies, budgets and financial plans of the Company;

2. Monitoring financial performance including approval of the annual and interim financial reports;

3. Reviewing the processes for evaluating the adequacy of internal controls, risk management, financial reporting and compliance;

4. Approving the nominations of Directors and appointment of senior management, and determining and reviewing their remuneration levels;

5. Approving major funding proposals, investments, acquisitions and divestment proposals; and

6. Assuming responsibility for corporate governance.

The Board conducts regular scheduled meetings on a quarterly basis. Ad-hoc meetings are convened when circumstances require. The Articles allow a board meeting to be conducted by way of a tele-conference. The attendance of the Directors at meetings of the Board and Board Committees, as well as the frequency of such meetings, is disclosed on page 42. A Director who fails to attend three Board

or Board Committee meetings consecutively, without good reason, will not be nominated by the Nominating Committee for re-appointment and will be deemed to have resigned.

The Chairman leads the Board to ensure its effectiveness on all aspects of its role. He ensures that board meetings are held when necessary and sets the board meeting agenda in consultation with the Chief Executive Officer (CEO). He ensures effective communications with shareholders, facilitates effective communications between the Board and the Management, and promotes high standards of corporate governance. The Chairman ensures that board members are provided with complete, adequate and timely information. As a general rule, board papers are sent to Directors at least one week in advance in order for Directors to be adequately prepared for the meeting. Senior management staff are invited to attend board meetings to answer any queries that the Directors may have on the Group's operations. The Directors may from time to time, also request to meet without Management's

presence. In the last financial year, the Board had met without the CEO and other management staff's presence.

The Company Secretary attends all Board meetings and is responsible to ensure that board procedures are followed. It is the Company Secretary's responsibility to ensure that the Company complies with the requirements of the Companies Act and the Listing Manual. Together with the other management staff of SPH, the Company Secretary is responsible for compliance with all other statutes, rules and regulations which are applicable to the Company.

The Company has in place financial authorization and approval limits for operating and capital expenditure, credit lines and acquisition and disposal of assets and investments.

Access to Information

The Board is provided with quarterly financial accounts, other financial statements and progress reports of the Group's business operations. Directors have unrestricted access to the Company's senior management.

Should Directors, whether as a group or individually, need independent professional advice relating to the Company's affairs, the Company Secretary will appoint a professional advisor to render the advice and keep the Audit Committee informed of such advice. The cost of such professional advice will be borne by the Company.

Board Composition

Currently, the Board comprises 11 Directors, all of whom, except for the CEO, are non-executive and independent directors. Details of the Directors' academic and professional qualifications and other appointments are set out on pages 14 to 17 of the annual report. No former chief executive officer of the Company is a Director.

The Company's Articles allow for the appointment of a maximum of 12 Directors. The size and composition of the Board are reviewed from time to time by the Nominating Committee (NC), which is of the view that the current Board size (of 11 Directors) is appropriate, taking into account the nature and scope of the Group's operations.

The NC is also of the view that the current Board comprises persons who as a group, possess the relevant qualifications, experience and core competencies necessary to manage the Company.

The independence of each Director is reviewed annually by the NC. The NC adopts the Code's definition of what constitutes an independent director in its review. As a result of the NC's review of the independence of each Director for this financial year, the NC is of the view that the non-executive Directors are independent directors and further, that no individual or small group of individuals dominate the Board's decision making process.

Chairman and CEO

The Company has a separate Chairman and CEO. The Chairman is a non-executive and independent director.

The CEO is the chief executive in the Company and bears executive responsibility for the Company's business, while the Chairman bears responsibility for the workings of the Board. The Chairman and the CEO are not related.

Corporate Governance Report

(Cont'd)

Board Membership and Renewal Process

The NC recommends all appointments and re-appointments of Directors to the Board and the Board Committees. All Directors are required to hold at least one management share each under the Articles of Association of the Company, subject to the approval of the Minister for Communications, Information and the Arts.

New Directors are at present appointed by way of a board resolution, after the NC recommends their appointment for the approval of the Board. New Directors thus appointed by way of board resolution must submit themselves for re-election at the next AGM.

Article 111 of the Articles requires one third of the Directors, or the number nearest to one third, to retire by rotation at every AGM. These Directors may offer themselves for re-election, if eligible. Directors of or over 70 years of age are required to be re-elected every year at the AGM under Section 153(6) of the Companies Act before they can continue to act as a Director.

Board Performance

The NC evaluated the Board's performance as a whole, and that of individual Directors, in this year based on performance criteria set by the Board. The performance criteria included an evaluation of the size and composition of the Board, the Board's access to information, Board processes, Board performance in relation to discharging its principal functions and fiduciary duties, and communication with top management, attendance record, and intensity and quality of participation at meetings.

Director Training

Directors are kept informed of the relevant training available either inhouse or organised externally. A comprehensive orientation programme and site visits are organized for new Directors to familiarize them with the Group's operations, organization structure and corporate policies, to give them a better understanding of SPH's business and the media industry, and to help them settle into their new roles. They are briefed on the Company's corporate governance practices and the regulatory regime, and are updated from time to time on changes in relevant laws and regulations

Directors may also request further explanations, briefings or informal discussions on any aspect of the Group's operations or business issues from the management.

BOARD COMMITTEES

To facilitate effective management, certain functions have been delegated by the Board to various Board Committees, which review and make recommendations to the Board on specific areas.

Executive Committee (EC)

The EC currently comprises seven members, five of whom are independent non-executive directors. They are:

- Lim Chin Beng (Chairman)
- Cham Tao Soon
- Lim Kim San
- Chan Heng Loon Alan
- Ngiam Tong Dow
- Sum Soon Lim
- Tony Tan Keng Yam

The EC is chaired by the Chairman of the Board.

The EC's principal responsibilities are:

1. To review, with Management, and recommend to the Board the overall corporate strategy, objectives and policies of the Group, and monitor their implementation;

- | | | |
|--|---|---|
| <p>2. To consider and recommend to the Board, the Group's five year plan and annual operating and capital budgets;</p> <p>3. To review and recommend to the Board proposed investments and acquisitions of the Company and its subsidiaries which do not fall within the Company's core businesses but which are considered strategic investments for the long-term prospects of the Company;</p> <p>4. To oversee the enterprise risk management function, by ensuring the implementation of a formal risk management framework for the Group;</p> <p>5. To approve the affixation of the Common Seal onto any document in accordance with the Company's Articles of Association;</p> <p>6. To act on behalf of the Board in urgent situations, when it is not feasible to convene a meeting of the entire Board; and</p> <p>7. To carry out such other functions as may be delegated to it by the Board.</p> | <p>four members, all of whom are independent non-executive directors. They are:</p> <ul style="list-style-type: none"> • Sum Soon Lim (Chairman) • Willie Cheng Jue Hiang • Cheong Choong Kong • Lee Ek Tieng <p>All the members of the AC have many years of experience in board and senior management positions in the accounting and related financial fields. The NC is of the view that the members of the AC have sufficient financial management expertise and experience to discharge the AC's functions.</p> <p>The AC performs the following main functions:</p> <ol style="list-style-type: none"> 1. To review annual audit plans and audit reports of external and internal auditors; 2. To review the auditors' evaluation of the system of internal accounting controls; 3. To review the balance sheet and profit and loss account of the Company and the consolidated balance sheet and profit and loss account of the Group before they are submitted to the Board for approval; | <p>4. To review the scope, results and adequacy of the internal audit function, procedures and its cost effectiveness;</p> <p>5. To review any interested person transactions as defined under the Listing Manual;</p> <p>6. To review the independence, objectivity and cost effectiveness of the external auditors and the nature and extent of non-audit services supplied by the external auditors so as to balance the maintenance of objectivity and value for money;</p> <p>7. To recommend to the Board the appointment of external auditors; and</p> <p>8. To oversee any internal investigation into cases of fraud and irregularities.</p> <p>The AC has conducted an annual review of the volume of non-audit services to satisfy itself that the nature and extent of such services will not prejudice the independence and objectivity of the external auditors before confirming their re-nomination.</p> <p>The AC meets with the external and internal auditors, without the</p> |
|--|---|---|

Audit Committee (AC)

The AC currently comprises

Corporate Governance Report

(Cont'd)

presence of Management, at least once a year. The audit partner of the external auditors is rotated every five years, in accordance with the requirements of the Listing Manual.

Internal Controls

In the course of their statutory audit, the Company's external auditors will highlight any material internal control weaknesses which have come to their attention in carrying out their normal audit, which is designed primarily to enable them to express their opinion on the financial statements. Such material internal control weaknesses noted during their audit, and recommendations, if any, by the external auditors are reported to the AC.

The Internal Audit Division (IAD) has an annual audit plan, which complements that of the external auditors. IAD's plan focuses on material internal control systems including financial, operational, IT and compliance controls, and risk management. IAD also provides advice on security and control in new systems development, recommends improvements to the effectiveness and economy of operations, and contributes to risk management and corporate governance

processes. Any material non-compliance or lapses in internal controls together with corrective measures are reported to the AC.

Based on the audit reports and management controls in place, the AC is satisfied that the internal control systems provide reasonable assurance that assets are safeguarded, that proper accounting records are maintained and financial statements are reliable.

Internal Audit

IAD is staffed with eight audit executives, including the Head of Internal Audit, who is a Fellow Certified Public Accountant of the Institute of Certified Public Accountants of Singapore (ICPAS) and of CPA Australia. All staff have to adhere to a code of ethics adopted from The Institute of Internal Auditors, US (IIA). The Head of Internal Audit reports directly to the chairman of the AC on audit matters, and to the CEO on administrative matters. IAD has adopted the Standards for Professional Practice of Internal Auditing set by IIA and ensures staff competency through specialized training and exposure to major business and support areas.

The AC reviews IAD's reports on a quarterly basis. The AC also reviews and approves the annual IA plans and resources to ensure that IAD has the necessary resources to adequately perform its functions.

Nominating Committee (NC)

The NC currently comprises five members, all of whom are independent non-executive directors. They are:

- Lee Ek Tieng (Chairman)
- Lim Chin Beng
- Ngiam Tong Dow
- Philip N Pillai
- Tony Tan Keng Yam

The NC's principal functions are:

1. To make recommendations to the Board on all board appointments;
2. To be responsible for the re-nomination of Directors, having regard to the Director's contribution and performance (e.g. attendance, preparedness and participation) including, if applicable, as an independent director;
3. To determine annually whether or not a Director is independent, bearing in mind the circumstances set forth in paragraph 2.1 of

the Code of Corporate Governance, and any other salient factors;

4. To decide whether or not a Director is able to and has been adequately carrying out his duties as Director of the Company; and
5. To assess the effectiveness of the Board as a whole, the contribution by each individual Director to the effectiveness of the Board and to decide how the Board's performance may be evaluated.

Remuneration Committee (RC)

The RC currently comprises five Directors, all of whom are independent non-executive directors. They are:

- Ngiam Tong Dow (Chairman)
- Cham Tao Soon
- Lim Chin Beng
- Tony Tan Keng Yam
- Yeo Ning Hong

Members of the RC are knowledgeable in the field of executive compensation and have access to expert advice inside and/or outside the Company.

The head of the Human Resources Division is secretary to the RC,

whilst the Company Secretary is the administrator of the Group's share option scheme.

The RC's principal responsibilities are:

1. To recommend to the Board of Directors a framework of remuneration for the Board and key executives;
2. To determine specific remuneration packages for each executive director and the CEO or executive of similar rank if the CEO is not an executive director;
3. To recommend to the Board for endorsement the remuneration of the CEO;
4. To consider and approve salary and bonus recommendations in respect of senior executives;
5. To decide on all aspects of remuneration, including but not limited to Directors' fees, salaries, allowances, bonuses, options, long term incentive schemes, including share schemes, and benefits in kind; and
6. To administer the Group's share option scheme and

to decide on the allocations and grants of options to eligible participants under the share option scheme.

The RC also reviews the succession plan of key executives of the Group, including the CEO.

DISCLOSURE ON REMUNERATION **Directors' Remuneration**

The CEO's remuneration package includes a variable bonus element which is performance-related, and also stock options which have been designed to align his interests with those of shareholders. As an executive director, the CEO does not receive Directors' fees.

Non-executive directors have no service contracts.

Non-executive directors, including the Chairman, are paid Directors' fees, subject to approval at the AGM. A breakdown, showing the level and mix of each individual Director's remuneration payable for the financial year ended August 31, 2005 is as follows:

Corporate Governance Report

(Cont'd)

Name of Director	Directors' Fees (%)	Base/ Fixed Salary (%)	Variable or Bonuses (%)	Benefits in Kind (%)	Total (%)
Executive Directors					
<i>\$1,000,000 to \$1,249,999</i>					
Chan Heng Loon Alan	–	59.22	38.17	2.61	100
Independent Directors					
<i>Below \$250,000</i>					
Lim Chin Beng (Chairman)	85.02	–	–	14.98	100
Cham Tao Soon (Deputy Chairman)	100	–	–	–	100
Willie Cheng Jue Hiang	100	–	–	–	100
Cheong Choong Kong	100	–	–	–	100
Michael Y.O. Fam (retired on 6.12.2004)	100	–	–	–	100
Lee Ek Tieng	100	–	–	–	100
Ngiam Tong Dow	100	–	–	–	100
Philip N Pillai	100	–	–	–	100
Sum Soon Lim	100	–	–	–	100
Tang I-Fang (retired on 6.12.2004)	100	–	–	–	100
Yeo Ning Hong	100	–	–	–	100

Remuneration of Executives

Number of top five executives of the Company (excluding the CEO in above table) in each remuneration band for this financial year:

Remuneration Bands	No. of Executives
\$1,000,000 to \$1,249,999	1
\$750,000 to \$999,999	–
\$500,000 to \$749,999	2
\$250,000 to \$499,999	2
Total	5

The Company adopts a remuneration policy for staff comprising a fixed component, a variable component and benefits in kind. The fixed component is in the form of a base salary. The variable component is in the form of a variable bonus that is linked to the Company's and individual performance. The benefits in kind would include club and car benefits. The RC will approve the bonus for distribution to staff based on individual performance. Another element of the variable component is the grant of share options to staff under the share option scheme. This seeks to align the interests of staff with that of the shareholders.

The remuneration of Directors and Executives shown in the above tables excludes the value of stock options granted and income derived from stock options exercised during the financial year under the Company's share option scheme. Only executive directors may participate in the share option scheme. Non-executive directors are not eligible to do so under the scheme rules.

The Singapore Financial Reporting Standard (FRS) 102 on Share-based Payment requires an entity to reflect in its profit or loss and financial position the effects of share-based transactions, including expenses associated with transactions in which share

options are granted to employees. This standard will apply to the Group from the financial year beginning 1 September 2005, whereby the value of stock options granted and income derived from stock options will be reflected in the Group's financial statements and disclosures.

The Company does not employ any immediate family member of any Director or the CEO.

COMMUNICATIONS WITH INVESTORS AND SHAREHOLDERS & SHAREHOLDER PARTICIPATION AT AGM

The Company holds analysts' briefings of its half-year and full-year results and a media briefing of its full year results. The quarterly financial results are published through the SGXNET, news releases and the Company's corporate website. Notice of the date of release of the results is given through SGXNET a few days before the publication.

The Company does not practise selective disclosure. Price-sensitive information is first publicly released through SGXNET, either before the Company meets with any group of investors or analysts or simultaneously with such meetings. All shareholders of the Company receive the summary

financial report, and, on request, the full annual report, and notice of AGM, which is held within four months after the close of the financial year. The notice is also advertised in the newspapers. The summary financial report and the annual report are also available on the Company's corporate website, www.sph.com.sg.

All Directors, including the Chairmen of the EC, AC, NC and RC and senior management are in attendance at the AGMs and Extraordinary General Meetings to allow shareholders the opportunity to air their views and ask Directors or management questions regarding the Company. The external auditors are also invited to attend the AGMs to assist the Directors in answering any queries relating to the conduct of the audit and the preparation and content of the auditors' report.

The Articles allow a shareholder to appoint one or two proxies to attend and vote instead of the shareholder. The Articles currently do not allow a shareholder to vote in absentia.

The Company is in full support of shareholder participation at AGMs. For those who hold their shares through CPF nominees and who are not registered as shareholders of the Company, the Company welcomes them to attend the AGM as observers.

Corporate Governance Report

(Cont'd)

Interested Person Transactions

SPH has an internal policy in respect of any transactions with interested persons and has in place a process to review and approve any interested person transactions. For this financial year, there were no interested person transactions.

CODE OF BUSINESS ETHICS

The Group has an existing Code of Employee Conduct and Business Ethics Policy. This regulates the ethical conduct of its employees who are required to observe and maintain high standards of

integrity, and also sets out a fraud management policy.

DEALINGS IN SECURITIES

The Group has adopted an internal code in conformity with the provisions of the Best Practices Guide in the Listing Manual to provide guidance to its Directors and key staff in relation to the dealings in the Company's securities. In line with the guidelines, Directors and key staff of the Group who have access to price-sensitive and confidential information are not permitted to deal in the Company's securities during the periods commencing two weeks before the

announcement of the Group's first and third quarter financial results and one month before the announcement of the Group's half year and full year financial results, and ending on the date of the announcement of such results respectively, or when they are in possession of unpublished price-sensitive information on the Group. A system of reporting of securities dealings by Directors to the Company Secretary and by key staff to the Head of Human Resources Division, has also been established to effectively monitor the dealings of these parties in the securities of the Company.

DIRECTORS' ATTENDANCE RECORD AT BOARD AND BOARD COMMITTEE MEETINGS

for the financial year ended August 31, 2005

Name of Director	Main Board	Executive Committee	Audit Committee	Remuneration Committee
Lim Chin Beng (Chairman)	6 out of 6	3 out of 4	–	2 out of 2
Cham Tao Soon (Deputy Chairman)	5 out of 6	4 out of 4	–	2 out of 2 [^]
Chan Heng Loon Alan (CEO)	6 out of 6	4 out of 4	–	–
Willie Cheng Jue Hiang	6 out of 6	–	4 out of 4	–
Cheong Choong Kong	5 out of 6	–	4 out of 4	–
Michael Y.O. Fam (retired on 6.12.04)	1 out of 1	1 out of 1	–	–
Lee Ek Tieng	5 out of 6	–	3 out of 4	–
Ngiam Tong Dow	6 out of 6	3 out of 4	–	2 out of 2
Philip N Pillai	3 out of 6	–	–	– [^]
Sum Soon Lim	6 out of 6	3 out of 3 [@]	3 out of 4	–
Tang I-Fang (retired on 6.12.04)	1 out of 1	–	1 out of 1	–
Yeo Ning Hong	6 out of 6	–	–	2 out of 2

Notes :

[@] **Executive Committee**

Mr Sum Soon Lim was appointed as member on 6.12.2004

[^] **Remuneration Committee**

Prof Cham Tao Soon was appointed as member on 6.12.2004.

Dr Philip N Pillai resigned as a member on 6.12.2004

Nominating Committee

There was no Nominating Committee meeting during the Financial Year.

ENTERPRISE RISK MANAGEMENT

SPH recognizes the importance of enterprise risk management process (ERM) and has set up an ERM unit, which reports to the Executive Committee.

SPH has institutionalized its risk management practices under a formal ERM framework in 2004, with the assistance of external consultants. The ERM framework seeks to help senior management better define and manage uncertainties and threats to the Group's businesses. The framework incorporates a continuous and iterative 4-step process for enhancing risk awareness and promoting a culture of risk management across the organisation:

- **Identification.** Significant risks, in the broad areas of strategic, regulatory, operational, and financial are systematically identified, evaluated and prioritised based on consequence and likelihood of occurrence. Key stakeholders such as shareholders, partners, customers and employees are considered.
- **Treatment.** Risk treatment plans are determined for the prioritised risks, and treatment owners identified.

- **Monitoring.** The ERM Unit provides the EC with six-monthly reports and updates on major risks faced by SPH, and progress of risk treatment plans. Any new risk of significance will be reported for review accordingly. The progress is reported to the Board.
- **Review.** Annual reviews of the risks are conducted to evaluate the risk profile, strategies, and adequacy and effectiveness of the risk treatment plans.

Recognising that each of the broad risk areas – strategic, regulatory, operational, financial – will contain multiple levels of risk and corresponding ownership, SPH continues to enhance implementation of the ERM framework in 2005 by integrating risk management activities at various levels as follows:

- **Enterprise Level Risks.** These are major threats and events that may significantly disrupt the Group's business as a whole or affect long-term goals and objectives of the Group. They include emerging threats and opportunities. The Executive Committee and senior management review these risks and their corresponding treatment action plans.

- **Operational Level Risks.** Issues in Business Continuity Management (BCM) as well as functional and process risks that could cause disruption to the business are considered Operational Level Risks. Senior management and the BCM Committee review these risks and corresponding treatment plans.

The integrated framework implementation helps embed risk management processes at all levels of SPH, ensures that risks at various levels are being managed and monitored, and allows significant risks to be surfaced for review at enterprise level.

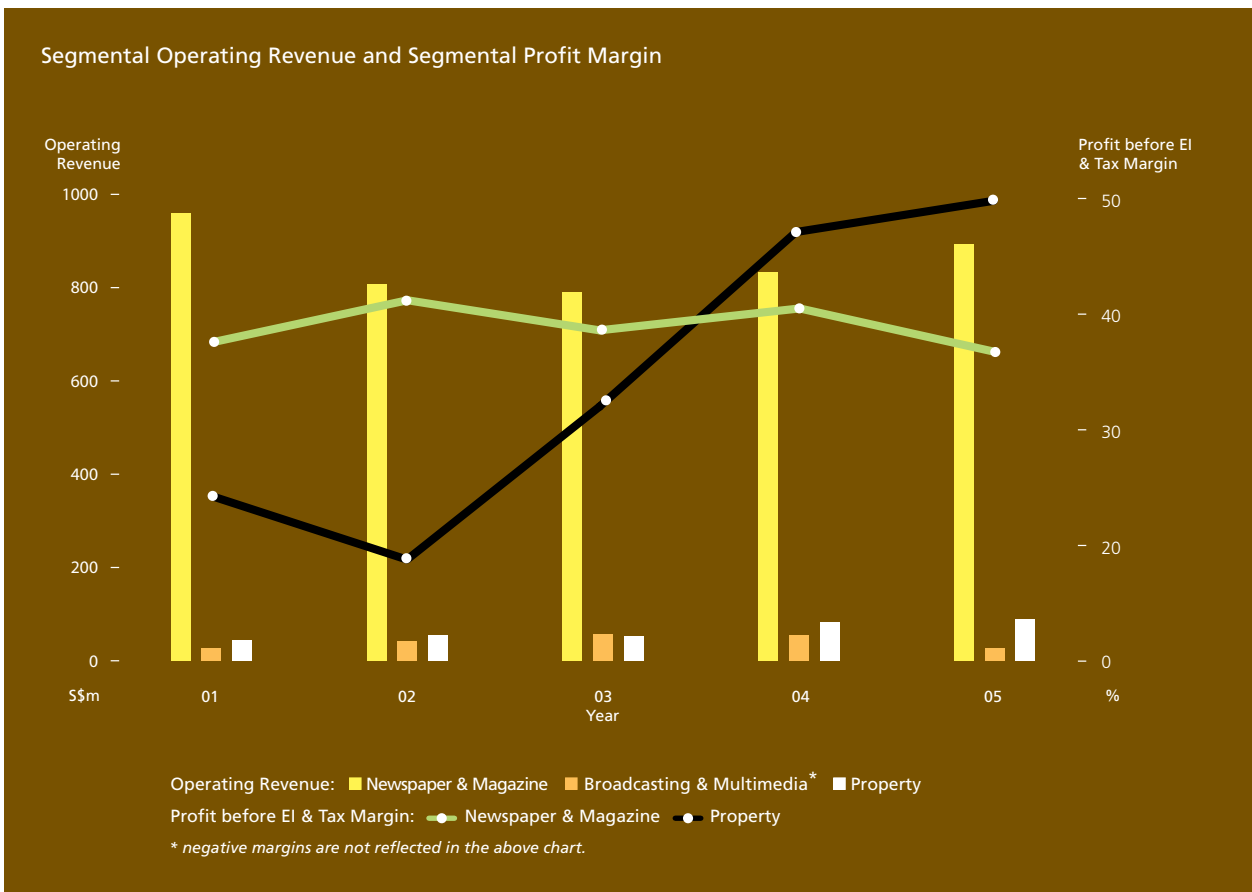
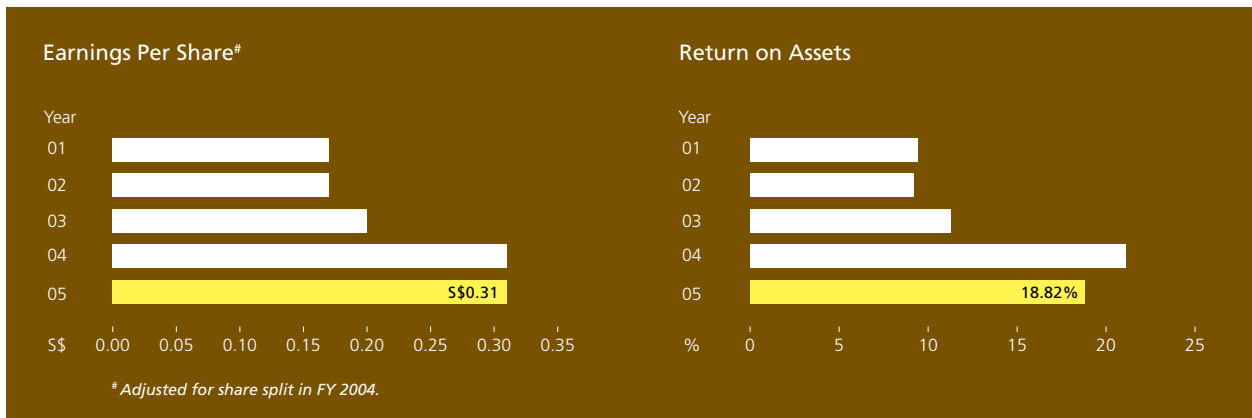
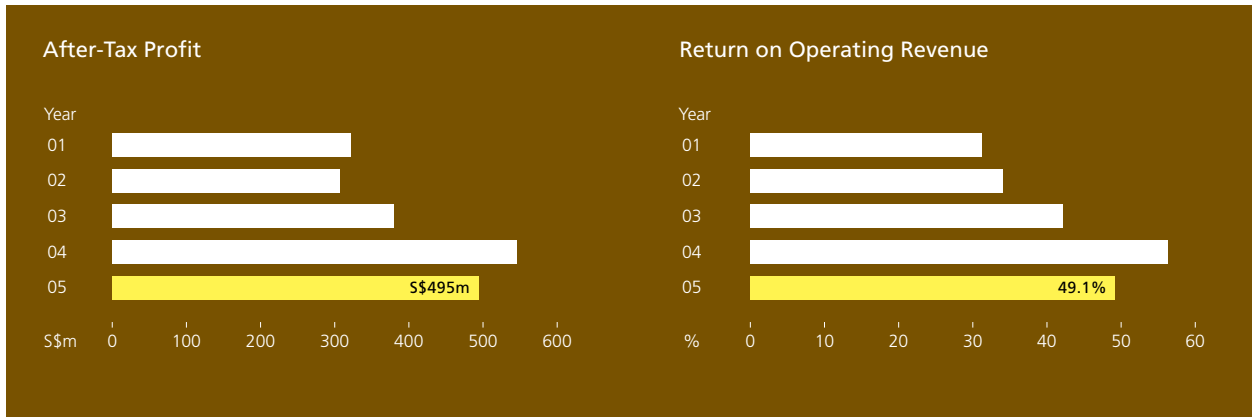
Financial Review

GROUP SIMPLIFIED FINANCIAL POSITION

	2005 S\$'000	2004 S\$'000	2003 S\$'000	2002 S\$'000	2001 S\$'000
Assets					
Property, plant and equipment	530,358	565,531	633,856	670,186	576,408
Investment properties	1,059,000	1,045,852	1,039,754	1,059,538	1,089,438
Investments	808,731	648,982	1,185,020	1,062,190	991,099
Cash and deposits	70,192	192,621	328,176	387,528	554,338
Trade debtors	92,660	86,435	85,352	92,484	117,948
Stocks	30,870	32,278	54,763	47,045	59,126
Other assets	37,248	20,181	41,324	33,698	33,667
Total	2,629,059	2,591,880	3,368,245	3,352,669	3,422,024
Shareholders' Interests					
Capital and reserves	1,621,203	1,479,119	2,247,736	2,241,538	2,289,931
Minority Interests	2,271	518	1,108	709	16,422
Liabilities					
Borrowings					
Current	–	81,000	52,900	25,000	183,500
Non-current	650,000	683,000	740,000	770,000	550,000
Trade creditors	70,206	64,860	58,049	59,526	40,367
Taxation					
Current	88,298	81,112	68,712	51,204	92,820
Deferred	67,777	72,126	85,199	83,287	73,226
Other liabilities	129,304	130,145	114,541	121,405	175,758
Total	2,629,059	2,591,880	3,368,245	3,352,669	3,422,024

GROUP QUARTERLY RESULTS

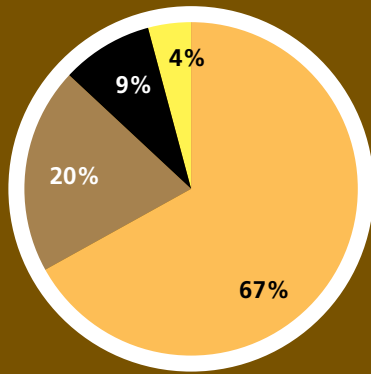
	2005					2004				
	1st Qtr S\$'000	2nd Qtr S\$'000	3rd Qtr S\$'000	4th Qtr S\$'000	Full Year S\$'000	1st Qtr S\$'000	2nd Qtr S\$'000	3rd Qtr S\$'000	4th Qtr S\$'000	Full Year S\$'000
Operating revenue	265,379	234,917	259,847	247,369	1,007,512	240,309	228,109	254,762	246,895	970,075
Profit from operations	95,914	89,890	111,088	83,895	380,787	95,370	80,178	87,783	74,618	337,949
Profit before										
exceptional items	242,744	129,282	140,698	90,556	603,280	104,000	97,417	287,029	83,068	571,514
Profit before taxation	242,744	116,100	129,071	76,823	564,738	104,000	97,417	383,785	14,989	600,191
Profit attributable										
to shareholders	221,612	97,604	98,584	76,894	494,694	83,752	89,272	369,465	3,793	546,282
Earnings per										
S\$0.20 share (S\$)	0.14	0.06	0.06	0.05	0.31	0.05	0.04	0.20	0.02	0.31



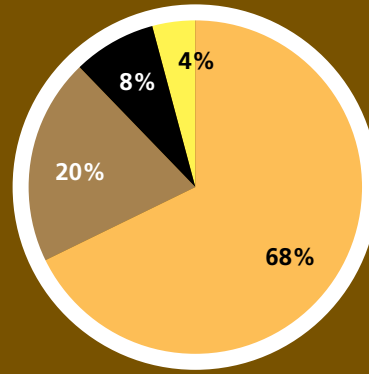
Financial Review

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Revenue Composition



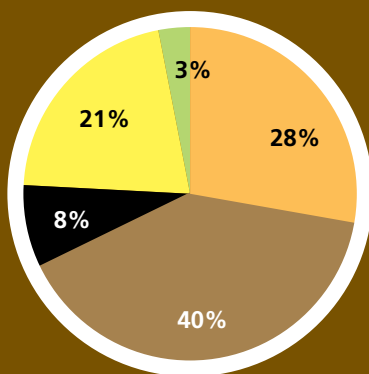
FY 2005



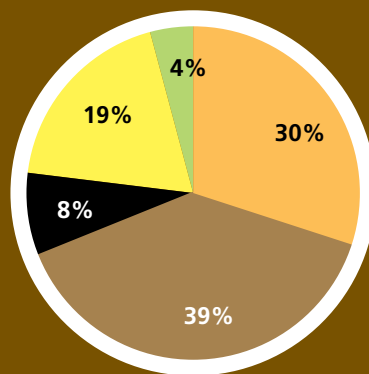
FY 2004

● Advertisements	● Circulation															
● Rental & Services	● Others															
<table border="0"> <thead> <tr> <th>FY 05</th> <th>FY 04</th> <th></th> </tr> </thead> <tbody> <tr> <td>38%</td> <td>40%</td> <td>Display</td> </tr> <tr> <td>23%</td> <td>23%</td> <td>Classified, Recruit & Notices</td> </tr> <tr> <td>4%</td> <td>1%</td> <td>Magazines</td> </tr> <tr> <td>2%</td> <td>4%</td> <td>Broadcasting & Multimedia</td> </tr> </tbody> </table>		FY 05	FY 04		38%	40%	Display	23%	23%	Classified, Recruit & Notices	4%	1%	Magazines	2%	4%	Broadcasting & Multimedia
FY 05	FY 04															
38%	40%	Display														
23%	23%	Classified, Recruit & Notices														
4%	1%	Magazines														
2%	4%	Broadcasting & Multimedia														

Cost Composition



FY 2005



FY 2004

● Materials, Consumables & Broadcasting Costs	● Other Operating Expenses
● Staff Costs	● Finance Costs
● Depreciation	

VALUE ADDED STATEMENT

	2005 S\$'000	2004 S\$'000
Sale of goods and services	1,007,512	970,075
Purchase of materials and services	(289,215)	(293,953)
Value added from operations	718,297	676,122
Non-production income and expenses:		
Foreign exchange differences	(2,231)	602
Profit/(Loss) on disposal of property, plant and equipment	86	(305)
Write-back/(Allowance) for doubtful trade debts	3,047	(1,644)
Bad trade debts recovered	483	144
Net income from investments	248,609	258,017
Share of net losses of associates and jointly controlled entity	(3,590)	(249)
Exceptional items	(38,542)	28,677
Total value added	926,159	961,364
Distribution:		
Employees' wages, provident fund contributions and other benefits	270,518	271,357
Corporate and other taxes	80,360	62,776
Interest paid	22,526	24,203
Donation and sponsorship	6,378	4,276
Directors' fees	762	790
Net dividends to shareholders	381,270	290,992
Total distributed	761,814	654,394
Retained in the business:		
Depreciation and amortisation	50,852	51,685
Minority interests	69	(5)
Retained earnings	113,424	255,290
	926,159	961,364
Productivity ratios:	S\$	S\$
Value added per employee	201,599	189,708
Value added per \$ employment costs	2.66	2.49
Value added per \$ investment in property, plant and equipment (before depreciation)	0.69	0.63
Value added per \$ operating revenue	0.71	0.70

**SPH Annual Report
Financials**

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Directors' Report

for the year ended August 31, 2005

The Directors present their report together with the audited financial statements of the Group and balance sheet of the Company for the year ended August 31, 2005.

DIRECTORS

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

Lim Chin Beng
 Cham Tao Soon
 Chan Heng Loon Alan
 Willie Cheng Jue Hiang
 Cheong Choong Kong
 Lee Ek Tieng
 Ngiam Tong Dow
 Philip N Pillai
 Sum Soon Lim
 Tony Tan Keng Yam*
 Yeo Ning Hong

* Appointed on September 5, 2005

ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE BENEFITS

2. 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 the Company' in paragraph 6.

DIRECTORS' INTERESTS IN SHARES

3. The Directors holding office as at August 31, 2005 who had interests in shares and options in the Company and its subsidiaries as recorded in the register of Directors' shareholdings were as follows:

	Direct Interests			Deemed Interests		
	Sept 1, 2004	Aug 31, 2005	Sept 21, 2005	Sept 1, 2004	Aug 31, 2005	Sept 21, 2005
The Company						
Management Shares						
Lim Chin Beng	4	4	4	–	–	–
Cham Tao Soon	4	4	4	–	–	–
Chan Heng Loon Alan	4	12	8*	–	–	–
Willie Cheng Jue Hiang	4	4	4	–	–	–
Cheong Choong Kong	4	4	4	–	–	–
Lee Ek Tieng	4	4	4	–	–	–
Ngiam Tong Dow	4	4	4	–	–	–
Philip N Pillai	4	4	4	–	–	–
Sum Soon Lim	4	4	4	–	–	–
Yeo Ning Hong	4	4	4	–	–	–
Ordinary Shares						
Cham Tao Soon	–	10,000	10,000	10,183	10,183	10,183
Chan Heng Loon Alan	–	39,500	39,500	–	–	–
Willie Cheng Jue Hiang	8,500	8,500	8,500	12,750	12,750	12,750
Cheong Choong Kong	34,000	34,000	34,000	8,500	8,500	8,500
Philip N Pillai	17,000	17,000	17,000	–	–	–
Yeo Ning Hong	33,660	33,660	33,660	54,697 [^]	54,697 [^]	54,697 [^]
Options for Ordinary Shares						
Chan Heng Loon Alan	850,000	1,275,000	1,275,000	–	–	–

* 4 management shares were transferred to new director, Dr Tony Tan on September 5, 2005.

[^] Held jointly by Dr Yeo and his wife.

Dr Tony Tan, who was appointed as a director on September 5, 2005, holds 4 management shares and 13,727 ordinary shares in the Company as at September 21, 2005.

Full detailed information regarding directors' shareholdings can be obtained in accordance with Sections 164(8) and (9) of the Companies Act, Chapter 50.

Directors' Report

for the year ended August 31, 2005

DIRECTORS' CONTRACTUAL BENEFITS

4. 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, Chapter 50.

MATERIAL CONTRACTS

5. There are no material contracts of the Group and of the Company involving the interests of the Chief Executive Officer, each director or controlling shareholder, either still subsisting at the end of the financial year or if not then subsisting, entered into since the end of the previous financial year.

SHARE OPTIONS IN THE COMPANY

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

6. (a) The 1999 Scheme was approved by shareholders at an Extraordinary General Meeting held on July 16, 1999.
- (b) Details of options granted previously have been disclosed in the Directors' Reports for the respective years.
- (c) During the financial year, options were granted for a total of 16,514,625 ordinary shares of S\$0.20 each, details of which are as follows:
- (i) Categories of persons to whom options were granted:

Category	Total No. of Ordinary Shares of S\$0.20 each under	
	No. of Persons	Options granted
Executive Director	1	637,500
Employee	1,473	15,877,125
	1,474	16,514,625

- (ii) The expiry date of these options is disclosed in Note 3 to the financial statements, 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, 2005 is 85,678,700 options to subscribe for ordinary shares of S\$0.20 each.
7. The unissued ordinary shares of the Company under option at the end of the financial year pursuant to the 1999 Scheme are set out in Note 3 to the financial statements.

SHARE OPTIONS IN SUBSIDIARIES

SPH MediaWorks Pre-IPO Share Option Scheme ("MediaWorks Pre-IPO Scheme")

8. Following the completion of the rationalisation of the Group's free-to-air television broadcasting business on December 31, 2004, and the winding up of SPH MediaWorks Ltd on February 4, 2005 under Section 254 of the Companies Act, Chapter 50, all options issued under the MediaWorks Pre-IPO Scheme lapsed and became null and void.

Directors' Report

for the year ended August 31, 2005

Other Subsidiaries

9. No option to take up unissued shares of other subsidiaries has been granted during the financial year.
10. No shares of other subsidiaries have been issued during the financial year by virtue of the exercise of options to take up unissued shares.
11. At the end of the financial year, there were no unissued shares of other subsidiaries under option.

AUDIT COMMITTEE

12. The Audit Committee carried out its functions in accordance with Section 201B(5) of the Companies Act, Chapter 50, and the Singapore Exchange Listing Manual.

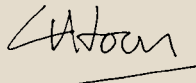
Its functions include reviewing the audit plans and audit reports of the internal and external auditors, the auditors' evaluation of the internal accounting controls, and the scope of the internal audit function; reviewing the balance sheet of the Company and financial statements of the Group before submitting them to the Board for approval; reviewing any interested person transaction; and reviewing the independence, objectivity and cost effectiveness of the external auditors and the nature and extent of non-audit services supplied by them; and overseeing any internal investigation into cases of fraud and irregularities.

It also recommends to the Board the appointment of external auditors, serves as a channel of communications between the Board and the auditors, and performs such other functions as may be agreed by the Audit Committee and the Board.

On behalf of the Directors



Lim Chin Beng
Chairman



Chan Heng Loon Alan
Director

Singapore,
October 11, 2005

Statement by Directors

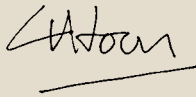
In the opinion of the Directors,

- (a) the balance sheet of the Company and the financial statements of the Group for the year ended August 31, 2005 are drawn up so as to exhibit a true and fair view of:
 - (i) the results of the business, changes in shareholders' equity and 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 Chin Beng
Chairman



Chan Heng Loon Alan
Director

Singapore,
October 11, 2005

Auditors' Report

to the members of Singapore Press Holdings Limited

We have audited the balance sheet of Singapore Press Holdings Limited and the consolidated financial statements of the Group for the financial year ended August 31, 2005 set out on pages 54 to 87. 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 balance sheet of the Company and the consolidated financial statements of the Group are properly drawn up in accordance with the provisions of the Singapore Companies Act, Cap 50 ("the Act") and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Company and of the Group as at August 31, 2005 and the results, changes in equity and cash flows of the Group for the financial year ended on that date; and
- (b) the accounting and other records 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.



PricewaterhouseCoopers
Certified Public Accountants

Singapore,
October 11, 2005

Balance Sheets

as at August 31, 2005

	Note	GROUP		COMPANY	
		Aug 31, 2005 S\$'000	Aug 31, 2004 S\$'000	Aug 31, 2005 S\$'000	Aug 31, 2004 S\$'000
CAPITAL EMPLOYED					
Share capital	3	318,082	316,527	318,082	316,527
Share premium		89,206	62,319	89,206	62,319
Capital redemption reserve		4,509	4,509	4,509	4,509
Capital reserve	4	2,005	2,005	–	–
Retained profit		1,207,179	1,093,755	777,472	883,559
		1,620,981	1,479,115	1,189,269	1,266,914
Exchange translation difference		222	4	–	–
Shareholders' interests		1,621,203	1,479,119	1,189,269	1,266,914
Minority interests		2,271	518	–	–
		1,623,474	1,479,637	1,189,269	1,266,914
EMPLOYMENT OF CAPITAL					
Non-current assets					
Property, plant and equipment	7	530,358	565,531	318,543	342,668
Investment property	8	1,059,000	1,045,852	–	–
Interests in subsidiaries	9a	–	–	386,812	386,812
Interests in associates	10	34,103	928	35,172	–
Interests in jointly controlled entity	11	33	–	–	–
Long-term investments	12	121,005	174,415	3,362	36,002
Intangible assets	13	11,029	–	–	–
Amount owing by subsidiaries	9b	–	–	804,379	796,146
Other non-current assets	14	4,691	5,051	4,616	4,900
		1,760,219	1,791,777	1,552,884	1,566,528
Current assets					
Stocks	15	30,870	32,278	30,591	23,208
Trade debtors	16	92,660	86,435	80,361	76,634
Other debtors and prepayments	17	21,528	15,130	7,014	5,904
Short-term investments	18	653,590	473,639	–	–
Cash on deposit		45,373	166,093	25,360	8,222
Cash and bank balances		24,819	26,528	16,424	19,699
		868,840	800,103	159,750	133,667
Total assets		2,629,059	2,591,880	1,712,634	1,700,195
Current liabilities					
Trade creditors		70,206	64,860	38,816	34,784
Other creditors and accrued liabilities	19	129,304	130,145	107,534	106,670
Borrowings	6	–	81,000	–	–
Current taxation		88,298	81,112	55,544	59,408
		287,808	357,117	201,894	200,862
Non-current liabilities					
Deferred taxation	5a	67,777	72,126	55,895	59,210
Borrowings	6	650,000	683,000	–	–
Amount owing to subsidiaries	9c	–	–	265,576	173,209
		717,777	755,126	321,471	232,419
Total liabilities		1,005,585	1,112,243	523,365	433,281
Net assets		1,623,474	1,479,637	1,189,269	1,266,914

The accompanying notes form part of these financial statements.

Consolidated Income Statement

for the year ended August 31, 2005

	Notes	GROUP	
		2005 S\$'000	2004 S\$'000
Operating revenue	21		
Newspaper and magazine		891,783	833,202
Broadcasting and multimedia		26,284	54,301
Property		89,445	82,572
		1,007,512	970,075
Other operating income		8,713	11,353
		1,016,225	981,428
Materials, consumables & broadcasting costs		(181,647)	(202,596)
Staff costs	22	(261,826)	(262,369)
Depreciation	7	(50,300)	(51,685)
Other operating expenses		(141,665)	(126,829)
Profit from operations	23	380,787	337,949
Finance costs	24	(22,526)	(24,203)
Net income from investments	25	248,609	258,017
Share of net losses of associates and jointly controlled entity		(3,590)	(249)
Profit before exceptional items		603,280	571,514
Exceptional items	26	(38,542)	28,677
Profit before taxation		564,738	600,191
Taxation	5b	(69,975)	(53,914)
Profit after taxation		494,763	546,277
Minority interests		(69)	5
Profit attributable to shareholders		494,694	546,282
Earnings per S\$0.20 share (S\$)			
Before exceptional items – Basic	28	0.34	0.29
– Diluted		0.33	0.29
After exceptional items – Basic		0.31	0.31
– Diluted		0.31	0.31

The accompanying notes form part of these financial statements.

Consolidated Statement of Changes in Shareholders' Equity

for the year ended August 31, 2005

	GROUP						Total S\$'000
	Share Capital S\$'000	Share Premium S\$'000	Capital Redemption Reserve S\$'000	Capital Reserve S\$'000	Retained Profit S\$'000	Exchange Translation Difference S\$'000	
Balance as at September 1, 2004	316,527	62,319	4,509	2,005	1,093,755	4	1,479,119
Exchange translation difference	–	–	–	–	–	218	218
Gains not recognised in the income statement	–	–	–	–	–	218	218
Profit for the financial year	–	–	–	–	494,694	–	494,694
Issue of shares (Note 3)	1,555	–	–	–	–	–	1,555
Premium on issue of shares	–	26,887	–	–	–	–	26,887
Dividends (Note 27)	–	–	–	–	(381,270)	–	(381,270)
Balance as at August 31, 2005	318,082	89,206	4,509	2,005	1,207,179	222	1,621,203
Balance as at September 1, 2003	369,557	27,301	4,509	2,005	1,843,587	777	2,247,736
Exchange translation difference	–	–	–	–	–	(773)	(773)
Losses not recognised in the income statement	–	–	–	–	–	(773)	(773)
Profit for the financial year	–	–	–	–	546,282	–	546,282
Issue of shares (Note 3)	2,810	–	–	–	–	–	2,810
Premium on issue of shares	–	40,602	–	–	–	–	40,602
Capital reduction (Note 3)	(55,840)	(5,584)	–	–	(1,005,122)	–	(1,066,546)
Dividends (Note 27)	–	–	–	–	(290,992)	–	(290,992)
Balance as at August 31, 2004	316,527	62,319	4,509	2,005	1,093,755	4	1,479,119

The accompanying notes form part of these financial statements.

Consolidated Cash Flow Statement

for the year ended August 31, 2005

	GROUP	
	2005 S\$'000	2004 S\$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	564,738	600,191
Adjustments for:		
Amortisation of intangible assets	552	–
Depreciation	50,300	51,685
(Profit)/Loss on disposal of property, plant and equipment	(86)	305
Finance costs	22,526	24,203
Net income from investments	(248,609)	(258,017)
Share of net losses of associates and jointly controlled entity	3,590	249
Exceptional items	38,542	(28,677)
Gain on disposal of subsidiary	(2)	–
Operating cash flow before working capital changes	431,551	389,939
Changes in working capital:		
Stocks	(6,092)	7,750
Prepaid content rights	(2,209)	(2,927)
Debtors	(10,559)	1,258
Creditors	(26,689)	22,307
	386,002	418,327
Income tax paid	(67,884)	(54,587)
Dividends paid	(381,270)	(290,992)
Dividends paid (net) by a subsidiary to a minority shareholder	–	(108)
	(63,152)	72,640
Decrease/(Increase) in non-current assets	360	(135)
Exchange translation difference	250	–
Net cash (used in)/from operating activities	(62,542)	72,505
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(15,677)	(33,109)
Proceeds on disposal of property, plant and equipment	12,280	118,705
Additions to investment property	(13,148)	(6,098)
Acquisition of interests in associates	(33,342)	(1,009)
Acquisition of interests in subsidiaries (net of cash acquired)	(23,748) ^[a]	(3,785)
Net proceeds from divestment of interests in subsidiaries and an associate	5,837	–
Amounts owing (by)/to associates	(47)	19
Amounts owing by a jointly controlled entity	(33)	–
Loan to associate	(6,000)	–
Purchase of long-term investments	(2,870)	(5,089)
Proceeds on disposal/redemption of long-term investments	198,325	105,205
Purchase of short-term investments	(264,303)	(532,310)
Proceeds on disposal of short-term investments	182,907	1,021,045
Net increase in funds under management	(69,922)	(32,806)
Investment income	252,163	258,017
	222,422	888,785
Add/(Less): Items not involving movement of funds		
Allowance for diminution in value of internally-managed investments	1,557	4,090
Profit on sale of internally-managed investments	(175,869)	(25,025)
Exchange translation gain	–	(773)
Accretion of discount on bonds	(2)	(21)
Amortisation of premium on bonds	89	1,121
Net cash from investing activities	48,197	868,177

The accompanying notes form part of these financial statements.

Consolidated Cash Flow Statement

for the year ended August 31, 2005

	GROUP	
	2005 S\$'000	2004 S\$'000
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of bank loans	(136,500)	(65,400)
Proceeds from bank loans	22,500	36,500
Finance costs	(22,526)	(24,203)
Proceeds on issue of shares by Company	28,442	43,412
Capital reduction	–	(1,066,546)
Net cash used in financing activities	(108,084)	(1,076,237)
Net decrease in cash and cash equivalents	(122,429)	(135,555)
Cash and cash equivalents at beginning of year	192,621	328,176
Cash and cash equivalents at end of year [Note (b)]	70,192	192,621

Notes to the Cash Flow Statement

(a) Acquisition of Subsidiaries

	S\$'000
Fixed assets	893
Long-term investment	7
Interest in associate	276
Intangible assets	1,506
Current assets (including cash)	16,172
Current liabilities	(7,565)
Deferred taxation	48
Minority interest	(515)
	10,822
Goodwill on consolidation	23,844
Total purchase consideration	34,666
Less: Deposit paid in FY 2004	(3,290)
Less: Cash and cash equivalents of subsidiaries acquired	(7,628)
Net cash outflow on acquisition of subsidiaries	23,748

(b) Cash and Cash Equivalents at the end of the year comprised:

	GROUP	
	2005 S\$'000	2004 S\$'000
Cash on deposit*	45,373	166,093
Cash and bank balances	24,819	26,528
	70,192	192,621

* The fixed deposits with financial institutions mature on varying dates within 11 months (2004: 6 months) from the financial year end. The interest rates of these deposits as at August 31, 2005 range between 0.58% to 3.45% (2004: 0.57% to 1.63%).

Notes to the Financial Statements

August 31, 2005

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

1. GENERAL

The Company is incorporated and domiciled in Singapore.

The principal activities of the Group consist of:

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

The principal activities of the Company consist of:

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

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

The financial statements are prepared in accordance with Singapore Financial Reporting Standards ("FRS") under the historical cost convention.

The financial statements have been prepared in compliance with the same accounting policies and methods of computation adopted in the previous financial year, except where new or revised accounting standards became effective from this financial year, which includes:

- FRS 103 Business Combinations
- Revised FRS 36 Impairment of Assets
- Revised FRS 38 Intangible Assets

In particular, the adoption of FRS 103 and Revised FRS 36 resulted in a change in the accounting policy for goodwill. The adoption of these standards is applied prospectively from September 1, 2004. Until August 31, 2004, goodwill was amortised on a straight-line basis over its useful life up to a maximum of 20 years. Goodwill which was assessed as having no continuing economic value was written off to the consolidated income statement. In accordance with the provisions of FRS 103 and Revised FRS 36, for the financial year ended August 31, 2005 onwards, goodwill is no longer amortised but is tested annually for impairment, as well as when there are indications of impairment.

There is no material impact arising from the adoption of FRS 103, Revised FRS 36 and Revised FRS 38.

(b) Basis of Consolidation

The consolidated financial statements include the financial statements 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 income statement from the date of their acquisition or disposal. Inter-company balances and transactions are eliminated on consolidation and the consolidated financial statements reflect external transactions only.

(c) Foreign Currency Translation

(i) Measurement currency

Items included in the financial statements of each entity in the Group are measured using the currency that best reflects the economic substance of the underlying events and circumstances relevant to the entity ("the measurement currency"). The consolidated financial statements of the Group and the balance sheet of the Company are presented in Singapore Dollars, which is the measurement currency of the Company.

(ii) Transactions and balances

Foreign currency transactions are translated into the measurement currency using the exchange rates prevailing at the date of transactions.

Foreign currency monetary assets and liabilities are translated into the measurement currency at the rates of exchange prevailing at the balance sheet date or at contracted rates where they are covered by foreign exchange contracts. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies, are taken to the income statement.

Notes to the Financial Statements

August 31, 2005

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(c) Foreign Currency Translation (Cont'd)

(iii) Group companies

In respect of foreign entities whose operations are not an integral part of the Company's operations, the balance sheets are translated into Singapore dollars at the exchange rates prevailing at the balance sheet date, and the results are translated using the average monthly exchange rates for the financial year. The exchange differences arising on translation are taken directly to the exchange translation difference account, which is reported as a separate component of shareholders' interests. On disposal, accumulated translation differences are recognised in the consolidated income statement as part of the gain or loss on sale.

In respect of foreign entities whose operations are integral to those of the Company, all monetary assets and liabilities are translated into Singapore dollars at the exchange rates prevailing at the balance sheet date. All non-monetary assets and liabilities are recorded at the exchange rates when the relevant transactions occurred, and the results are translated using the average monthly exchange rates for the financial year. The exchange differences arising are taken to the consolidated income statement.

(d) Impairment of Assets

Assets including subsidiary companies, associated companies, jointly controlled entities, investment property, property, plant and equipment, goodwill and other intangible assets, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, which is the higher of an asset's net selling price and its value in use.

(e) Intangible Assets

(i) Goodwill on Consolidation

Goodwill on consolidation represents the difference between the cost of acquisition of a subsidiary or an associate/jointly controlled entity over the fair value of the Group's share of net identifiable assets acquired at the date of acquisition. Goodwill arising from the acquisition of a subsidiary is shown in the face of the consolidated balance sheet, while goodwill arising from the acquisition of an associate or jointly controlled entity is recorded as part of the carrying value of the investment.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as non-monetary foreign currency assets and liabilities of the acquirer and recorded at the exchange rate at the date of the transaction.

The gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

(ii) Trademark and Licenses

Acquired trademarks and licenses are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of trademarks and licenses over their estimated useful lives of up to 20 years.

(f) Deferred Taxation

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Tax rates enacted or substantively enacted by the balance sheet date are used to determine deferred income tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

(g) Property, Plant and Equipment and Depreciation

(i) Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

(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	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.

(iv) It is not the Group's policy to revalue property, plant and equipment at regular intervals.

Notes to the Financial Statements

August 31, 2005

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(h) *Subsidiaries*

Subsidiaries are entities over which the Group has power to govern the financial and operating policies, generally accompanying a shareholding of more than one half of the voting rights.

Interests in subsidiaries are included in the Company's balance sheet at cost less impairment losses.

(i) *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 interest in associates is equity accounted for in the consolidated financial statements. The Group's share of the results of associates is included in its consolidated income statement. 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 less impairment losses.

(j) *Jointly Controlled Entities*

Jointly controlled entities are entities over which the Group has contractual arrangements to jointly share the control with one or more parties.

The Group's interest in jointly controlled entities is equity accounted for in the consolidated financial statements. The Group's share of the results of jointly controlled entities is included in its consolidated income statement. The Group's share of the post-acquisition retained profits and reserves or accumulated losses of jointly controlled entities is added to or deducted from the cost of these investments in the consolidated balance sheet.

In the Company's balance sheet, investments in jointly controlled entities are stated at cost less impairment losses.

(k) *Investments*

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

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

Dividend income from investments other than subsidiaries is recognised on a cash basis and interest income is recognised on a time-apportioned basis.

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

(l) *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 less impairment losses. The 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.

(m) *Stocks*

Stocks comprise raw materials and consumable stores, which are stated at cost less allowance 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, and is determined on the weighted average or specific identification basis.

(n) *Debtors*

Debtors are stated at cost less allowance for doubtful receivables based on a review of outstanding amounts at the balance sheet date. An allowance for doubtful debts is made when there is objective evidence that the Group will not be able to collect amounts due. Bad debts are written off when identified.

(o) *Dividends Payable*

Interim dividends are recorded during the financial year in which they are declared payable. Final dividends are recorded during the financial year in which the dividends are approved by the shareholders.

Notes to the Financial Statements

August 31, 2005

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(p) Employee Benefits

- (i) Short-term employee benefits
All short-term employee benefits, including accumulated compensated absences, are recognised in the income statement in the period in which the employees render their services to the Group.
- (ii) Defined contribution plans
Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions as defined by the laws of the countries in which it has operations. In particular, the Singapore companies in the Group make contributions to the state pension scheme, the Central Provident Fund. The Group's contribution to defined contribution plans are recognised in the financial year to which they relate.
- (iii) Equity compensation benefits
The stock option programme allows selected employees of the Company and/or its subsidiaries including Executive Directors of the Company, and other selected participants, to subscribe for ordinary shares in the Company. No compensation cost or obligation is recognised in the income statement. When the options are exercised, the proceeds received are credited to share capital (nominal value) and share premium.

(q) Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made.

(r) 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 advertisements is recognised when the advertisement is published or broadcast.

Revenue from rental and rental-related services is recognised as and when these services are rendered.

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

(s) Leases

When the Group is the lessee:

Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are recognised as an expense in the income statement on a straight-line basis over the period of the lease.

When the Group is the lessor:

Assets leased out under operating leases are included in investment properties and property, plant and equipment. Rental income is recognised on a straight-line basis over the lease term.

(t) Financial Risk Management

The Group's activities expose it to a variety of financial risks, particularly interest rate, currency, market, liquidity and credit risks. Where appropriate, the Group's risk management policies seek to minimise potential adverse effects of these risks on the financial performance of the Group. The policies for managing these risks are summarised below.

(i) Interest rate risk

The Group has cash balances placed with reputable banks and financial institutions, and investments in bonds and government-related securities, which generate interest income for the Group. The Group manages its interest rate risks by placing such balances on varying maturities and interest rate terms.

The Group's debt consists of bank borrowings taken up by a subsidiary to finance its operations. Where appropriate, the Group seeks to minimise its interest rate risk exposure by entering into interest rate swaps over the duration of its borrowings.

(ii) Currency risk

The currency risk of the Group arises mainly from its operational purchases of raw materials and consumable stores and capital expenditure denominated in currencies other than the measurement currency. In addition, currency risk also arises from the Group's foreign currency cash deposits, investments, and from costs incurred by its overseas news bureaus. The Group also has investments in foreign subsidiaries and associated companies, whose net assets are exposed to currency risk.

Where appropriate, the Group hedges against its currency risk resulting from anticipated sale and purchase transactions in foreign currencies, its foreign currency denominated investments and net assets of its foreign subsidiaries and associated companies.

Notes to the Financial Statements

August 31, 2005

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(t) *Financial Risk Management (Cont'd)*

(iii) Market risk

The Group has investments in various financial instruments (including equities, fixed income and other derivative instruments) and funds under management. The market values of these investments are affected by, amongst others, changes in market prices as a result of changes in global economic conditions, macro and micro economic factors affecting the country where the investments are quoted, and factors specific to the investee corporations.

The fluctuations in market prices due to the above factors are unforeseen and the Group monitors these changes to respond to them as and when appropriate and necessary.

(iv) Liquidity risk

In the management of liquidity risk, the Group monitors and maintains a level of cash and cash equivalents to finance the Group's operations and mitigate the effects of fluctuation in cash flows.

(v) Credit risk

The Group manages its credit risk through the application of credit approvals, credit limits and monitoring procedures. Where appropriate, the Group obtains collateral in the form of bankers'/insurance guarantees from its customers, and imposes cash terms and/or advance payments from customers of lower credit standing.

As at the balance sheet date, the Group has no significant concentration of credit risks.

Notes to the Financial Statements

August 31, 2005

3. SHARE CAPITAL

	2005		2004	
	Number of Shares '000	S\$'000	Number of Shares '000	S\$'000
Authorised				
Management shares of S\$0.20 each (i)	50,000	10,000	50,000	10,000
Ordinary shares of S\$0.20 each (i)	4,950,000	990,000	4,950,000	990,000
	5,000,000	1,000,000	5,000,000	1,000,000
Issued and fully paid				
Management shares of S\$0.20 each	16,096	3,219	16,018	3,204
Ordinary shares of S\$0.20 each	1,574,312	314,863	1,566,617	313,323
	1,590,408	318,082	1,582,635	316,527
Movements during the financial year were:				
Opening balance	1,582,635	316,527	369,557	369,557
Issue of ordinary shares of S\$1 each fully paid under the Singapore Press Holdings Group Executives' Share Option Scheme and Singapore Press Holdings Group (1999) Share Option Scheme	–	–	2,683	2,683
Issue of management shares of S\$1 each fully paid in accordance with the Newspaper and Printing Presses Act	–	–	27	27
	1,582,635	316,527	372,267	372,267
Adjusted ordinary and management shares of S\$0.20 each fully paid immediately after Share Split Exercise	–	–	1,861,335	372,267
Cancellation of ordinary shares of S\$0.20 each under the Capital Reduction Exercise	–	–	(276,376)	(55,275)
Cancellation of management shares of S\$0.20 each under the Capital Reduction Exercise	–	–	(2,826)	(565)
Issue of ordinary shares of S\$0.20 each fully paid under the Singapore Press Holdings Group (1999) Share Option Scheme	7,695	1,539	497	99
Issue of management shares of S\$0.20 each fully paid in accordance with the Newspaper and Printing Presses Act	78	16	5	1
Closing balance	1,590,408	318,082	1,582,635	316,527

- (i) The holders of both management and ordinary shares rank pari passu in respect of all dividends declared by the Company and in respect of all bonus and rights issues made by the Company, as well as in the right to return of capital and to participation in all surplus assets of the Company in liquidation.

In terms of voting rights, both classes of shareholders are entitled either on a poll or by a show of hands to one 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 management shares are entitled either on a poll or by a show of hands to two hundred votes for each management share held.

- (ii) Details of the unissued shares of the Company under option at the end of the financial year are as follows:

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

Date of Grant	Expiry Date	Exercise Price	Balance 1.9.04(a)	Options Exercised	Options Cancelled	Balance 31.8.05
Oct 27, 1999	Oct 27, 2009	S\$5.60	10,333,875	–	(705,500)	9,628,375
Oct 30, 2000	Oct 30, 2010	S\$4.78	11,225,525	(1,700)	(619,650)	10,604,175
Nov 6, 2001	Nov 6, 2011	S\$3.03	4,385,100	(2,277,925)	(34,850)	2,072,325
Oct 28, 2002	Oct 28, 2012	S\$3.91	13,445,300	(5,414,875)	(84,150)	7,946,275
Dec 16, 2003	Dec 16, 2013	S\$3.69	14,859,275	–	(427,975)	14,431,300
Feb 1, 2004	Feb 1, 2014	S\$3.83	85,000	–	–	85,000
Dec 21, 2004	Dec 21, 2014	S\$4.54	16,514,625	–	(367,625)	16,147,000
			70,848,700	(7,694,500)	(2,239,750)	60,914,450

- (a) Or later date of grant.

Notes to the Financial Statements

August 31, 2005

4. CAPITAL RESERVE

	GROUP	
	2005	2004
	S\$'000	S\$'000
Capital reserve is made up as follows:		
Distributable	1,375	1,375
Non-Distributable	630	630
	2,005	2,005

5. TAXATION

(a) *Deferred Taxation*

The movements in the Group's deferred tax assets and liabilities (prior to offsetting of balances within the same tax jurisdiction) during the year are as follows:

2005

GROUP

(i) Deferred Tax Liabilities

	Accelerated Tax Depreciation S\$'000	Others S\$'000	Total S\$'000
Opening balance	78,286	2,669	80,955
Credited to income statement	(5,426)	(110)	(5,536)
Closing balance	72,860	2,559	75,419

(ii) Deferred Tax Assets

	Provisions S\$'000
Opening balance	(8,829)
Charged to income statement	1,359
Acquisition of subsidiaries	(48)
Other adjustments	(124)
Closing balance	(7,642)

2004

GROUP

(i) Deferred Tax Liabilities

	Accelerated Tax Depreciation S\$'000	Others S\$'000	Total S\$'000
Opening balance	92,368	2,876	95,244
Credited to income statement	(14,082)	(207)	(14,289)
Closing balance	78,286	2,669	80,955

(ii) Deferred Tax Assets

	Provisions S\$'000
Opening balance	(10,045)
Charged to income statement	1,216
Closing balance	(8,829)

Notes to the Financial Statements

August 31, 2005

5. TAXATION (CONT'D)

(a) *Deferred Taxation (Cont'd)*

2005

COMPANY

(i) Deferred Tax Liabilities

	Accelerated Tax Depreciation S\$'000
Opening balance	68,017
Credited to income statement	(4,688)
Closing balance	63,329

(ii) Deferred Tax Assets

	Provisions S\$'000
Opening balance	(8,807)
Charged to income statement	1,373
Closing balance	(7,434)

2004

COMPANY

(i) Deferred Tax Liabilities

	Accelerated Tax Depreciation S\$'000
Opening balance	79,303
Credited to income statement	(11,286)
Closing balance	68,017

(ii) Deferred Tax Assets

	Provisions S\$'000
Opening balance	(9,764)
Charged to income statement	957
Closing balance	(8,807)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The following amounts, determined after appropriate offsetting, are shown in the balance sheets:

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Deferred tax liabilities	67,777	72,126	55,895	59,210

Notes to the Financial Statements

August 31, 2005

5. TAXATION (CONT'D)

(b) Tax Expense

	GROUP	
	2005 S\$'000	2004 S\$'000
Tax expense attributable to profit is made up of:		
Current year		
Current tax	78,794	69,655
Deferred tax	(4,174)	(3,746)
	74,620	65,909
Prior years		
Current tax	(4,642)	(2,668)
Deferred tax	(3)	(9,327)
	69,975	53,914

The income tax expense on the results for the financial year varies from the amount of income tax determined by applying the Singapore standard rate of income tax to profit before taxation due to the following factors:

	GROUP	
	2005 S\$'000	2004 S\$'000
Profit before taxation	564,738	600,191
Add: Share of net losses of associates and jointly controlled entity	3,590	249
Adjusted profit before taxation	568,328	600,440
Tax calculated at corporate tax rate of 20%	113,666	120,088
Singapore statutory stepped income exemption	(179)	(125)
Income taxed at concessionary rate	(655)	(1,593)
Utilisation of previously unrecognised capital allowance/tax losses	(11,034)	(4,010)
Income not subject to tax	(35,797)	(66,025)
Expenses not deductible for tax purposes	9,388	16,180
Deferred tax benefit not recognised	391	1,823
Double tax relief for contributions made to Institutes of Public Character	(987)	(456)
Effect of different tax rates in other countries	150	27
Others	(323)	–
	74,620	65,909

Notes to the Financial Statements

August 31, 2005

6. BORROWINGS

	GROUP	
	2005 S\$'000	2004 S\$'000
Transferable term loans [Note a]	650,000	683,000
Term advances - unsecured [Note b]	-	40,000
Revolving credit facilities – unsecured [Note b]	-	41,000
	650,000	764,000
Borrowings are repayable:		
Within 1 year	-	81,000
Between 1 – 5 years	650,000	683,000
	650,000	764,000

- (a) At beginning of the financial year, Times Properties Private Limited, a subsidiary of the Group, had a transferable loan facility ("TLF") available for drawdown up to the amount of S\$700 million (2004: S\$700 million). During the year, the subsidiary has made partial repayment of S\$33 million (2004: S\$17 million) for the TLF loan. On June 6, 2005, the subsidiary obtained a term loan facility of S\$650 million to redeem and refinance the existing TLF at a lower interest rate margin. The term loan facility, which commenced on July 11, 2005, has a tenure of one year.

The term loan facility was classified as a non-current liability, repayable after one year, on the basis that Times Properties expects and has the discretion to refinance the term loan facility for at least another twelve months when the facility matures.

The term loan facility was secured by way of a legal mortgage on the Group's investment property [Note 8], an assignment of rental proceeds from the investment property and the insurances on the investment property. The requirement for the Company to provide interest deficiency support was removed under the new term loan facility.

After taking into account interest rate swap arrangements totalling S\$645 million (2004: S\$645 million) entered into by the subsidiary, the effective interest rate as at the balance sheet date on the outstanding term loan facility of S\$650 million was 3.23% per annum (2004: S\$683 million, 3.25% per annum).

- (b) During the preceding financial year, another subsidiary had unsecured loan facilities available for drawdown up to S\$90 million, comprising S\$40 million term advances and S\$50 million revolving credit facility.

The amounts due under the unsecured bank loan facilities were fully repaid by the Company during the financial year.

- (c) In respect of bank borrowings, where appropriate, the Group's policy is to minimise its interest rate risk exposure by entering into interest rate swaps over the duration of its borrowings. Accordingly, the subsidiaries entered into interest rate swap contracts as part of their interest rate risk management. Under these interest rate swaps, the subsidiaries agree with other parties to exchange at specified intervals, the difference between fixed rate and floating rate interest amounts calculated by reference to the agreed notional principal amounts. At August 31, 2005, the fixed interest rates vary from 2.55% to 3.44% (2004: 2.55% to 3.44%) per annum and floating rates are referenced to Singapore dollar swap offer rate, where applicable.

The notional principal amounts of the outstanding interest rate swap contract and its corresponding fair value as at August 31, are:

	GROUP	
	2005 S\$'000	2004 S\$'000
Notional due:		
Within 1 year	645,000	-
Between 1 – 5 years	-	645,000
Negative fair values*	(5,094)	(17,611)

* The fair value of interest rate swap contract has been calculated (using rates quoted by the Group's bankers) assuming the contract is terminated at the balance sheet date. The fair value is not recognised in the consolidated financial statements as at the balance sheet date.

- (d) The fair value of the term loan facility of S\$650 million as at the balance sheet date approximates its carrying value as the loan carries a floating interest rate, which is repriced every six months.

Notes to the Financial Statements

August 31, 2005

7. PROPERTY, PLANT AND EQUIPMENT

(a)

	GROUP					Total S\$'000
	Land and Buildings		Plant and Equipment S\$'000	Furniture and Fittings S\$'000	Motor Vehicles S\$'000	
	Freehold S\$'000	Leasehold S\$'000				
Cost						
Opening balance	28,842	228,630	788,433	18,369	2,363	1,066,637
Reclassification	–	–	(884)	884	–	–
Acquisition of subsidiaries	–	–	592	269	32	893
Foreign exchange difference	–	–	(5)	(3)	2	(6)
Additions	–	241	3,657	1,159	362	5,419
Transfer in from capital work-in-progress	–	–	4,884	–	–	4,884
Disposals	–	–	(37,289)	(4,558)	(829)	(42,676)
Closing balance	28,842	228,871	759,388	16,120	1,930	1,035,151
Accumulated Depreciation and Impairment Losses						
Opening balance	8,272	82,500	410,097	10,080	1,863	512,812
Reclassification	–	–	(375)	375	–	–
Foreign exchange difference	–	–	9	1	–	10
Depreciation charge for the year [#]	212	6,572	41,694	1,560	262	50,300
Impairment charge for the year	–	–	298	390	–	688
Disposals	–	–	(37,271)	(3,903)	(763)	(41,937)
Closing balance	8,484	89,072	414,452	8,503	1,362	521,873
Net book value at August 31, 2005	20,358	139,799	344,936	7,617	568	513,278
Capital work-in-progress	–	–	17,080	–	–	17,080
Closing balance	20,358	139,799	362,016	7,617	568	530,358
Capital work-in-progress						
Opening balance	–	–	11,706	–	–	11,706
Additions	–	–	10,258	–	–	10,258
Transfer out to Property, Plant and Equipment	–	–	(4,884)	–	–	(4,884)
Closing balance	–	–	17,080	–	–	17,080
2004 Comparatives						
Net book value at August 31, 2004	20,570	146,130	378,336	8,289	500	553,825
Capital work-in-progress	–	–	11,706	–	–	11,706
Closing balance	20,570	146,130	390,042	8,289	500	565,531
Depreciation for 2004	212	6,206	43,412	1,595	260	51,685

[#] Charge for the year included accelerated depreciation of S\$5.3 million on certain components of printing equipment following a review of their economic useful lives.

Notes to the Financial Statements

August 31, 2005

7. PROPERTY, PLANT AND EQUIPMENT

(b)

	COMPANY			
	Plant and Equipment S\$'000	Furniture and Fittings S\$'000	Motor Vehicles S\$'000	Total S\$'000
Cost				
Opening balance	673,153	12,945	2,176	688,274
Reclassification	(884)	884	–	–
Additions	3,047	30	297	3,374
Transfer in from capital work-in-progress	4,847	–	–	4,847
Transfer in	14	–	–	14
Transfer out	(20)	–	–	(20)
Disposals	(11,609)	(1,226)	(581)	(13,416)
Closing balance	668,548	12,633	1,892	683,073
Accumulated Depreciation and Impairment Losses				
Opening balance	350,166	5,470	1,676	357,312
Reclassification	(375)	375	–	–
Depreciation charge for the year [#]	34,996	1,187	248	36,431
Impairment charge for the year	298	390	–	688
Transfer in	12	–	–	12
Transfer out	(9)	–	–	(9)
Disposals	(11,631)	(612)	(581)	(12,824)
Closing balance	373,457	6,810	1,343	381,610
Net book value at August 31, 2005	295,091	5,823	549	301,463
Capital work-in-progress	17,080	–	–	17,080
Closing balance	312,171	5,823	549	318,543
Capital work-in-progress				
Opening balance	11,706	–	–	11,706
Additions	10,258	–	–	10,258
Transfer out to Property, Plant and Equipment	(4,847)	–	–	(4,847)
Transfer out to a subsidiary	(37)	–	–	(37)
Closing balance	17,080	–	–	17,080
2004 Comparatives				
Net book value at August 31, 2004	322,987	7,475	500	330,962
Capital work-in-progress	11,706	–	–	11,706
Closing balance	334,693	7,475	500	342,668
Depreciation for 2004	34,339	1,105	227	35,671

[#] Charge for the year included accelerated depreciation of S\$5.3 million on certain components of printing equipment following a review of their economic useful lives.

Notes to the Financial Statements

August 31, 2005

8. INVESTMENT PROPERTY

Details of the investment property are as follows:

	GROUP	
	Freehold Land and Building 2005 S\$'000	2004 S\$'000
Cost	923,827	923,827
Development expenditure at cost	186,772	173,624
Loan interest capitalised	18,935	18,935
	1,129,534	1,116,386
Impairment losses	(70,534)	(70,534)
	1,059,000	1,045,852
Gross rental income	84,293	78,475
Fair value	1,380,000	1,200,000

Fair value of the investment property, the Paragon on Orchard Road was stated based on an independent professional valuation, determined on an open market value basis and carried out on June 27, 2005 (2004: June 24, 2004). The investment property is mortgaged to a bank as security for loan facilities granted to Times Properties Private Limited (Note 6).

9. INTERESTS IN SUBSIDIARIES AND AMOUNT OWING BY/TO SUBSIDIARIES

(a) Unquoted equities

	COMPANY	
	2005 S\$'000	2004 S\$'000
Unquoted equities, at cost	476,812	476,812
Impairment losses*	(90,000)	(90,000)
	386,812	386,812

Details of subsidiaries are set out in Note 29.

(b) Amount owing by subsidiaries

	COMPANY	
	2005 S\$'000	2004 S\$'000
Amounts owing by subsidiaries (non-trade) [Note (c)]	797,999	796,146
Loan to subsidiaries	197,056	88,500
	995,055	884,646
Allowance for doubtful debt*	(190,676)	(88,500)
	804,379	796,146

* Mainly attributable to the cost of investment in and loan extended to SPH MediaWorks Ltd (under liquidation). The provisions were made solely at entity's level and had no impact on the Group financial statements.

(c) The amounts owing by/to subsidiaries are non-trade, unsecured, interest free and have no fixed repayment terms. Repayments are not expected within the next twelve months.

Notes to the Financial Statements

August 31, 2005

10. INTERESTS IN ASSOCIATES

(a) Unquoted equities

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Unquoted equities, at cost	43,183	12,513	29,160	2,980
Amounts owing by associates (non-trade) [Note (b)]	33	4	12	–
Loan to an associate [Note (c)]	6,000	350	6,000	–
	49,216	12,867	35,172	2,980
Amounts owing to associates (non-trade) [Note (b)]	(1)	(19)	–	–
Goodwill impaired	(8,078)	(5,559)	–	–
Share of net losses	(6,369)	(5,801)	–	–
Impairment losses	(665)	(560)	–	(2,980)
	34,103	928	35,172	–

Details of associates are set out in Note 30.

- (b) The amounts owing by/to associates are unsecured, interest free and have no fixed repayment terms. Repayments are not expected within the next twelve months.
- (c) The loan to an associate is unsecured and has a tenure of 3 years. The effective interest rate as at the balance sheet date was 2.38% per annum. The fair value of the loan as at the balance sheet date approximates its carrying value as the loan carries a floating interest rate referenced to the Singapore dollar swap offer rate, which is repriced every six months.
- (d) Impairment for goodwill
The carrying values of the Group's goodwill on acquisition of associated companies as at August 31, 2005 were assessed for impairment during the financial year:

	Goodwill on acquisition of associates			Basis on which recoverable values are determined
	Cost S\$'000	Impairment Loss S\$'000	Net Carrying Amount S\$'000	
Associated company				
Traffic Corner Publishing Company Limited	2,519	2,519	–	Fair value less cost to sell by reference to net asset value

Note:

- For impairment testing purposes, goodwill is identified specifically to the respective associate which is also the cash generating unit.
- The recoverable values of the cash-generating units are determined based on fair value less cost to sell.
- As the above unquoted cash generating unit is in a loss position, its net asset value is used to approximate fair value. Cost to sell is expected to be immaterial in the computation.

11. INTERESTS IN JOINTLY CONTROLLED ENTITY

At the beginning of the financial year, the Group acquired an interest in a jointly controlled entity, which provides consultancy services in the People's Republic of China. Joint venture accounting is adopted for this investment as all business decisions require the unanimous approval of its venturers.

(a) Unquoted equities

	GROUP	
	2005 S\$'000	2004 S\$'000
Unquoted equities, at cost	–	–
Amount owing from jointly controlled entity	33	–
	33	–

Notes to the Financial Statements

August 31, 2005

11. INTERESTS IN JOINTLY CONTROLLED ENTITY (CONT'D)

The Group's interests in the jointly controlled entity are equity accounted for in the consolidated balance sheet and income statement. The following amounts represent the Group's effective share of 47.5% of the assets and liabilities and income and expenses of the jointly controlled entity as at August 31, 2005 should proportionate consolidation be adopted.

	GROUP	
	2005 S\$'000	2004 S\$'000
Assets		
Current assets	112	–
Non-current assets	31	–
	143	–
Liabilities		
Current liabilities	581	–
	581	–
Net liabilities	(438)	–
Sales	191	–
Expenses	(461)	–
Net loss	(270)	–
Capital commitments in relation to interest in jointly controlled entity	337	–

Details of the jointly controlled entity are included in Note 31.

12. LONG-TERM INVESTMENTS

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Quoted, at cost				
Equities	59,043	79,610	3,086	–
Bonds	48,000	48,000	–	–
Unquoted, at cost				
Equities	27,462	61,327	2,980	35,577
Other investments	453	425	425	425
	134,958	189,362	6,491	36,002
Allowance for diminution in value of investments – Unquoted	(13,953)	(14,947)	(3,129)	–
	121,005	174,415	3,362	36,002
Market value of quoted investments				
Equities	337,514	288,648	32,372	–
Bonds	51,552	52,086	–	–
	389,066	340,734	32,372	–

Notes to the Financial Statements

August 31, 2005

13. INTANGIBLE ASSETS

	GROUP	
	2005 S\$'000	2004 S\$'000
Goodwill arising on consolidation [Note (a)]	10,075	–
Trademark and licences [Note (b)]	954	–
	11,029	–

(a) Goodwill arising on consolidation

	GROUP	
	2005 S\$'000	2004 S\$'000
Opening balance	–	–
Acquisition of interests in subsidiaries	23,844	18
Divestment of interests in subsidiaries	(3,348)	–
Impairment of goodwill [Note (c)]	(10,421)	–
Goodwill written off during the year	–	(18)
Closing balance	10,075	–

(b) Trademark and licences

	GROUP	
	2005 S\$'000	2004 S\$'000
Opening balance	–	–
Acquired during the year	1,506	–
Amortisation charge	(552)	–
Closing balance	954	–
Cost	1,506	–
Accumulated amortisation	(552)	–
	954	–

(c) Impairment for goodwill

The carrying values of the Group's goodwill on acquisition of subsidiaries as at August 31, 2005 were assessed for impairment during the financial year:

	Goodwill on acquisition of subsidiaries			Basis on which recoverable values are determined
	Cost S\$'000	Impairment Loss S\$'000	Net Carrying Amount S\$'000	
Carrying value of capitalised goodwill based on cash generating units (CGU)				
Subsidiary companies				
Blu Inc Media Pte Ltd	13,494	6,888	6,606	Fair value less cost to sell by applying price earnings ratio at acquisition
Other magazine companies/subsidiaries	7,002	3,533	3,469	Fair value less cost to sell by reference to net asset value
	20,496	10,421	10,075	

Notes to the Financial Statements

August 31, 2005

13. INTANGIBLE ASSETS (CONT'D)

(c) Impairment for goodwill (Cont'd)

Note:

i) Goodwill is allocated to the Group's CGU identified to the respective subsidiaries.

ii) The recoverable values of the CGU are determined based on fair value less cost to sell.

iii) For the above unquoted CGU, fair values are computed by applying the respective price earnings ratio determined at acquisition to the latest available financial forecasts. Where the CGU is in a loss position, its net asset values are used to approximate fair values. Costs to sell are expected to be immaterial in the computations.

14. OTHER NON-CURRENT ASSETS

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Staff loans	4,691	5,051	4,616	4,900

15. STOCKS

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Raw materials and consumable stores	31,881	24,489	31,602	23,908
Acquired content rights, at unamortised cost	–	20,502	–	–
Production cost of programmes, at unamortised cost	–	11,299	–	–
Allowance for stocks	(1,011)	(24,012)	(1,011)	(700)
	30,870	32,278	30,591	23,208
Made up as follows:				
At cost	4,999	5,643	4,720	5,419
At net realisable value	25,871	26,635	25,871	17,789
	30,870	32,278	30,591	23,208

16. TRADE DEBTORS

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Amount owing	103,349	104,334	89,695	92,828
Allowance for doubtful debts	(10,689)	(17,899)	(9,334)	(16,194)
	92,660	86,435	80,361	76,634

17. OTHER DEBTORS AND PREPAYMENTS

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Accrued interest	1,775	2,892	11	1
Sundry debtors (non-trade)	2,595	6,958	681	2,117
Amount due from liquidator of a subsidiary	12,444	–	2,841	–
Prepayments	3,119	3,546	1,935	2,112
Staff loans	1,595	1,734	1,546	1,674
	21,528	15,130	7,014	5,904

Notes to the Financial Statements

August 31, 2005

18. SHORT-TERM INVESTMENTS

(a) Internally managed

	GROUP	
	2005 S\$'000	2004 S\$'000
Quoted		
Equities, at cost	70,033	53,421
Bonds, at cost	225,637	150,923
Accretion of discount on bonds	1,386	2,358
Amortisation of premium on bonds	(114)	(109)
Unquoted		
Equities, at cost	18,744	–
	315,686	206,593
Allowance for diminution in value of investments – Quoted	(14,230)	(17,554)
– Unquoted	(2,388)	–
	299,068	189,039

(b) Funds under management

	GROUP	
	2005 S\$'000	2004 S\$'000
Quoted investments, at cost		
Equities	117,210	95,877
Bonds	242,766	162,471
	359,976	258,348
Allowance for diminution in value of quoted investments	(4,142)	(2,644)
	355,834	255,704
Bank balances	13,217	31,915
Accrued income	2,388	2,864
Due to brokers	(16,917)	(5,883)
	354,522	284,600

The funds under management are denominated in the following currencies:

United States Dollar	281,363	194,051
Euro	31,824	34,964
Japanese Yen	14,908	16,485
United Kingdom Pound	11,982	18,563
Others	14,445	20,537
	354,522	284,600

Total Short-Term Investments	653,590	473,639
------------------------------	----------------	---------

(c) Total market/fair value of investments

	GROUP	
	2005 S\$'000	2004 S\$'000
Quoted – Equities	237,229	200,257
– Bonds	465,694	306,710
	702,923	506,967
Unquoted – Equities	17,132	–

Notes to the Financial Statements

August 31, 2005

19. OTHER CREDITORS AND ACCRUED LIABILITIES

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Accrued operating expenses	105,271	109,058	93,521	92,981
Sundry creditors (non-trade)	10,489	16,855	9,776	9,642
Customers' deposits and credits	4,550	4,232	4,237	4,047
Amounts due to brokers	8,994	–	–	–
	129,304	130,145	107,534	106,670

20. CAPITAL AND OTHER COMMITMENTS

	GROUP		COMPANY	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Commitments for:				
(a) Capital expenditure:				
Authorised and contracted for	18,193	6,906	17,878	5,801
Authorised but not contracted for	13,734	32,509	12,983	20,459
(b) Equity investments	21,374	53,666	–	–
(c) Intangible asset – magazine title	550	–	–	–
(d) Non-cancellable operating leases payable:				
Within 1 year	4,020	4,112	220	165
Between 1 – 5 years	14,051	19,899	76	7
After 5 years	151,467	200,463	–	–
(e) Non-cancellable operating leases receivable:				
Within 1 year	89,696	80,177	–	–
Between 1 – 5 years	97,796	119,299	–	–
After 5 years	314	–	–	–
(f) Foreign currency forward contracts				
Notional due:				
Within 1 year	210,813	112,651	15,962	1,551
Positive fair value	153	507	–	11
Negative fair value	2,895	430	48	–
(g) Cross currency swap contracts				
Notional due:				
After 5 years	7,052	14,104	–	–
Positive fair value	448	793	–	–

The fair values of foreign currency forward and cross currency swap contracts have been calculated (using rates quoted by the Group's bankers) assuming these contracts are terminated at the balance sheet date.

21. OPERATING REVENUE

	GROUP	
	2005 S\$'000	2004 S\$'000
Newspaper and Magazine		
Advertisements	664,235	624,448
Circulation	204,810	192,033
Others	22,738	16,721
	891,783	833,202
Broadcasting and Multimedia		
Advertisements	15,365	40,030
Broadcasting and multimedia services	10,919	14,271
	26,284	54,301
Property		
Rental and rental-related services	89,445	82,572
	1,007,512	970,075

Notes to the Financial Statements

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22. STAFF COSTS

	GROUP	
	2005 S\$'000	2004 S\$'000
(a) Staff costs:		
Salaries, bonuses and other costs	237,793	237,091
Employers' contribution to defined contribution plans	24,033	25,278
	261,826	262,369
(b) Average number of employees	3,563	3,564

23. PROFIT FROM OPERATIONS

	GROUP	
	2005 S\$'000	2004 S\$'000
Profit from operations is arrived at:		
After charging		
Audit fees:		
Company's auditors:		
Current year	299	299
Other auditors:		
Current year	70	24
Prior year	(7)	–
Non-audit fees [#] :		
Company's auditors:		
Current year	198	101
Prior year	–	1
Less: Amount capitalised as capital work-in-progress	–	(26)
	198	76
Key management's remuneration:		
Company's Directors	1,824	1,660
Director of a subsidiary	147	148
Other key management	11,966	10,321
Allowance for stocks	311	3,089
Rental expense – Operating lease	4,737	4,959
Net foreign exchange loss from operations	2,231	–
and after crediting		
Write-back of allowance for stocks	–	310
Net foreign exchange gain from operations	–	602

[#] Non-audit fees are mainly for services relating to non-statutory audit/review assignments.

24. FINANCE COSTS

	GROUP	
	2005 S\$'000	2004 S\$'000
Interest on bank loans	22,526	24,203

Notes to the Financial Statements

August 31, 2005

25. NET INCOME FROM INVESTMENTS

	GROUP	
	2005 S\$'000	2004 S\$'000
Deposits interest	1,820	3,403
Interest from bonds	10,140	23,084
Dividend from equities *	22,160	190,624
Foreign exchange (loss)/gain	(715)	10,629
Profit on sale of investments:		
Short-term investments	30,775	15,083
Long-term investments ^	145,094	9,942
Other investment income #	13,417	1,005
	222,691	253,770
Accretion of discount on bonds	2	21
Amortisation of premium on bonds	(89)	(1,121)
Write-back/(Allowance) for diminution in value of investments:		
Quoted	333	545
Unquoted	(1,890)	(4,635)
	221,047	248,580
Income from funds under management [Note 25(a)]	27,562	9,437
	248,609	258,017

* Dividend from equities received during the preceding financial year included S\$168.1 million from the divestment of the Group's indirect stake in Belgacom.

^ Profit on sale of long-term investments during the financial year included gain of S\$128.5 million on disposal of a substantial portion of the Group's interest in StarHub Limited.

Includes income of S\$12.8 million arising from capital reduction exercise undertaken by an investee company.

(a) Income from funds under management

	GROUP	
	2005 S\$'000	2004 S\$'000
Interest on deposits and bonds	10,719	6,418
Profit on sale of investments	23,334	10,058
Dividend from quoted equities	2,155	2,131
Foreign exchange gain/(loss)	1,979	(3,019)
Expenses and fees	(2,458)	(1,893)
	35,729	13,695
Allowance for diminution in value of quoted investments	(8,167)	(4,258)
	27,562	9,437

26. EXCEPTIONAL ITEMS

	GROUP	
	2005 S\$'000	2004 S\$'000
Charges arising from the merger of the Group's free-to-air television broadcasting and free newspaper business with MediaCorp Pte Ltd	(25,857)	–
Impairment loss on goodwill on acquisition of subsidiaries [Note 13(c)]	(10,421)	–
Impairment loss on goodwill on acquisition of an associate [Note 10(d)]	(2,519)	–
Impairment loss on interest in an associate	(105)	–
Gain on divestment of interests in certain subsidiaries and an associate following the restructuring of Blu Inc group of companies	1,048	–
Impairment loss on property, plant and equipment (Note 7)	(688)	(34,953)
Gain on sale of property	–	110,106
Write-down of current assets and provision for obligations arising from a review of broadcasting assets	–	(45,889)
Others	–	(587)
	(38,542)	28,677

Notes to the Financial Statements

August 31, 2005

27. DIVIDENDS

	GROUP AND COMPANY	
	2005	2004
	S\$'000	S\$'000
Dividends paid:		
– Final dividend of 10 cents per S\$0.20 share less tax at 20% in respect of previous financial year (2004: 50 cents per S\$1 share less tax at 22%)	127,059	144,691
– Special final dividend of 11.25 cents per S\$0.20 share less tax at 20% in respect of previous financial year (2004: 30 cents per S\$1 share less tax at 22%)	142,941	86,814
– Interim dividend of 3.75 cents per S\$0.20 share less tax at 20% (2004: 20 cents per S\$1 share less tax at 20%)	47,687	59,487
– Special interim dividend of 5 cents per S\$0.20 share less tax at 20% (2004: Nil)	63,583	–
	381,270	290,992

(a) The Directors have proposed a final net dividend for 2005 of 8.0 cents per S\$0.20 share, and a special final net dividend of 7.8 cents per S\$0.20 share, amounting to a total of S\$251,285,000.

(b) These financial statements do not reflect these proposed dividends, which will be accounted for in shareholders' equity as an appropriation of retained earnings in the financial year ending August 31, 2006 when they are approved at the next annual general meeting.

28. EARNINGS PER SHARE

	GROUP			
	2005		2004	
	S\$'000		S\$'000	
	Basic	Diluted	Basic	Diluted
Profit attributable to shareholders	494,694	494,694	546,282	546,282
	Number of Shares '000		Number of Shares '000	
Weighted average number of shares	1,587,971	1,587,971	1,786,830	1,786,830
Adjustment for assumed conversion of share options	–	4,463	–	1,987
Weighted average number of shares used to compute earnings per share	1,587,971	1,592,434	1,786,830	1,788,817
Earnings per S\$0.20 share (S\$)				
– before exceptional items	0.34	0.33	0.29	0.29
– after exceptional items	0.31	0.31	0.31	0.31

Notes to the Financial Statements

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29. SUBSIDIARIES

Name of Subsidiary	Principal Activities	Country of Incorporation	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2005 S\$'000	2004 S\$'000	2005 %	2004 %
^ The Straits Times Press (1975) Limited	Holding investments	Singapore	Mgt Ord	334 33,072	334 33,072	100.00 100.00	100.00 100.00
^ SPH Magazines Pte Ltd	Publishing magazines	Singapore	Ord	*	*	100.00	100.00
^ Focus Publishing Ltd	Publishing magazines	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
The Straits Times Press (London) Limited	Dormant	United Kingdom	Ord	*	*	100.00	100.00
^ Lianhe Publishing Pte Ltd	Publishing magazines	Singapore	Ord	*	*	100.00	51.00
^ Asia Century Publishing Pte Ltd	Publishing and distributing magazines	Singapore	Ord	*	*	100.00	51.00
^ SPH Data Services Pte Ltd	Licensing of copyrights & trademarks	Singapore	Ord	*	*	100.00	100.00
^ SPH (Americas) Pte Ltd	Provision of news reporting services	Singapore	Ord	*	*	100.00	100.00
SPH Magazines (HK) Ltd	Publishing & distribution, provision of editorial services and holding investments	Hong Kong	Ord	*	—	100.00	—
^ TP Ventures Pte Ltd	Holding investments	Singapore	Ord	*	*	100.00	100.00
^ Blu Inc Publishing (S) Pte Ltd	Publishing & marketing of magazines & books	Singapore	Ord	*	—	50.00	—
^ Blu Inc Ventures Pte Ltd	Holding investments	Singapore	Ord	*	—	95.00	—
^ Blu Inc Media Pte Ltd	Publishing & marketing of magazines & books	Singapore	Ord	*	—	95.00	—
** Blu Inc Holdings (S) Pte Ltd	Holding investments	Singapore	Ord	*	—	100.00	—
^^ Blu Inc Media Sdn Bhd	Publishing & distribution of magazines & books	Malaysia	Ord	*	—	46.00	—
x^^ Magazines World Sdn Bhd	Publishing of magazines, books and periodicals	Malaysia	Ord	*	*	35.00	—
^ Magazines Incorporated Pte Ltd	Publishing magazines & holding investments	Singapore	Ord	*	—	95.00	—
^^ MI Publishing Sdn Bhd	Media representative	Malaysia	Ord	*	—	95.00	—
^^ PT MI Magazines	Media representative	Indonesia	Ord	*	—	95.00	—
^^ MI Publishing (HK) Co Limited	Publishing magazines	Hong Kong	Ord	*	—	95.00	—
Balance c/f				33,406	33,406		

Notes to the Financial Statements

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29. SUBSIDIARIES (CONT'D)

Name of Subsidiary	Principal Activities	Country of Incorporation	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2005 S\$'000	2004 S\$'000	2005 %	2004 %
Balance b/f				33,406	33,406		
The Peak Magazines Pte Ltd	Dormant	Singapore	Ord	*	—	95.00	—
Media Incorporated Pte Ltd	Dormant	Singapore	Ord	*	—	95.00	—
^ Media Investments Pte Ltd	Holding investments	Singapore	Ord	*	—	95.00	—
^ MI Productions Pte Ltd	Production services	Singapore	Ord	*	—	95.00	—
^^ Blu Inc Holdings (Malaysia) Sdn Bhd	Holding investments	Malaysia	Ord	*	—	50.00	—
^ Blu Inc Singapore Pte Ltd	Publishing magazines & editorial services & holding investments	Singapore	Ord	*	—	95.00	—
^ Blu Inc Overseas Pte Ltd	Publishing magazines, editorial services and holding investments	Singapore	Ord	*	—	50.00	—
^ # Tamil Murasu Pte Ltd	Publishing newspapers	Singapore	Ord	855	855	100.00	100.00
^ Times Properties Private Limited	Letting properties and provision of property management services	Singapore	Ord	77,827	77,827	100.00	100.00
^ Orchard 290 Ltd	Holding investments and managing of shopping centres & other commercial properties	Singapore	Ord	*	*	100.00	100.00
^ Singapore News and Publications Limited	Holding investments and properties	Singapore	Mgt Ord	1,153 114,102	1,153 114,102	100.00 100.00	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
^ 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
Crestville Investments Limited	Holding investments	British Virgin Islands	Ord	*	*	100.00	100.00
Futura Management Limited	Holding investments	Cook Islands	Ord	*	*	100.00	100.00
Morningvista Investments Limited	Dormant	British Virgin Islands	Ord	*	*	100.00	100.00
^ Lianhe Investments Pte. Ltd.	Holding investments for dealing purposes	Singapore	Ord	6,335	6,335	100.00	100.00
^ SPH MultiMedia Private Limited	Holding investments	Singapore	Ord	8,500	8,500	100.00	100.00
Balance c/f				292,178	292,178		

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29. SUBSIDIARIES (CONT'D)

Name of Subsidiary	Principal Activities	Country of Incorporation	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2005 S\$'000	2004 S\$'000	2005 %	2004 %
Balance b/f				292,178	292,178		
@ SPH AsiaOne Ltd	Provision of Internet-related services and holding investments	Singapore	Ord	94,400	94,400	100.00	100.00
@ Zaobao.com Ltd	Provision of Internet-related services	Singapore	Ord	*	*	100.00	100.00
@ Evol Media Pte Ltd	Provision of Internet-related services	Singapore	Ord	*	*	100.00	100.00
** SPH MediaWorks Ltd	Provision of broadcasting and broadband services	Singapore	Ord	90,000	90,000	100.00	100.00
^^ New Beginnings Management Consulting (Shanghai) Company Limited	Business management and consultancy services	The People's Republic of China	Ord	234	234	100.00	100.00
^## SPH AlphaOne Pte Ltd	Dormant	Singapore	Ord	*	*	100.00	100.00
SPH MediaBoxOffice Pte Ltd	Provision of advertising services	Singapore	Ord	*	–	100.00	–
				476,812	476,812		

Notes:

1. ^ Companies audited by PricewaterhouseCoopers, Singapore.
2. @ Companies audited by Ernst & Young, Singapore.
3. ^^ Companies audited by auditors other than PricewaterhouseCoopers, Singapore and Ernst & Young, Singapore.
4. # Previously known as Hipro Printing Pte Ltd.
5. x Following the restructuring of Blu Inc Group's media & publishing business during the year, Magazine World Sdn Bhd became a subsidiary of the Group.
6. ## Previously known as SPH Stop Press Pte Ltd.
7. ** Under liquidation.
8. * The shareholdings of these companies are held by subsidiaries of the Company.

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30. ASSOCIATES

Name of Associate	Principal Activities	Country of Incorporation	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2005 S\$'000	2004 S\$'000	2005 %	2004 %
Held by the Company							
MediaCorp TV Holdings Pte Ltd	Holding investment in subsidiaries which provide television broadcasting and content production services	Singapore	Ord	10,000	–	20.00	–
MediaCorp Press Ltd	Publishing and distributing free newspaper	Singapore	Ord	19,160	–	40.00	–
@ Business Day Company Limited	Publishing newspapers	Thailand	Ord	–	2,980	–	24.97
Held by Subsidiaries							
American Bourses Corporation Pte Ltd	Development & maintenance of software and multimedia works; Business management and consultancy services	Singapore	Ord	6,375	6,375	20.00	20.00
Citta Bella Sdn Bhd	Publishing and distributing magazines	Malaysia	Ord	248	248	49.00	24.99
GMM Times Co Ltd	Publishing and distributing magazines	Thailand	Ord	395	395	30.00	30.00
* Magazine World Sdn Bhd	Publishing and distributing magazines	Malaysia	Ord	–	42	–	30.00
Shanghai YouHer Consultancy Limited	Consultancy services	The People's Republic of China	Ord	573	573	50.00	50.00
UnionWorks Pte Ltd	Radio broadcaster	Singapore	Ord	2,400	1,900	50.00	50.00
Traffic Corner Publishing Company Limited	Publishing and distributing magazines	Thailand	Ord	4,032	–	49.00	–
				43,183	12,513		

Notes:

- @ Business Day Company Limited ceased to be an associate following a series of capital restructuring exercises carried out by the company in the past and made known to the Group only during the financial year.
- * Following the restructuring of Blu Inc Group's media & publishing business during the year, Magazine World Sdn Bhd became a subsidiary of the Group.

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31. JOINTLY CONTROLLED ENTITY

Name of Jointly Controlled Entity	Principal Activities	Country of Incorporation	Class of Shares	Cost of Investment		Effective % of Equity held by the Group	
				2005 S\$'000	2004 S\$'000	2005 %	2004 %
Held by Subsidiary							
Shanghai Blu Inc Ventures Consultancy Co Ltd	Consultancy services	The People's Republic of China	Ord	–	–	47.50	–

32. SEGMENTAL INFORMATION

2005	Newspaper and Magazine S\$'000	Broadcasting and Multimedia S\$'000	Treasury and Investment S\$'000	Property S\$'000	Eliminations S\$'000	Consolidated S\$'000
Operating revenue						
External sales	891,783	26,284	–	89,445	–	1,007,512
Inter-segmental sales	1,985	95	–	2,141	(4,221)	–
Total operating revenue	893,768	26,379	–	91,586	(4,221)	1,007,512
Result						
Segment result	328,862	(14,843)	248,024	66,874	–	628,917
Finance costs	(51)	(440)	–	(22,035)	–	(22,526)
Finance income	169	–*	–	310	–	479
Share of profit less losses of associates/jointly controlled entity	236	(3,826)	–	–	–	(3,590)
Exceptional items	(12,786)	(25,756)	–	–	–	(38,542)
Profit/(loss) before taxation	316,430	(44,865)	248,024	45,149	–	564,738
Taxation	–	–	–	–	–	(69,975)
Profit after taxation	–	–	–	–	–	494,763
Minority interests	–	–	–	–	–	(69)
Profit attributable to shareholders	–	–	–	–	–	494,694
Other Information						
Segment assets	678,902	13,844	803,274	1,098,903	–	2,594,923
Interests in associates	21,767	12,336	–	–	–	34,103
Interests in jointly controlled entity	33	–	–	–	–	33
Consolidated total assets	–	–	–	–	–	2,629,059
Segment liabilities	161,733	465	9,056	678,256	–	849,510
Current taxation	–	–	–	–	–	88,298
Deferred taxation	–	–	–	–	–	67,777
Consolidated total liabilities	–	–	–	–	–	1,005,585
Capital expenditure	15,093	487	–	13,245	–	28,825
Depreciation	49,497	336	–	467	–	50,300
Amortisation	552	–	–	–	–	552
Impairment losses:						
– Goodwill on acquisition of subsidiaries (Note 13 & 26)	10,421	–	–	–	–	10,421
– Goodwill on acquisition of an associate (Note 10 & 26)	2,519	–	–	–	–	2,519
– Interest in an associate (Note 26)	105	–	–	–	–	105
– Property, plant and equipment (Note 7 & 26)	688	–	–	–	–	688

* Less than \$500

Notes to the Financial Statements

August 31, 2005

32. SEGMENTAL INFORMATION (CONT'D)

2004	Newspaper and Magazine S\$'000	Broadcasting and Multimedia S\$'000	Treasury and Investment S\$'000	Property S\$'000	Eliminations S\$'000	Consolidated S\$'000
Operating revenue						
External sales	833,202	54,301	–	82,572	–	970,075
Inter-segmental sales	2,352	72	–	2,377	(4,801)	–
Total operating revenue	835,554	54,373	–	84,949	(4,801)	970,075
Result						
Segment result	337,774	(55,955)	252,716	61,169	–	595,704
Finance costs	(15)	(1,847)	–	(22,341)	–	(24,203)
Finance income	131	15	–	116	–	262
Share of net losses of associates	(249)	–	–	–	–	(249)
Exceptional items	(16,129)	(65,300)	–	110,106	–	28,677
Profit/(loss) before taxation	321,512	(123,087)	252,716	149,050	–	600,191
Taxation						(53,914)
Profit after taxation						546,277
Minority interests						5
Profit attributable to shareholders						546,282
Other Information						
Segment assets	696,695	22,130	780,291	1,091,836	–	2,590,952
Interests in associates	928	–	–	–	–	928
Consolidated total assets						2,591,880
Segment liabilities	148,076	100,906	36	709,987	–	959,005
Current taxation						81,112
Deferred taxation						72,126
Consolidated total liabilities						1,112,243
Capital expenditure	31,628	1,183	–	6,396	–	39,207
Depreciation	45,360	5,798	–	527	–	51,685
Impairment loss:						
– Property, plant and equipment	15,542	19,411	–	–	–	34,953

Notes:

- (a) **Business segments:** The Group is organised into four major operating segments, namely Newspaper and Magazine, Broadcasting and Multimedia, Treasury and Investment, and Property, and reports its primary segment information through direct identification. The Newspaper and Magazine segment is involved in the publishing, printing and distributing of newspapers and magazines. The Broadcasting and Multimedia segment provides services which include provision of broadcasting, portal sites and other related services.

With the rationalisation of the Group's broadcasting business completed on December 31, 2004, the broadcasting segment would henceforth comprise mainly the Group's share of interest in MediaCorp TV Holdings Pte Ltd. The Treasury and Investment segment manages the investment activities of the Group. The Property segment holds and manages properties owned by the Group.

- (b) **Geographical segments:** The principal geographical area in which the Group operates is Singapore. The Group's overseas operations comprise mainly publishing and distributing magazines, holding overseas investments and the provision of marketing, editorial, art and graphical services overseas.

	Operating Revenue		Segment Assets		Capital Expenditure	
	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000	2005 S\$'000	2004 S\$'000
Singapore	993,896	970,075	2,613,322	2,583,798	28,029	39,145
Other Countries	13,616	–	15,737	8,082	796	62
	1,007,512	970,075	2,629,059	2,591,880	28,825	39,207

Notes to the Financial Statements

August 31, 2005

33. FAIR VALUE OF FINANCIAL INSTRUMENTS

The financial assets and financial liabilities of the Group and the Company for which fair values are required to be disclosed in accordance with Singapore Financial Reporting Standard comprise the following:

- (a) long-term investments in investees other than subsidiaries and associates,
- (b) non-current loans payable,
- (c) non-current receivables from and payables to subsidiaries and associates,
- (d) other non-current receivables,
- (e) current assets other than stocks and prepayments,
- (f) current liabilities other than provision for taxation,
- (g) amounts owing by/to subsidiaries and associates.

The financial assets and liabilities of the Group are predominantly denominated in Singapore Dollars, except for the investment funds under management. The fair values of the financial assets and financial liabilities as at the balance sheet date approximate their carrying values as shown in the balance sheets, with the exception of long-term and short-term investments.

The fair values of quoted long-term investments and quoted and unquoted short-term investments as at the balance sheet date are as detailed in the respective notes to the financial statements. For unquoted long-term investments, it is not practicable to determine the fair value because the assumptions used in the valuation models to value these investments cannot be reasonably determined. The unquoted long-term investments comprised mainly investments in venture capital companies.

34. RECLASSIFICATION

The comparative figures of the amounts owing by/to subsidiaries and loans to subsidiaries, which were previously included in interests in subsidiaries, have been reclassified and shown separately on the balance sheet. The reclassification was made to conform with current year's presentation. The comparative amounts reclassified out of interest in subsidiaries are as follows:

	COMPANY
	2004
	S\$'000
Interests in subsidiaries as reported on August 31, 2004	1,009,749
Reclassified to "Amount owing by subsidiaries"	(796,146)
Reclassified to "Amount owing to subsidiaries"	173,209
Adjusted balance	386,812

35. AUTHORISATION OF FINANCIAL STATEMENTS

On October 11, 2005, the Board of Directors of Singapore Press Holdings Limited authorised these financial statements for issue.

Overseas Bureaus

as at September 5, 2005

BUREAU		NAME/ADDRESS	TELEPHONE	FAX
AUSTRALIA	ST	Roger Maynard (rogmaynard@compuserve.com) William Choong (williamc_st@yahoo.co.uk)	61-299-732-881 61-261-257-641	612-9973 2049 612-6125-9926
BANGKOK	ST	Nirmal Ghosh (tigerfire@yahoo.com) Apt 2A, Prime Residence 6, Sukhumvit Soi 27 Klong Toey Nua, Wathana Bangkok 10110, Thailand	66-2-661 6207	66-2-260 0893
BEIJING	ST	Chua Chin Hon (chinhon@gmail.com) Tchang Chi-Chu (chichu@sph.com.sg) Clarissa Oon (clare@sph.com.sg) Tracy Quek (tracyq@sph.com.sg)	86-10-6418 1577 / 86-10-6418 1578	86-10-6418 1580
	ZB	Yap Pheng Hui (yapph@sph.com.sg) Han Yong Hong (hanyh@sph.com.sg) Suite 4G, Office Tower B East Gate Plaza 29 Dongzhong Street, Dongcheng District Beijing 100027, China	86-10-6418 1585 86-10-6418 1586 86-10-6418 1587 (ZB General Line)	86-10-6418 1584
CHONGQING	ZB	Zhang Xiao Zhong (zhangxz@sph.com.sg) Beian Xingzuo Apt #25-12, Jianxin Beilu 60, Jiangbei District Chongqing 400020, China	86-23-6770 0067	86-23-6770 1097
EUROPE	ST	Jonathan Eyal (eyal50@aol.com) 202, Drake House, Dolphin Square London SW1V 3NN	44-20-7747 2616	44-20-7747 2636
		Neo Hui Min (huimin.neo@gmail.com)	44-79-3141 6060	–
GUANGZHOU	ZB	Lee Chih Horng (leech@sph.com.sg) Room 1410, 14th Floor, South Tower World Trade Centre 371-375 Huanshi Donglu Guangzhou 510095, China	86-20-8760 5937	86-20 8731 8512
HONGKONG	ST	Ching Cheong (chingcheong@hotmail.com) Vince Chong (vincec@sph.com.sg)	852-2530 9720	852-2845 9934
	ZB	Norman Yik (zbhk02@netvigator.com) Tai Hing Shing (taihs@sph.com.sg)	852-2524 6191	852-2524 7394
	Mktg	Echo Cheung (sph02@netvigator.com) 1308, 13th Floor, Tower Two Lippo Centre, No. 89 Queensway, Hong Kong	852-2877 9076 852-2526 9018 – ST General Line 852-2877 0713 – ZB General Line	852-2522 0950

Overseas Bureaus

as at September 5, 2005

BUREAU		NAME/ADDRESS	TELEPHONE	FAX
JAKARTA	ST	Azhar Ghani (azhar@sph.com.sg) Salim Bin Osman (salim@sph.com.sg) Devi Muri Asmarani (dasmaran@indo.net.id)	62-21-3983 1465 (General) 62-21-3983 1467 (Azhar's DID) 62-21-3983 1469 (Salim's DID) 62-21-3983 1471 (Devi's DID)	62-21-3983 1466
	BT	Shoeb Kagda (shoebkd@rad.net.id)	62-21-3983 1474 (Shoeb's DID)	6221-3983-1473
	ZB	Chong Tien Siong (chongts@sph.com.sg) Suite 1401, 14th Floor Deutsche Bank Building Jalan Imam Bonjol 80, Jakarta 10310	62-21-3983 1485 (Chong's DID)	62-21-3983 1486
KUALA LUMPUR	ST	Reme Bin Ahmad (reme.ahmad@gmail.com) Leslie Lau Kuan Chen (leslie.lau@excite.com) Carolyn Hong (carolynh@sph.com.sg)	02-03-2162 0011 (General)	02-03-2164 6439
	BT	Jayasankaran (sankaranjaya@yahoo.com) Pauline Ng (pscng@yahoo.com) Suite 11A, Level 11, MNI Twins Tower 2, No. 11 Jalan Pinang 50450 Kuala Lumpur Malaysia	02-03-2162 0011 (General)	02-03-2164 6439
MANILA	ST	Maria Luz Baguioro (stmanila@pltdsl.net / luz@sph.com.sg) Unit no. 1510, 15th floor, Tower One Ayala Triangle, AVALA Avenue Makati City 1226, Philippines	63-2-848 7232 / 63-2-848 7233 / 63-2-848 7234	63-2-848 7235
NEW DELHI	ST	Ravi Velloor (velloor@sph.com.sg) C-21/A Gulmohar Park 11nd Floor New Delhi 110049	91-98-9962 2066	–
		P Jayaram (jayaramp_@hotmail.com) G-602 Kaveri Apts Sector - 6, Dwarka New Delhi 110075	91-98-9142 7863	–
SHANGHAI	ST	Jean Chua (jeanchua@sph.com.sg)	86-21-6319 1986/9	86-21-6319 1991
	ZB	Goh Sin Hwee (gohshe@sph.com.sg) Room 1007, 10th Floor, Lansheng Building 8 Huaihai Road Centre Shanghai 200021, China	86-21-6319 1992	86-21-6319 1991

Overseas Bureaus

as at September 5, 2005

BUREAU		NAME/ADDRESS	TELEPHONE	FAX
TAIPEI	ST	Ong Hwee Hwee (hwee@sph.com.sg)	886-2-2370 3727	886-2-2370 9762
	ZB	Lim Woan Fei (limwf@sph.com.sg) 2F., No. 130, Bo-Ai Road Jhong Jheng District Taipei City 100, Taiwan (R.O.C.)	886-2-2383 2732	886-2-2375 7822
TOKYO	ST	Kwan Weng Kin (wengkin@gol.com) 2-16-49-503 Takanawa Minato-ku, Tokyo Japan 108-0074	81-3-3442 4258	81-3-3442 4258
	Mktg	Ryo Ichi Yanagihara 5A, 6-28 Akasaka, 6-Chome Minato-ku, Tokyo 107, Japan	81-3-3582 6259	81-3-3589 5480
SEOUL	ST	Lee Tee Jong (leetejong@yahoo.com)	–	–
WASHINGTON	ST	Roger Mitton (rmitton@nationalpress.com) Eugene Low (eugene@sph.com.sg) National Press Building Suite 916, 529 14th Street., NW Washington, DC 20045 U.S.A	1-202-662 8726	1-202-662 8729
Not operating from Washington office:				
OHIO		Paul Zach (zach@sph.com.sg)		
NEW YORK		Betsy Pisik (bpisik@aol.com)		
SHANGHAI INVESTMENT OFFICE				
NEW BEGINNINGS		Loo Chin Wah (loocw@sph.com.sg) New Beginnings Management Consulting (Shanghai) Company Limited	86-21-6319 1988	86-21-6319 1991
		Chan Moon Kwai (chanmk@sph.com.sg) SPH Magazines Room 1007, 10th Floor, Lansheng Building 8 Huaihai Road Centre Shanghai 200021, China	86-21-6319 1993	86-21-6319 1991

Properties of the Group

as at August 31, 2005

LOCATION	TENURE	EXPIRY DATE OF LEASE	LAND (SQ M)	BUILT-IN (SQ M)	EXISTING USE
Times Industrial Building 422 Thomson Road	Freehold	–	20,638	12,560	Industrial
Media Centre 82 Genting Lane	Leasehold	July 16, 2040	24,892	48,922	Industrial
Print Centre 2 Jurong Port Road	Leasehold	June 9, 2034	110,075	103,460	Industrial
News Centre 1000 Toa Payoh North	Leasehold	March 2, 2031	21,730	54,296	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
20A Yarwood Avenue	Leasehold	May 6, 2878	1,721	488	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
Paragon 290 Orchard Road	Freehold	–	16,638	88,298	Commercial
MALAYSIA					
Awana Condominium Unit 3544 Genting Highlands	Freehold	–	–	117	Residential
HONGKONG					
Tower Two, Lippo Centre Unit 1308 13th Floor 89 Queensway, Hong Kong	Leasehold	February 14, 2059	–	368	Commercial

Corporate Information and Investor Relations Calendar

AUDIT COMMITTEE

Sum Soon Lim (Chairman)
Willie Cheng Jue Hiang
Cheong Choong Kong
Lee Ek Tieng

AUDITOR

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

Audit Partner

Tan Boon Chok
(Appointed in 2003)

COMPANY SECRETARIES

Ginney Lim May Ling
Khor Siew Kim

REGISTERED OFFICE

1000, Toa Payoh North
News Centre
Singapore 318994
Tel: (65) 6319 6319
Fax: (65) 6319 8282
Email: sphcorp@sph.com.sg
Reg. No. 198402868E

SHARE

REGISTRATION OFFICE

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

INVESTOR RELATIONS CALENDAR

FOR FINANCIAL YEAR 2005

Date	Event
11 October 2004	Announcement of FY2004 full year results cum analysts and press briefings
19 October 2004	Post results investor meeting
02 November 2004	Morgan Stanley Asia Pacific Summit
18 November 2004	Despatch of Annual Report 2004 to Shareholders
06 December 2004	Annual General Meeting
28 December 2004	Payment of 2004 final and special dividends
06 January 2005	Announcement of 1Q FY2005 results
17 January 2005	Post results investor meeting
16 – 17 March 2005	CSFB Asia Investment Conference in Hong Kong
11 April 2005	Announcement of 2Q/HY FY2005 results cum analysts briefing
19 April 2005	Post results investor meeting
10 May 2005	Payment of 2005 interim and special dividends
12 July 2005	Announcement of 3Q/YTD May FY2005 results
18 July 2005	Post results investor meeting

FOR FINANCIAL YEAR 2006

Date	Event
11 October 2005	Announcement of FY2005 full year results cum analysts and press briefings
20 October 2005	Post results investor meeting
November 2005 [#]	Morgan Stanley Asia Pacific Summit
02 November 2005	Despatch of Summary Financial Report 2005 to Shareholders
18 November 2005	Despatch of Annual Report 2005 to Shareholders
02 December 2005	Annual General Meeting
13 December 2005	Books closure date for dividend entitlement
22 December 2005	Payment of 2005 final and special dividends
January 2006 [*]	Announcement of 1Q FY2006 results
January 2006 [#]	Post results investor meeting
March 2006 [#]	CSFB Asia Investment Conference in Hong Kong
April 2006 [*]	Announcement of 2Q/HY FY2006 results cum analysts briefing
April 2006 [#]	Post results investor meeting
July 2006 [*]	Announcement of 3Q/YTD May FY2006 results
July 2006 [#]	Post results investor meeting

[#] Tentative plans on participation in investor conferences and meetings.

^{*} Please refer to SPH's website at www.sph.com.sg under Investor Relations for the latest update.

Investor Relations

COMMITMENT TO IMPROVE SHAREHOLDERS' VALUE

Riding on a sustainable business model, SPH will continue to strengthen and enhance its core business of publishing. The Company has one of the highest operating margins across international newspaper companies, which saw it improving to 37.8% in financial year 2005.

Besides ongoing efforts to improve and enhance its stable of newspapers to offer value to its readers, SPH is also open to growth opportunities related or adjacent to its core business in order to achieve synergies. It started its regional expansion drive through its magazine publishing arm, with the strategy of developing its subsidiary, SPH Magazines, into a leading magazine publisher in the region.

To enhance shareholders' value, SPH will continue its track record of returning excess cash generated from operations and sale of non-core assets that is surplus to the Company's requirements. The level of capital return will be determined to allow the Company to maintain sufficient capital reserves to support its business and to allow flexibility to pursue appropriate business opportunities, should such opportunities arise in the future.

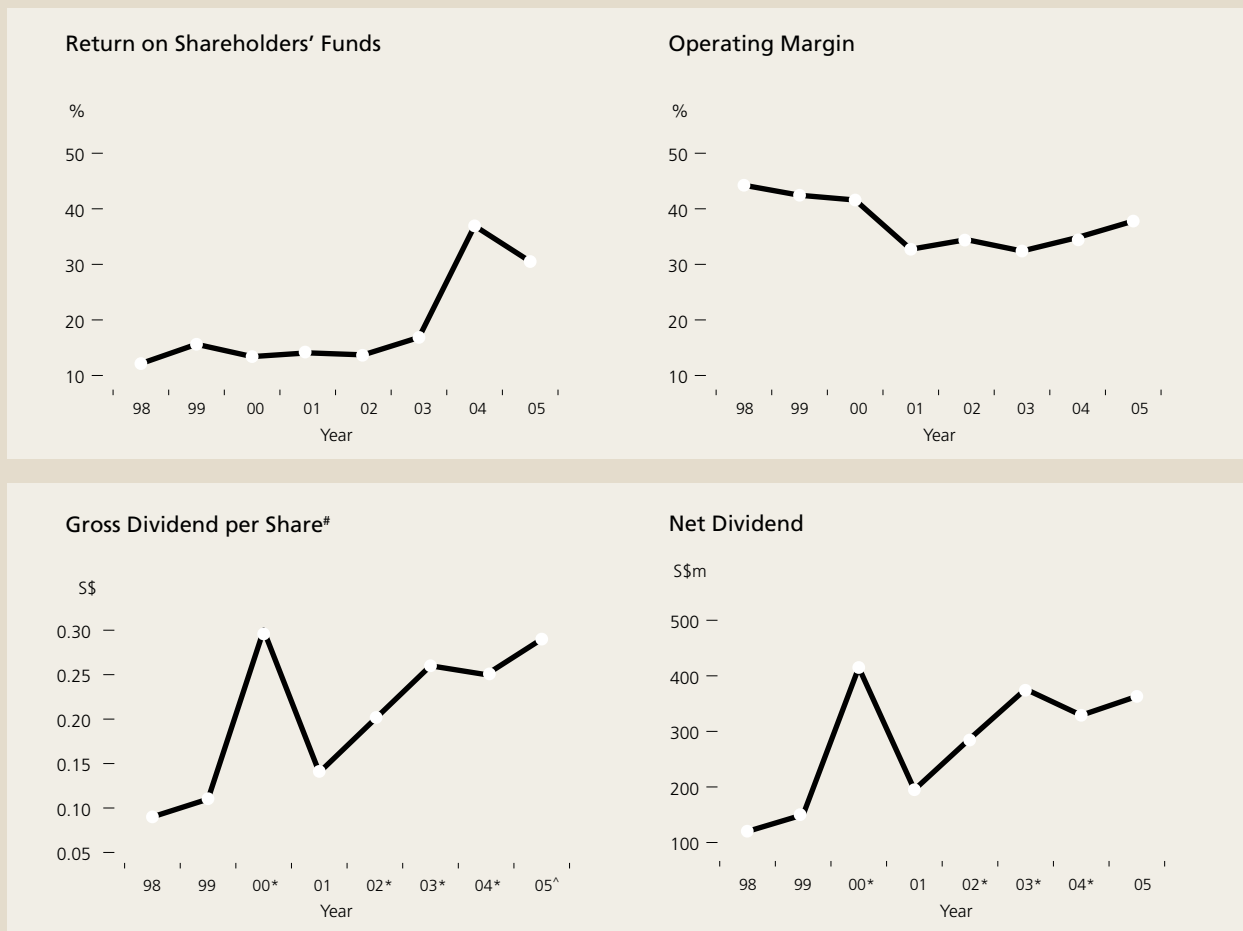
COMMUNICATION WITH INVESTORS

SPH is committed to maintaining a strong rapport with the investing community through regular communication with investors and prompt disclosure of information.

With a global shareholder base where more than half are overseas investors, SPH recognises the importance of communicating with and providing accessibility to both our local and overseas investors. Management and Investor Relations executives conduct regular investor meetings, conference calls, press and analyst sessions and participate in conferences organised by major brokerage firms to explain to existing and potential shareholders our businesses, financial performances and growth strategies.

Investors may also post any queries via our investor relations email address, sphir@sph.com.sg, and these will be attended to by the Investor Relations team in the Company.

Investor Reference

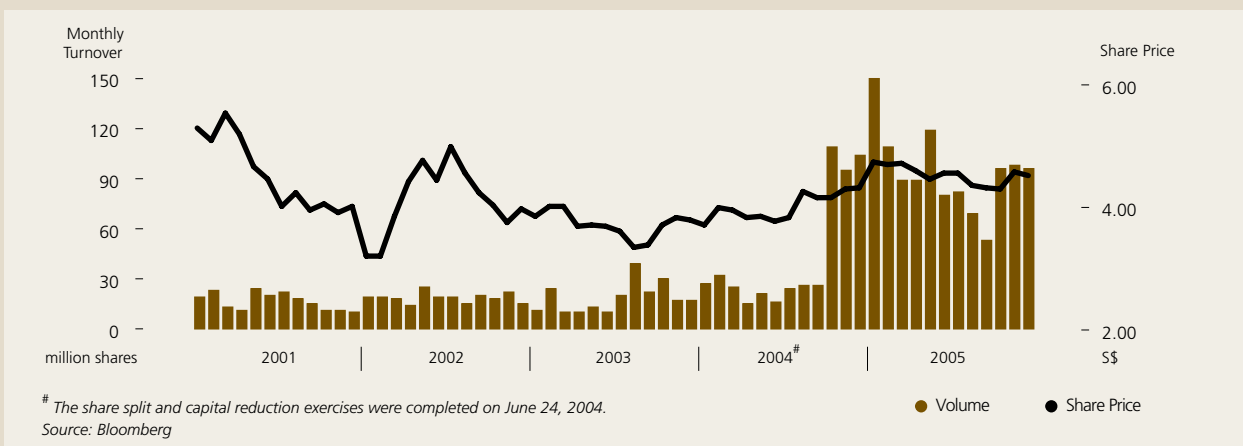


[#] Adjusted for capital reduction in FY 1999 and share split in FY 2004.

* Included special dividends of 80 cents per S\$1 share in FY 2000, 30 cents per S\$1 share in FY 2002, 60 cents per S\$1 share in FY 2003 and 11 cents per S\$0.20 share in FY 2004.

^ Included one-tier tax exempt final dividend grossed up at 20% to facilitate comparison with previous year. The proposed net final dividend of 15.8 cents per share, comprising a net normal dividend of 8.0 cents per share and a net special dividend of 7.8 cents per share is subject to approval by shareholders at the Annual General Meeting on December 2, 2005.

SHARE PRICE AND TURNOVER



	2005 S\$	2004 S\$	2003 S\$	2002 S\$	2001 S\$
Highest Closing Price*	4.86	4.54	4.12	5.01	5.90
Lowest Closing Price*	4.22	3.59	3.25	3.12	3.79
August 31 Closing Price*	4.52	4.32	3.79	3.98	4.02
Price/Earnings Ratio based on August 31 Closing Price	14.58	14.12	18.58	23.98	21.85

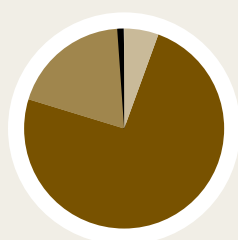
* Share prices have been adjusted for the effects of the share split and capital reduction exercises which took place during the financial year 2004. Source: Bloomberg.

Shareholding Statistics

as at October 5, 2005

DISTRIBUTION OF SHAREHOLDERS BY SIZE OF SHAREHOLDINGS

Size Of Shareholdings	No. of Shareholders	%	Total Holdings	%
1 – 999	1,746	5.67	854,116	0.05
1,000 – 10,000	23,020	74.74	86,118,173	5.47
10,001 – 1,000,000	5,947	19.31	311,651,238	19.79
1,000,001 and above	87	0.28	1,175,891,694	74.69
Total	30,800	100.00	1,574,515,221	100.00



- 5.67% 1 – 999
- 74.74% 1,000 – 10,000
- 19.31% 10,001 – 1,000,000
- 0.28% 1,000,001 and above

HOLDERS OF MANAGEMENT SHARES

Name Of Shareholder	Total Holdings	%
1 THE GREAT EASTERN LIFE ASSURANCE COMPANY LIMITED	3,638,628	22.61
2 OVERSEA-CHINESE BANKING CORPORATION LTD	2,704,477	16.80
3 NTUC INCOME INSURANCE COOPERATIVE LIMITED	2,631,075	16.34
4 SINGAPORE TELECOMMUNICATIONS LIMITED	2,141,010	13.30
5 THE DEVELOPMENT BANK OF SINGAPORE LTD	1,529,287	9.50
6 UNITED OVERSEAS BANK LIMITED	1,295,333	8.05
7 NATIONAL UNIVERSITY OF SINGAPORE	862,650	5.36
8 FRASER & NEAVE, LIMITED	647,643	4.02
9 FULLERTON (PRIVATE) LIMITED	647,643	4.02
10 CHIEF EXECUTIVE OFFICER	8	0.00
11 DIRECTORS (FOUR EACH)	40	0.00
Total:	16,097,794	100.00

Shareholding Statistics

as at October 5, 2005

TWENTY LARGEST ORDINARY SHAREHOLDERS

Name Of Shareholder	Total Holdings	%
1 DBS NOMINEES (PRIVATE) LIMITED	310,184,123	19.70
2 RAFFLES NOMINEES PTE LTD	219,457,646	13.94
3 CITIBANK NOMINEESS SINGAPORE PTE LTD	133,660,238	8.49
4 HSBC (SINGAPORE) NOMINEES PTE LTD	98,158,862	6.23
5 UNITED OVERSEAS BANK NOMINEES (PRIVATE) LIMITED	72,025,743	4.57
6 DB NOMINEES (S) PTE LTD	27,496,467	1.75
7 TEMASEK HOLDINGS (PTE) LTD	21,973,248	1.40
8 UNIVERSITY OF MALAYA	15,477,556	0.98
9 LEE FOUNDATION STATES OF MALAYA	15,215,522	0.97
10 THE ASIA LIFE ASSURANCE SOCIETY LTD - PAR FUND	15,200,412	0.97
11 KO TECK SIANG PTE LTD	13,260,000	0.84
12 TAN ENG SIAN	12,750,000	0.81
13 UOB KAY HIAN PTE LTD	11,965,446	0.76
14 OVERSEAS UNION BANK NOMINEES (PRIVATE) LIMITED	9,649,228	0.61
15 OVERSEAS UNION ENTERPRISE LIMITED	9,133,845	0.58
16 MERRILL LYNCH (S'PORE) PTE LTD	8,525,766	0.54
17 LEE FOUNDATION	8,210,940	0.52
18 ROBINSON & COMPANY LIMITED	6,531,672	0.41
19 LEE VICKY NEE CHOO SUAT GAIK	6,212,000	0.39
20 SEAPAC INVESTMENT PTE LTD	6,135,419	0.39
Total:	1,021,224,133	64.85

SUBSTANTIAL SHAREHOLDER

	Direct Interest		Deemed Interest	
	No. of Ordinary Shares	%	No. of Ordinary Shares	%
Silchester International Investors Limited	74,443,000	4.73	13,115,250*	0.83

* Silchester International Investors Limited is deemed to have an interest by virtue of its 49.9% ownership in Sanderson Asset Management Limited.

All the ordinary shares in the Company were at all times held by the public and Rule 723 of the Singapore Exchange Listing Manual has been complied with.

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.

SHARE OPTIONS

The Singapore Press Holdings Group (1999) Share Option Scheme ("1999 Scheme") is administered by the Remuneration Committee comprising the following members:

Ngiam Tong Dow (Chairman)
 Cham Tao Soon
 Lim Chin Beng
 Tony Tan Keng Yam
 Yeo Ning Hong

Details of options granted to Directors, and to employees in the Group receiving 5% or more of the total number of options available under the 1999 Scheme, are as follows:

Name of Director /Employee	Number and terms* of Options granted from 1.9.04 to 31.8.05	Aggregate options granted since commencement of Scheme on 27.10.99 to 31.8.05	Aggregate options exercised since commencement of Scheme on 27.10.99 to 31.8.05	Aggregate options outstanding as at 31.8.05
Chan Heng Loon Alan	637,500	1,487,500	212,500	1,275,000
Lim Kim San	637,500	5,100,000	956,250	4,143,750

*Terms: Exercise price: \$4.54
 Expiry Date: 21.12.2014

In respect of the 1999 Scheme:

1. the Rules do not allow for options to be granted at a discount;
2. there are no controlling shareholders of the Company or its associates to whom options have been granted; and
3. except as disclosed herein, no employee has received 5% or more of the total number of options available.

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

Notice of Annual General Meeting

Singapore Press Holdings Limited

Co Reg No: 198402868E

NOTICE IS HEREBY GIVEN that the Twenty-First Annual General Meeting of the Company will be held at The Auditorium, 1000 Toa Payoh North, News Centre, 1st Storey, Annexe Block, Singapore 318994 on Friday, December 2, 2005 at 11.30 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, 2005.
2. To declare a net final dividend of 8.0 cents and a net special dividend of 7.8 cents, per S\$0.20 share, in respect of the financial year ended August 31, 2005.
3. To re-appoint Lee Ek Tieng as a Director of the Company, pursuant to Section 153(6) of the Companies Act, Chapter 50, to hold such office until the next Annual General Meeting of the Company.
4. To re-elect the following Directors who are retiring in accordance with the Company's Articles of Association, and who, being eligible, offer themselves for re-election :
 - (i) Chan Heng Loon Alan
 - (ii) Sum Soon Lim
 - (iii) Philip N Pillai
 - (iv) Tony Tan Keng Yam.
5. To approve Directors' fees of S\$760,000 (2004: S\$787,500).
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 (the "SGX-ST"), 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:
 - (a) (i) issue shares in the capital of the Company ("Shares") whether by way of rights, bonus or otherwise; and/or
 - (ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into Shares,

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; and
 - (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution is in force,

provided that:
 - (1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 50 per cent. of the issued Shares in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20 per cent. of the issued Shares in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);
 - (2) (subject to such manner of calculation and adjustments as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the percentage of issued Shares shall be based on the number of issued Shares in the capital of the Company at the time this Resolution is passed, after adjusting for:
 - (i) new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed; and
 - (ii) any subsequent consolidation or subdivision of Shares;
 - (3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the listing manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Articles of Association for the time being of the Company; and
 - (4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution 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 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 ordinary shares in the capital of the Company from time to time."
- (iii) "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 currently with a par value of S\$0.20 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 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 Shares in the 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 deemed to be adjusted, in accordance with the listing rules of the SGX-ST, for any corporate action that occurs after the said five-day period; 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
Khor Siew Kim
Company Secretaries

Singapore,
 November 2, 2005

Notes:

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.

Explanatory Notes & Statement Pursuant to Article 72 of the Company's Articles of Association

1. In relation to Ordinary Resolution No. 2:

- (1) The Company intends to use, to the maximum extent possible, its Section 44A credits for the special dividend.
- (2) Based on its Section 44A credits available and on its issued share capital as at October 5, 2005, being the latest practicable date as announced on October 11, 2005:
 - (a) assuming no increase in its issued share capital up to the books closure date on December 13, 2005 ("BCD"), the recommended amount of the net special dividend of 7.8 cents per share would comprise:
 - (i) 8.357 cents per share (less tax at 20%) or 6.685 cents per share net of tax; and
 - (ii) 1.115 cents per share (one-tier tax); and
 - (b) assuming all exercisable options granted under the 1999 Scheme are exercised as at the BCD, the recommended amount of the net special dividend of 7.8 cents per share would comprise:
 - (i) 8.017 cents per share (less tax at 20%) or 6.414 cents per share net of tax; and
 - (ii) 1.386 cents per share (one-tier tax).
- (3) The actual amount of the special dividend which will be paid utilising Section 44A credits and/or on a one-tier tax basis will be based on the issued shares of the Company as at BCD and will be announced by the Company as soon as practicable on or after BCD.

2. In relation to Ordinary Resolution No 3:

- Lee Ek Tieng will, upon re-appointment, continue as Chairman of the Nominating Committee and as a member of the Audit Committee. He is considered an independent Director.

3. In relation to Ordinary Resolution No. 4:

- Chan Heng Loon Alan will, upon re-election, continue as a member of the Executive Committee. He is an executive, non-independent Director.
- Sum Soon Lim will, upon re-election, continue as a member of the Executive Committee and Chairman of the Audit Committee. He is considered an independent Director.
- Philip N Pillai will, upon re-election, continue as a member of the Nominating Committee. He is considered an independent Director.
- Tony Tan Keng Yam will, upon re-election, be appointed Chairman of the Board and of the Executive Committee, and continue as a member of the Remuneration Committee and the Nominating Committee. He is considered an independent Director.

4. 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 shares in the Company and/or make or grant Instruments, during the validity period of this Resolution, and to issue shares in pursuance of such Instruments subject to specified limits.
- (b) Ordinary Resolution No. 8(ii) is to authorise the Directors to offer and grant options under the 1999 Scheme and to allot and issue shares pursuant to the exercise of such options under the 1999 Scheme up to a number not exceeding 12 per cent of the issued ordinary shares in the capital of the Company from time to time.
- (c) Ordinary Resolution No. 8(iii) 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 October 12, 2005 (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 158,230,282 ordinary shares. Assuming that the Company purchases or acquires the 158,230,282 ordinary shares at the maximum purchase price of S\$5.01 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 such share buy back is approximately S\$792.7 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 for the financial year ended August 31, 2005 are set out in greater detail in the Letter to Shareholders dated November 2, 2005, which is enclosed together with this Summary Financial Report.

Proxy Form

Singapore Press Holdings Limited (Incorporated in Singapore)
Co Reg No: 198402868E

IMPORTANT

1. This report is sent to investors who have used their CPF monies to buy shares of Singapore Press Holdings Limited FOR INFORMATION ONLY.
2. This Proxy Form is not valid for use by CPF investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

I/We _____

of _____

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

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 The Auditorium, 1000 Toa Payoh North, News Centre, 1st Storey, Annexe Block, Singapore 318994 on December 2, 2005 at 11.30 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. Alternatively, please indicate the number of votes as appropriate. 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.)

No.	Resolution	To be used on a Show of Hands		To be used in the event of a Poll	
		For	Against	No. of votes	No. of votes
	Ordinary Business				
1	To adopt Directors' Report and Audited Accounts				
2	To declare a Final Dividend and a Special Dividend				
3	To re-appoint Lee Ek Tieng as a Director pursuant to Section 153(6) of the Companies Act, Cap. 50				
4	To re-elect Directors:	(i) Chan Heng Loon Alan			
		(ii) Sum Soon Lim			
		(iii) Philip N Pillai			
		(iii) Tony Tan Keng Yam			
5	To approve Directors' fees				
6	To appoint Auditors and authorise Directors to fix their remuneration				
7	Any other business				
	Special Business				
8	(i) To approve the Ordinary Resolution pursuant to Section 161 of the Companies Act, Cap. 50				
	(ii) 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				
	(iii) To renew the mandate authorising Directors to purchase the Company's ordinary shares				

Dated this _____ day of _____ 2005

Total Number of Ordinary Shares held	Total Number of Management Shares held

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

IMPORTANT: PLEASE READ NOTES ON THE REVERSE

IMPORTANT

Notes:

1. Please insert the total number of ordinary shares and/or management shares ("shares") held by you. If you have ordinary 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 ordinary shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have ordinary 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. If any other proxy other than the Chairman of the Meeting is to be appointed, please strike out the words "the Chairman of the Meeting" and insert the name and address of the proxy desired in the box provided. If the box is left blank or incomplete, the Chairman of the Meeting shall be deemed to be appointed as your proxy.
3. 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.
4. 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.
5. 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.
6. 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.
7. 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.
8. 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 ordinary 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 ordinary 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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