

SINGAPORE PRESS HOLDINGS LIMITED
(Registration No. 198402868E)
Incorporated in the Republic of Singapore

ANNOUNCEMENT

**RESULTS OF MEETING, ACCEPTANCE OF VALID TENDERS OF NOTES FOR PURCHASE AND
EXECUTION OF SUPPLEMENTAL TRUST DEED
IN RESPECT OF
THE OUTSTANDING S\$500,000,000 3.20 PER CENT. NOTES DUE 2030
(ISIN: SGXF50390586)**

Reference is made to the announcement dated 24 March 2022 (the “**Announcement**”) by Singapore Press Holdings Limited (the “**Company**”) in relation to the invitation to the holders (the “**Noteholders**”) of its outstanding S\$500,000,000 3.20 per cent. Notes due 2030 (ISIN: SGXF50390586) (the “**Notes**”) to (a) consent to the Proposal (as defined in the invitation memorandum dated 24 March 2022 (the “**Invitation Memorandum**”)) and (b) offer to sell for cash to the Company, any and all of the outstanding Notes held by the Noteholders at the Purchase Price (as defined in the Invitation Memorandum), in each case, subject to the terms and conditions set out in the Invitation Memorandum. Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meaning as set out in the Announcement and/or the Invitation Memorandum.

1. RESULTS OF MEETINGS

- 1.1 The Meeting to consider the Proposal was held on 20 April 2022. The Company wishes to announce that at the Meeting, the Extraordinary Resolution was duly passed and the Proposal approved, without any amendment.
- 1.2 The Extraordinary Resolution shall be binding on all Noteholders, whether present or not at the Meeting and whether or not voting in favour of the Extraordinary Resolution.
- 1.3 The Settlement Date for the Proposal will be 6 May 2022. On the Settlement Date, the Company will pay to the eligible Noteholders the relevant Consent Fee.

2. ACCEPTANCE OF VALID TENDERS OF NOTES FOR PURCHASE

- 2.1 As at the Expiration Deadline, an aggregate principal amount of S\$445,750,000 of the Notes, representing approximately 89.15 per cent. of the outstanding Notes, had been validly tendered pursuant to the Offer (the “**Tendered Notes**”).
- 2.2 The Company wishes to announce that it has accepted all the Tendered Notes for purchase.
- 2.3 The Settlement Date for the Offer will be 6 May 2022. On the Settlement Date, the Company will purchase, or procure the purchase of, the Tendered Notes and pay to the relevant

Noteholders the Purchase Price for the Tendered Notes. The Tendered Notes purchased by the Company will be cancelled in accordance with the Conditions of the Notes.

3. EXECUTION OF SUPPLEMENTAL TRUST DEED

With the passing of the Extraordinary Resolution, the Company and the Trustee will execute the Supplemental Trust Deed on or about the Settlement Date to amend the Conditions of the Notes to include the Call Option in the Conditions of the Notes.

THIS ANNOUNCEMENT IS NOT AN OFFER TO PURCHASE, A SOLICITATION OF AN OFFER TO PURCHASE, OR A SOLICITATION OF AN OFFER TO SELL THE NOTES. ANY OFFER MAY ONLY BE MADE PURSUANT TO THE TERMS OF THE INVITATION MEMORANDUM.

Issued by Singapore Press Holdings Limited,
Singapore

20 April 2022

NOTE:

This announcement does not constitute an offer to buy or a solicitation of an offer to sell any Notes and no such offer, solicitation, purchase or sale shall be made in the United States or any jurisdiction in which such offer, solicitation, purchase or sale would be unlawful.

This announcement and any materials relating to the Invitation do not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

The directors of the Company (including any director who may have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this announcement are fair and accurate and that there are no other material facts not contained in this announcement, the omission of which would make any statement in this announcement misleading. The directors of the Company jointly and severally accept responsibility accordingly.