**PROPOSED ACQUISITION OF SINGAPORE PRESS HOLDINGS BY WAY OF A SCHEME OF ARRANGEMENT**

**DEALINGS DISCLOSURE**

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## 1. INTRODUCTION

J. P. Morgan (S.E.A.) Limited ("**JPMSEAL**") refers to the proposed scheme of arrangement (the "**Scheme**") to be undertaken by Singapore Press Holdings Limited (the "**Company**") and Keppel Pegasus Pte. Ltd. (the "**Offeror**") (which is a wholly-owned subsidiary of Keppel Corporation Limited ("**KCL**")) pursuant to Section 210 of the Companies Act, Chapter 50 of Singapore, involving, inter alia, (i) the distribution of units in SPH REIT held by the Company to the shareholders of the Company on a pro-rata basis and (ii) the Offeror acquiring the entire share capital of the Company (other than those already owned, controlled or agreed to be acquired by the Offeror and its concert parties), the consideration for which include units in Keppel REIT, which was announced on 2 August 2021 (the "**Joint Announcement**").

As stated in the Joint Announcement, JPMSEAL is the financial adviser to the Offeror in respect of the Scheme.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Joint Announcement.

## 2. DISCLOSURE OF DEALINGS

Pursuant to Rule 12.1 of the Singapore Code on Take-overs and Mergers (the "**Code**") and the Practice Statement on the Exemption of Connected Fund Managers and Principal Traders under the Code, JPMSEAL wishes to announce the dealings by its associates in the relevant securities of SPH REIT on **03 February 2022**, details of which are set out in the Schedule hereto.

Issued by
**J.P. Morgan (S.E.A.) Limited**

04 February 2022
Singapore

## Schedule

| Dealing in Units | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Date of Dealing | Name of Relevant Entity and (if different) name of the ultimate beneficial owner or controller | Description of Security | Nature of Transaction | | | Number of Units | Price (SGD) | Highest and Lowest Prices Paid or Received (SGD) | | Total Amount (Paid)/ (Received) (SGD) | Resultant Total of Equivalent units owned or controlled by the associate | % of Resultant Total of Equivalent units |
| | | | Buy/Sell | Product Type | Nature of Dealing | | | Highest | Lowest | | | |
| 3-Feb-22 | J.P. MORGAN SECURITIES PLC (dealing as principal) | SPH REIT | Sell | REIT | Swap Hedge | (1,700) | 0.97 | 0.97 | 0.97 | 1,639.85 | 1,065,570 | 0.04% |

| Dealings in Derivatives in respect of Units | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Date of Dealing | Name of Relevant Entity and (if different) name of the ultimate beneficial owner or controller | Description of Security | Nature of Transaction | | | Number of Units to which the Derivatives relate | Maturity (Date)/ (Period) | Closing Out Date (if applicable) | Reference Price (SGD) | Total Amount (Paid)/ (Received) (SGD) |
| | | | Buy/Sell | Product Type | Nature of Dealing | | | | | |
| 3-Feb-22 | J.P. MORGAN SECURITIES PLC (dealing as principal) | SPH REIT | Buy | REIT | Swap | 1,700 | 31-Oct-22 | - | 0.96 | 1,639.65 |