



**SINGAPORE PRESS HOLDINGS LIMITED**

(Registration No. 198402868E)

Incorporated in the Republic of Singapore

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**THIRTY-SIXTH ANNUAL GENERAL MEETING TO BE HELD ON 27 NOVEMBER 2020**

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1. **Background.** Singapore Press Holdings Limited (the “**Company**” or “**SPH**”) refers to:
  - (a) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means;
  - (b) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
  - (c) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides additional guidance on the conduct of general meetings during the period from 27 March 2020 to 30 June 2021.
2. **Date, time and conduct of Annual General Meeting.** SPH is pleased to announce that pursuant to the Order, its Thirty-Sixth Annual General Meeting (“**AGM**”) will be convened and held by way of electronic means on **Friday, 27 November 2020 at 2.30 p.m.** (Singapore time). Our Chairman, Mr Lee Boon Yang, will conduct the proceedings of the AGM.
3. **Notice of AGM and proxy form.** The Notice of AGM and proxy form will be sent to shareholders by electronic means via publication on the Company’s website and on the SGX website<sup>1</sup>. Printed copies of these documents will not be sent to shareholders (but will be made available on request). Please refer to paragraph 10 below on how to make a request for a printed copy of the Notice of AGM and/or proxy form.
4. **No personal attendance at AGM.** Due to the current COVID-19 situation in Singapore, **shareholders will not be able to attend the AGM in person.**

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<sup>1</sup> The Notice of AGM and proxy form may be accessed on the Company’s website at the URL <https://investor.sph.com.sg/agm2020.html> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

5. **Alternative arrangements for participation in the AGM.** Shareholders may participate in the AGM by:

- (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
- (b) submitting questions in advance of the AGM; and/or
- (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

Details of the steps for pre-registration, pre-submission of questions and voting at the AGM by shareholders, including CPF and SRS investors, are set out in the Appendix to this announcement. In addition, CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by **5.00 p.m. on 17 November 2020**. There will be no live voting or live Q&A at the AGM.

6. **Persons who hold shares through relevant intermediaries.** Persons who hold SPH shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), other than CPF and SRS investors, and who wish to participate in the AGM by:

- (a) observing and/or listening to the AGM proceedings via live audio-visual webcast or live audio-only stream;
- (b) submitting questions in advance of the AGM; and/or
- (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM,

should contact the relevant intermediary through which they hold such shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

7. **Annual Report 2020 and Letter to Shareholders.** The Annual Report 2020 and the Letter to Shareholders dated 2 November 2020 (in relation to the proposed renewal of the share buy back mandate) have been published and may be accessed at the Company's website as follows:

- (a) the Annual Report 2020 may be accessed at the URL <https://corporate.sph.com.sg/investor-relations/financial-results/annual-report> by going to "Please click here to download the Full Annual Report 2020" and clicking on the relevant hyperlink; and

- (b) the Letter to Shareholders dated 2 November 2020 may be accessed at the URL <https://investor.sph.com.sg/agm2020.html> by clicking on the hyperlink for “Letter to Shareholders”.

The above documents may also be accessed on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Printed copies of these documents will be made available to shareholders upon request. Please refer to paragraph 10 below on how to make a request.

8. **Record date and payment date for final dividend.** Subject to the approval of shareholders for the final tax exempt dividend at the AGM, the Transfer Books and Register of Members of the Company will be closed from 5.00 p.m. on Friday, 4 December 2020 for the preparation of dividend warrants. Duly completed registrable transfers of ordinary shares of the Company received by the Company’s Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road, #11-02, Singapore 068898 up to 5.00 p.m. on Friday, 4 December 2020 will be registered to determine shareholders’ entitlements to the proposed final dividend. Shareholders whose Securities Accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company at 5.00 p.m. on Friday, 4 December 2020 will be entitled to the proposed final dividend. Payment of the final dividend, if approved by shareholders at the AGM, will be made on Friday, 18 December 2020.
9. **Key dates/deadlines.** In summary, the key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates	Actions
<b>2 November 2020 (Monday)</b>	Shareholders may begin to pre-register at the URL <a href="https://investor.sph.com.sg/agm2020.html">https://investor.sph.com.sg/agm2020.html</a> for live audio-visual webcast/live audio-only stream of the AGM proceedings.
<b>5.00 p.m. on 17 November 2020 (Tuesday)</b>	Deadline for CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes.
<b>2.30 p.m. on 24 November 2020 (Tuesday)</b>	Deadline for shareholders to: <ul style="list-style-type: none"> <li>• pre-register for live audio-visual webcast/live audio-only stream of the AGM proceedings;</li> <li>• submit questions in advance; and</li> <li>• submit instruments appointing the Chairman of the Meeting as proxy.</li> </ul>
<b>2.30 p.m. on 26 November 2020</b>	Authenticated shareholders will receive an email which will contain unique user credentials and instructions on

<b>(Thursday)</b>	<p>how to access the live audio-visual webcast or live audio-only stream of the AGM proceedings (the “<b>Confirmation Email</b>”).</p> <p>Shareholders who do not receive the Confirmation Email by <b>2.30 p.m. on 26 November 2020</b>, but have registered by the 24 November 2020 deadline, should contact our Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at at +65 62363550 / +65 62363555, or via email at sg.is.sphproxy@sg.tricorglobal.com <b>before 5.00 p.m. on 26 November 2020 or between 9.00 a.m. and 2.00 p.m. on 27 November 2020</b>.</p>
<b>Date and time of AGM - 2.30 p.m. on 27 November 2020 (Friday)</b>	<ul style="list-style-type: none"> <li>• Click on the link in the Confirmation Email and follow the instructions to access the live audio-visual webcast of the AGM proceedings; or</li> <li>• Call the toll-free telephone number and follow the instructions in the Confirmation Email to access the live audio-only stream of the AGM proceedings.</li> </ul>
<b>5.00 p.m. on 4 December 2020 (Friday)</b>	Record date for determining entitlements to final dividend, subject to shareholders’ approval at the AGM.
<b>18 December 2020 (Friday)</b>	Payment date for final dividend, subject to shareholders’ approval at the AGM.

10. **Request for hard copies.** A shareholder may request for a printed copy of the Notice of AGM, the proxy form, the Annual Report 2020 and/or the Letter to Shareholders dated 2 November 2020 by submitting the request to the Company’s Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), by post to 80 Robinson Road, #11-02, Singapore 068898 or via email to sg.is.sph proxy@sg.tricorglobal.com. To be valid, the request must:

- (a) be addressed to Singapore Press Holdings Limited c/o the Company’s Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.);
- (b) state the following:
  - (i) the document(s) requested;
  - (ii) the full name of the shareholder;
  - (iii) the mailing address;

- (iv) the manner in which the shareholder holds shares in the Company (e.g., via CDP, CPF/SRS and/or scrip); and
  - (v) the shareholder's CDP Securities Account No. (if his shares in the Company are held through CDP); and
- (c) be received by the Company's Share Registrar no later than **13 November 2020**.
11. **Further information.** For more information, shareholders can refer to the FAQs on the Company's website at the URL <https://investor.sph.com.sg/agm2020.html> or email us at AGM@sph.com.sg.
12. **Important reminder.** Due to the constantly evolving COVID-19 situation in Singapore, we may be required to change our arrangements for the AGM at short notice. Shareholders should check the Company's website at the URL <https://investor.sph.com.sg/agm2020.html> or the SGX website at the URL <https://www.sgx.com/securities/company-announcements> for the latest updates on the status of the AGM.

SPH would like to thank all shareholders for their patience and co-operation in enabling us to hold our AGM with the optimum safe management measures amidst the current COVID-19 pandemic.

By Order of the Board

Ginney Lim May Ling  
Khor Siew Kim  
Company Secretaries

2 November 2020

## APPENDIX

### Steps for pre-registration, pre-submission of questions and voting at the AGM

Shareholders will be able to observe and/or listen to the AGM proceedings through a live audio-visual webcast or live audio-only stream via their mobile phones, tablets or computers, submit questions in advance of the AGM and vote by appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

To do so, they will need to complete the following steps:

No.	Steps	Details
1.	<b>Pre-registration</b>	<p><b>Shareholders, including CPF and SRS investors, can pre-register at the Company's website at the URL <a href="https://investor.sph.com.sg/agm2020.html">https://investor.sph.com.sg/agm2020.html</a> from 2 November 2020 up to 2.30 p.m. on 24 November 2020 to enable SPH to verify their status as shareholders.</b></p> <p>Following the verification, authenticated shareholders will receive an email by <b>2.30 p.m. on 26 November 2020</b>. The email will contain unique user credentials and instructions on how to access the live audio-visual webcast or live audio-only stream of the AGM proceedings.</p> <p>Shareholders who do not receive an email by <b>2.30 p.m. on 26 November 2020</b>, but have registered by the 24 November 2020 deadline, should contact our Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at +65 62363550 / +65 62363555, or via email at <a href="mailto:sg.is.sphproxy@sg.tricorglobal.com">sg.is.sphproxy@sg.tricorglobal.com</a> <b>before 5.00 p.m. on 26 November 2020 or between 9.00 a.m. and 2.00 p.m. on 27 November 2020.</b></p>
2.	<b>Submit questions in advance</b>	<p><b>Shareholders will not be able to ask questions at the AGM live during the webcast or audio-stream, and therefore it is important for shareholders to pre-register and submit their questions in advance of the AGM.</b></p> <p><b>Submission of questions.</b> Shareholders, including CPF and SRS investors, can submit questions related to the resolutions to be tabled for approval at the AGM to the Chairman of the Meeting, in advance of the AGM, in the following manner:</p> <p>(a) <b>Via the Company's website.</b> Shareholders who pre-register to observe and/or listen to the AGM proceedings may submit their questions via the Company's website at the URL <a href="https://investor.sph.com.sg/agm2020.html">https://investor.sph.com.sg/agm2020.html</a></p>

		<p>(b) <b>Via email.</b> Shareholders may submit their questions via email to <a href="mailto:AGM@sph.com.sg">AGM@sph.com.sg</a>.</p> <p>(c) <b>By post.</b> Shareholders may submit their questions by post to:  Singapore Press Holdings Limited  1000 Toa Payoh North,  News Centre,  Singapore 318994  Attention: Investor Relations Department (SPH AGM 2020).</p> <p>When sending in your questions via email or by post, please also provide us with the following details:</p> <ul style="list-style-type: none"> <li>• your full name;</li> <li>• your address; and</li> <li>• the manner in which you hold shares in SPH (e.g., via CDP, CPF, SRS and/or scrip).</li> </ul> <p><b>Deadline to submit questions.</b> All questions must be submitted by <b>2.30 p.m. on 24 November 2020</b>.</p> <p><b>Addressing questions.</b> We will endeavour to address all substantial and relevant questions received from shareholders prior to the AGM by publishing our responses to such questions on our corporate website at the URL <a href="https://investor.sph.com.sg/agm2020.html">https://investor.sph.com.sg/agm2020.html</a> and on SGXNet prior to the AGM. If we are unable to do so, we will address those substantial and relevant questions which have not already been addressed prior to the AGM, during the AGM itself through the live audio-visual webcast and live audio-only stream.</p> <p><b>Minutes of AGM.</b> We will publish the minutes of the AGM on the Company's website and on SGXNet, and the minutes will include the responses to substantial and relevant questions from shareholders which are addressed during the AGM.</p>
3.	<b>Submit instruments appointing a proxy to vote</b>	<b>Shareholders will not be able to vote at the AGM live during the webcast or audio-stream. Shareholders (whether individual or corporate) who pre-register to observe and/or listen to the AGM proceedings and wish to vote on the resolutions to be tabled at the AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the AGM, in accordance with the instructions on the instrument appointing a proxy.</b>

		<p><b>Specific voting instructions to be given.</b> Where shareholders (whether individual or corporate) appoint the Chairman of the Meeting as their proxy, they must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the instrument appointing a proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.</p> <p><b>Submission of instruments of proxy.</b> The instrument appointing the Chairman of the Meeting as proxy must be submitted in the following manner:</p> <p>(a) if submitted by post, be lodged with the Company's Share Registrar, Tricor Barbinder Share Registration Services (A division of Tricor Singapore Pte. Ltd.), at 80 Robinson Road, #11-02, Singapore 068898; or</p> <p>(b) if submitted electronically:</p> <p>(i) be submitted via email to the Company's Share Registrar at <a href="mailto:sg.is.sphproxy@sg.tricorglobal.com">sg.is.sphproxy@sg.tricorglobal.com</a>; or</p> <p>(ii) be uploaded via the Company's website at the URL <a href="https://investor.sph.com.sg/agm2020.html">https://investor.sph.com.sg/agm2020.html</a>,</p> <p>in each case, by <b>2.30 p.m. on 24 November 2020.</b></p> <p>A shareholder who wishes to submit an instrument appointing a proxy must complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above or uploading it onto the Company's website at the URL provided above.</p> <p><b>Due to the current COVID-19 situation in Singapore, shareholders are strongly encouraged to submit completed instruments appointing a proxy electronically.</b></p> <p>CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by <b>5.00 p.m. on 17 November 2020.</b></p>
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