

# TRANSFORMING



## A NEW CHAPTER

ANNUAL  
REPORT  
2021



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## ABOUT THE THEME AND CREATIVE CONCEPT

We are living in an era where businesses and organisations seek innovative ways to pivot and navigate the challenges brought about by Covid-19. As a stalwart of Singapore's mediascape, we too embraced the drive to change, not only to keep up with evolving media consumption habits but also refine our strategies to ensure sustainable growth for the future.

SPH sought to restructure our operations this year by transferring our Media business to a not-for-profit company limited by guarantee (CLG) which will be able to focus its resources on digital transformation and providing quality journalism.

Beyond that, we remain committed to strengthening our experience and expertise in diversified core business segments to optimise value for all stakeholders.

In this new chapter for SPH, we continue to strive towards delivering quality and excellence at every turn of the page.



## CORPORATE PROFILE

### ABOUT SINGAPORE PRESS HOLDINGS LTD

Incorporated in 1984, main board-listed Singapore Press Holdings Ltd (SPH) is Asia's leading media organisation, engaging minds and enriching lives across multiple languages and platforms. SPH has several business segments. The first is the media business, engaged in the publishing of newspapers, magazines and books in both print and digital editions. It also owns other digital products, online classifieds, radio stations and outdoor media.

On the retail and commercial front, SPH owns 65% in SPH REIT whose portfolio comprises three properties in Singapore, namely Paragon, The Clementi Mall and The Rail Mall. In Australia, SPH REIT holds an 85% stake in Figtree Grove Shopping Centre and a 50% stake in Westfield Marion Shopping Centre. SPH also owns a 70 per cent stake in The Seletar Mall and holds a 50% stake in two joint venture companies which are developing an integrated development consisting of The Woodleigh Residences and The Woodleigh Mall.

Under the Purpose-Built Student Accommodation (PBSA) segment, the Company is an owner, manager and developer of a portfolio of PBSA in the United Kingdom and Germany, and currently operates two distinctive brands, Student Castle and Capitol Students.

The Company is also in the aged care sector in Singapore and Japan, and owns Orange Valley, one of Singapore's largest private nursing homes.

For more information, please visit [www.sphl.com.sg](http://www.sphl.com.sg)





# TURNING A NEW PAGE IN OUR MEDIASCAPE



SPH's transformation journey includes our ability to stay innovative in order to get ahead in today's dynamic digital space. Our digital strategies and content-driven approach ensure that we remain relevant to both local and international audiences.









# BUILDING ON STRONG FUNDAMENTALS



We continue to be recognised as a landlord of choice in the competitive retail arena. Backed by a strong and experienced management team, we are able to overcome challenges and seize value-accretive opportunities that arise.









# GROWING STRENGTH IN DIVERSITY



Our varied interests across property assets remain resilient amidst challenging times. We are well-positioned to capitalise on the defensive nature of the Purpose-Built Student Accommodation (PBSA) and aged care sectors to galvanish the stability of our portfolio.





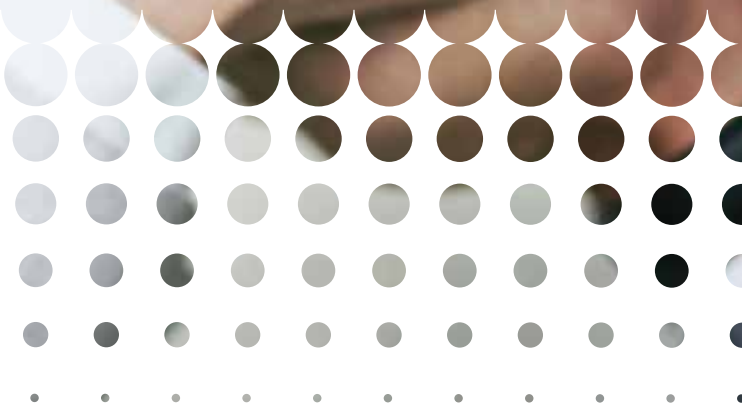




# GOING GREEN TO GO THE DISTANCE



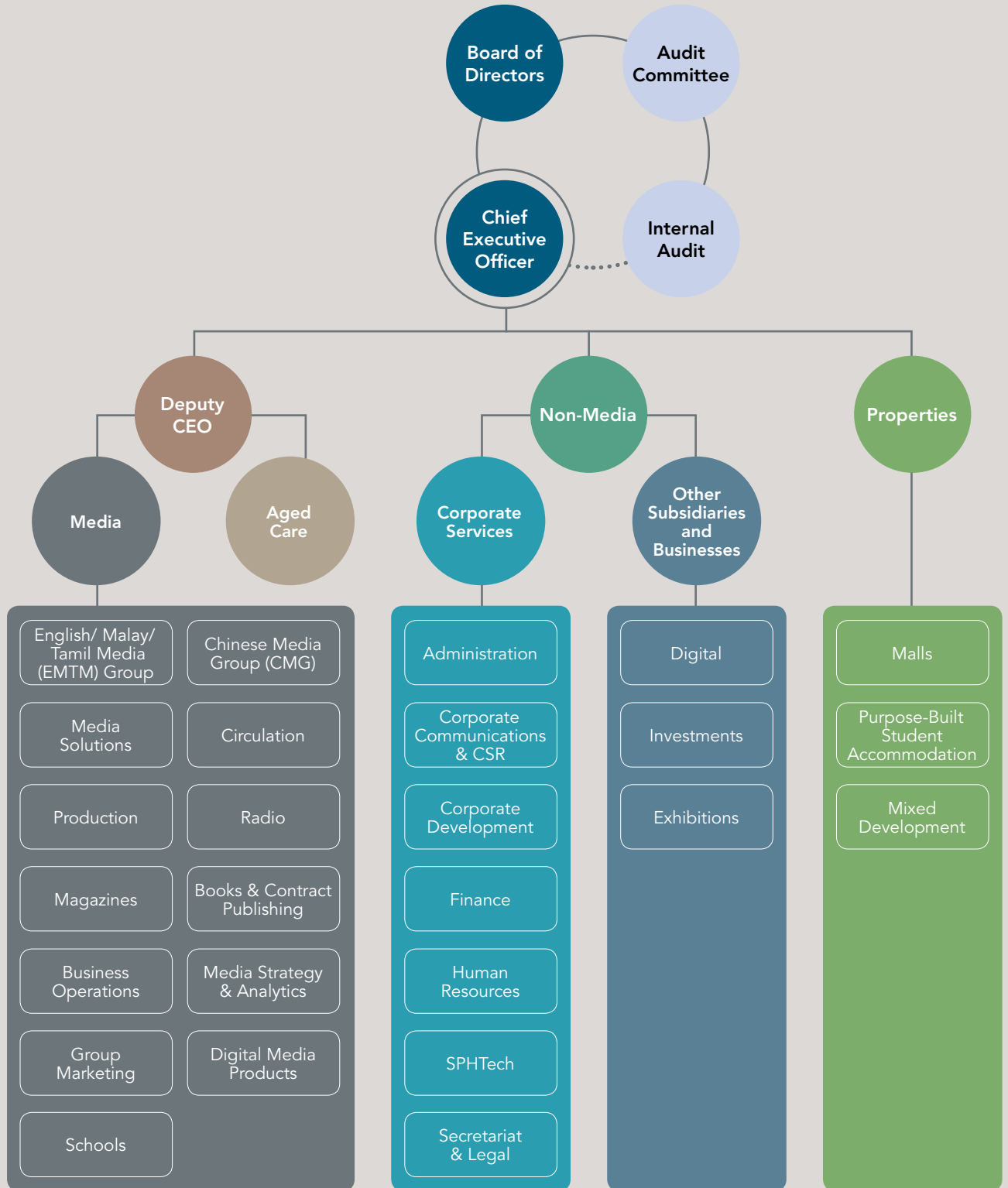
As a responsible corporate citizen, we embrace sustainable practices and strive to bring value to the communities we operate. We have aligned our business operations with global green initiatives and continue to extend our support to those in need through our charitable arm, the SPH Foundation.





# ORGANISATION STRUCTURE

AS AT 31 AUGUST 2021



# GROUP FINANCIAL HIGHLIGHTS

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

	2021 <sup>^</sup> S\$'000	2020 <sup>^</sup> S\$'000	Change %
Continuing operations			
Operating revenue	<b>449,926</b>	420,517	7.0
Operating profit	<b>206,700</b>	121,736	69.8
Profit/(Loss) before taxation	<b>325,015</b>	(73,297)	NM
Profit/(Loss) after taxation	<b>278,011</b>	(100,537)	NM
Non-controlling interests	<b>56,729</b>	(28,826)	NM
Profit/(Loss) attributable to shareholders	<b>221,282</b>	(72,912)	NM
Loss from discontinued operation	<b>(128,340)</b>	(11,965)	972.6
Profit/(Loss) attributable to shareholders	<b>92,942</b>	(83,676)	NM
Shareholders' interests	<b>3,629,031</b>	3,313,520	9.5
Perpetual securities	<b>452,493</b>	452,493	NM
Non-controlling interests	<b>1,196,071</b>	1,185,933	0.9
Total assets	<b>8,914,225</b>	8,849,727	0.7
Total liabilities	<b>3,636,630</b>	3,897,781	(6.7)
Dividends declared for the financial year <sup>#</sup>	<b>96,473</b>	40,201	140.0
<b>Profitability ratios (Continuing operations)</b>			
	%	%	% points
Operating margin	<b>45.9</b>	28.9	17.0
Return on operating revenue	<b>43.2</b>	(23.2)	NM
Return on shareholders' funds	<b>5.4</b>	(2.9)	NM
<b>Per share data</b>			
			%
Net assets attributable to shareholders (S\$)	<b>2.26</b>	2.06	9.7
Profit/(Loss) attributable to shareholders (S\$)	<b>0.04</b>	(0.07)	NM
Dividends declared for the financial year (cents) <sup>#</sup>	<b>6</b>	2.5	140.0
Dividend cover for the financial year (times)	<b>0.7</b>	(2.8)	NM

<sup>^</sup> Results of the Media segment were classified under discontinued operation in 2021. The change was applied retrospectively to the 2020 financial figures.

<sup>#</sup> These dividends are tax-exempt. The proposed final dividend of 3 cents per share is subject to approval by shareholders at the Annual General Meeting on 18 November 2021.

NM Not meaningful

## CHAIRMAN'S STATEMENT

With the Media business established on a solid foundation to create a new future for journalism in Singapore, I would like to thank all the shareholders for their loyal support for this major restructuring of SPH. I am confident the newly formed CLG – SPH Media Trust – will fulfil its mission to be the trusted source of domestic and international news.



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SPH  
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2021



The past financial year marked a major turning point for SPH.

Owing to the dramatic and pervasive impact of digital technologies and social media, SPH's Media business has come under increasing threat especially in the past five years. Hence the Board undertook a strategic review of SPH's business to consider various options to maximise shareholder value and to ensure a sustainable future for the Media business.

Regarding SPH's Media business, advertising revenue was expected to continue its secular decline at a similar pace to the last 5 years, and unlikely to rebound post Covid-19. Media losses were likely to continue and widen.

The Board noted that investments ploughed into transforming SPH's Media business into a digital player had helped to raise the unique audience across all its titles to a record level of 28 million per month. Digital circulation has surpassed print circulation. However, the new digital revenues could not make up for the drop in print advertising and circulation revenue. The Board also noted that further cost control would not reverse the situation and would weaken the Media business' editorial capability to produce quality and timely



content. Carrying on with the Media business within a listed entity subject to shareholders' expectations for fair returns and regular dividends would not be sustainable.

As a result, SPH announced on 6 May 2021 its plans to transfer the loss-making Media Business to a not-for-profit company limited by guarantee (CLG).

On 10 September 2021, shareholders approved the restructuring at the virtual Extraordinary General Meeting (EGM), with approximately 97.55% of the total number of votes cast in favour of the proposed transfer.

As part of a CLG, Media will be freed from the expectations of shareholders and will be able to tap on alternative funding sources. Media can then focus on its role of providing quality journalism and credible information in the public interest. This will ensure that the public will continue to benefit from timely and credible news from trusted media titles and newsrooms, across multiple platforms in different languages.

Following the transfer, the Newspaper Act's shareholding restrictions will be lifted, giving SPH more financial flexibility.

The transition process is now underway, with the completion of the Media restructuring expected in December 2021.

With the Media business established on a solid foundation to create a new future for journalism in Singapore, I would like to thank all the shareholders for their loyal support for this major restructuring of SPH. I am confident the newly formed CLG – SPH Media Trust – will fulfil its mission to be the trusted source of domestic and international news.

### STRATEGIC REVIEW PROCESS

The Board has explored various scenarios for SPH post-media restructuring. Options considered include carrying on with the rest of the SPH businesses, monetisation of certain assets or a partial sale, or an acquisition by an outside party as SPH does not have a controlling shareholder. In the end, the Board decided to conduct a sale process for the whole of SPH. A sale of the whole of SPH would achieve the objective of maximising value and minimising disruption for shareholders. It would also avoid a situation where prime SPH assets are cherry-picked, leaving SPH with existing debt and the risk of monetising remaining assets.

In this regard, a 2-stage process was conducted to identify the best proposal. The proposal from Keppel Corporation (Keppel) was selected from other bids after careful evaluation based on price, terms and conditions, financing certainty, regulatory approvals, transaction structures and execution risk.

Although I had earlier stepped down as chairman of Keppel on 23 April 2021, as a matter of good corporate governance, I recused myself from any board deliberations relating to a recommendation on Keppel's proposal.

On 2 August 2021, a S\$3.4 billion privatisation offer from Keppel was announced. For each share in SPH, a shareholder will receive a total consideration of S\$2.099 per share, comprising S\$0.668 in cash, 0.596 Keppel REIT units valued at S\$0.715 per share, and 0.782 SPH REIT units valued at S\$0.716 per share, based on the closing price of the Keppel REIT units and the SPH REIT units on 30 July 2021, being the last full trading day immediately prior to the announcement of Keppel's proposal.

On 29 October 2021, an unsolicited proposal was received from a consortium comprising Hotel Properties, CLA Real Estate Holdings and Mapletree Investments. This is not a firm offer. The proposal is for S\$2.10 per share in cash.

The Board is considering the consortium's proposal and will act in the best interests of all shareholders and in accordance with its fiduciary duties.

### FY2021 PERFORMANCE

The pandemic continued to have an impact on print advertising revenue and footfall and sales at retail malls. Despite these challenges, SPH achieved a resilient performance for the financial year ended 31 August 2021.

For FY2021, SPH reported operating profit rose 69.8% to S\$206.7 million. The improved performance was across all segments, including Retail & Commercial and PBSA (Purpose-Built Student Accommodation), despite the ongoing disruption from Covid-19, especially in the earlier part of the financial year. Net profit attributable to shareholders was S\$92.9 million, after taking into account the loss from discontinued operation relating to the Media business as well as fair value gains on investment properties. Other information on the Group is set out in this report.

The Board has declared a final dividend of 3 cents per share. Together with the interim dividend of 3 cents per share, total dividend for FY2021 is 6 cents per share.

### MEDIA

The secular unavoidable decline in print advertisement revenue continues unabated. The emergence of Covid-19 variant strains and community infections in Singapore and around the world have derailed the prospect of a swift return to normal economic conditions. As Singapore navigates the transition to opening up the economy, certain ad-reliant sectors like travel have yet to rebound significantly. Total



## CHAIRMAN'S STATEMENT

advertisement revenue was down 14.1% year-on-year in FY2021.

However, readers continue to demand timely and credible news. Hence circulation numbers grew despite competition for eyeballs. While daily average print circulation declined by 9% year-on-year to 378,100 copies, daily average digital circulation copies grew 9% to 462,400 in August 2021. Combined, print and digital circulation held constant at 840,500 copies.

We made significant progress in our digital transformation efforts to engage our audience with innovative digital products, and expand our reach.

To meet the needs of its audience, The Straits Times (ST) revamped its website and app in October 2020 with a content-driven approach, focusing on multimedia content and trending topics, to introduce ST News Night and Smart Parenting, in October 2020. ST webinars like the monthly ST Connect series discussing climate change, US-China relations and what it means to Asia, and race relations also helped to interact with its audience locally and internationally, and stay relevant too.

Our digital strategies and offerings have been recognised internationally, notably at WAN-IFRA's Digital Media Awards Asia 2021, where SPH emerged as the biggest winner with six awards. The new straitstimes.com clinched a Gold Award for Best Website or Mobile Service, affirming ST's revamp efforts, while the Chinese Media Group student publications' bilingual animation series "Platoon Thumbs Up" won Silver in Best in Audience Engagement as the newsrooms continued to engage the young.

### PROPERTY AND ASSET MANAGEMENT

Despite the disruptions and tightened measures due to the ongoing pandemic, the property segment has seen a gradual recovery.

#### Retail

SPH REIT achieved a significant improvement in its financial performance for FY2021 as the economy picked up. The results were also boosted by the full-year contribution from Westfield Marion Shopping Centre in Adelaide, Australia.

We continue to be recognised as a landlord of choice as demonstrated by the high occupancy rates across

all assets. We are determined to work closely with our tenants to ride out these challenging times.

#### PBSA

We strengthened our position as a major PBSA owner-operator in the United Kingdom (UK) with the expansion of our in-house property management capabilities which enables us to manage operating costs and the marketing of our assets more efficiently.

As the UK announced its re-opening on 19 July 2021, bookings for the next Academic Year 21/22 have surpassed pre-Covid-19 levels, with 96.5% of target revenue for Academic Year 2021/2022 achieved as at 1 October 2021.

With fund management and development capabilities in place, we will capitalise on the defensive nature of this asset class and strong market fundamentals to expand our portfolio.

#### The Woodleigh Residences and Mall

We have sold over 75% of total units of The Woodleigh Residences, our joint development with Kajima Development Pte Ltd, as at 20 September 2021. We will intensify our marketing efforts to sell the remaining units.

#### Aged Care

The operating performance at Orange Valley Nursing Homes demonstrated continued improvements. While Covid-19 had affected operations, we are happy to report that our Orange Valley management team has been able to minimise impact and provide a safe environment for residents.

In May 2021, Orange Valley was selected as the operator of a government-built nursing home in Bidadari, which is expected to begin operations by 2027.

Following our foray into Japan, we will continue to leverage our relationship with strategic partners there to identify and acquire quality assets to expand our portfolio, and seek opportunities as asset managers of senior living facilities in Canada, Australia and the UK.

#### DIGITAL

In February 2021, our associate company M1 refreshed its brand identity and launched its flexible, personalised mobile plans as part of its digital transformation journey to add value to its customers. To free up capital for investment in new capabilities and other growth initiatives, M1 is transferring its mobile, fixed and fibre assets to a special purpose vehicle (SPV) co-owned by Keppel DC REIT for S\$580 million.

The joint development of data centre facilities at 82 Genting Lane with Keppel Data Centres Holding commenced with piling works for the first data centre

building in June 2021. The project is expected to benefit from the growing demand for digitalisation and the tight supply situation as a result of a regulatory moratorium imposed on the building of new data centres in Singapore.

### **CAPITAL MANAGEMENT**

We continue to adopt a disciplined approach to investment as we seek opportunities overseas and in cash-yielding defensive sectors to grow our recurring income base. As part of our strategy, we constantly review our existing businesses and investments to recycle capital and enhance capital management.

With our efficient capital allocation strategy, SPH has low gearing and a healthy balance sheet which will buffer the Group against short-term shocks arising from Covid-19 as well as long-term uncertainty.

### **COMMITMENT TO SUSTAINABILITY**

The Covid-19 pandemic continued to bring many unprecedented challenges and disruptions to businesses and communities in FY2021. We remained resilient and worked closely with our stakeholders to mitigate the disruptive impact. We implemented stringent precautionary measures to prevent transmission at our physical workplaces and various business locations.

Sustainability has become an increasingly important topic for businesses, especially in the light of the pandemic and global alarm over climate change. Realising and executing on Environmental, Social and Governance (ESG) factors are fundamental to the sustainability of a company. At SPH, we have always understood the importance of incorporating ESG considerations into our business strategy.

The Board oversees our sustainability strategy and goals to ensure the sustainable growth of SPH despite the challenges posed by the Covid-19 pandemic. It is supported by the Board Risk Committee (BRC) which monitors and oversees the management of ESG factors. Both the Sustainability Steering Committee (SSC) and the Sustainability Working Committee (SWC) support the BRC in ensuring that the sustainability guidelines and policies are adhered to.

A review of ESG factors was conducted this year. Amid increasing concerns and growing awareness of cybersecurity globally, data privacy emerged as a new material ESG factor for reporting. Twelve material ESG factors were subsequently validated by the Board for reporting.

In our role to deliver timely, credible and reliable news and create insightful content for our audience, we ensured that only true, accurate and verified information is published. As the pandemic evolved and new measures

were implemented, we continued to educate and inform the public on the latest developments and policies through our various platforms in multiple languages.

In these challenging times, it is even more imperative that we continue to support the less able and underprivileged. We have launched several initiatives to provide support to the community and those in need and we continue with our donations and CSR initiatives through SPH and our charitable arm, the SPH Foundation.

While ESG matters for SPH's property business have been incorporated in SPH's overall sustainability strategy and planning, we will conduct a comprehensive review of the impact of the restructuring on SPH's overall sustainability strategy and ESG material matters in the upcoming year.

This year's Sustainability Report highlights the Group's efforts across our Media, Property, Aged Care and PBSA segments and our overall approach towards sustainability. We have also aligned our sustainability efforts with the United Nations Sustainable Development Goals and the Singapore Green Plan 2030.

You can read more about our Covid-19 initiatives to provide support to our stakeholders in our report on page 44.

### **WELCOME AND THANKS**

I would like to welcome our new director, Mr Yeoh Oon Jin, who joined the Board on 9 July 2021. Oon Jin's knowledge and leadership will be a tremendous asset to SPH.

Our transformation journey has been disrupted by unprecedented challenges from the pandemic and global economic uncertainties. However, we have remained resilient with your unstinting support. I wish to thank CEO Mr Ng Yat Chung and his management team, all the Editors and media teams, staff and employees for their effort and hard work to sustain our businesses through this pandemic and other challenges. I also wish everyone at the new SPH Media Trust every success as they embark on an exciting, meaningful and rewarding new chapter.

Last but not least, I thank all shareholders for your continued confidence and support of SPH as we move forward to the next milestone.



**Lee Boon Yang**  
Chairman



## CEO'S BUSINESS REVIEW

This financial year is a significant one for SPH as it marked the culmination of a strategic review process to unlock shareholder value with the decision taken to hive off the Media business. Post year-end, we obtained approval from shareholders for the transfer of the Media business to SPH Media Trust, a not-for-profit company limited by guarantee (CLG).

Results of the Media segment have been classified under discontinued operation for FY2021 with prior year comparatives restated. Continuing operations comprise businesses of Retail & Commercial, Purpose-Built Student Accommodation (PBSA) and Others.

Despite the challenges posed by a Covid-19 pandemic environment, we posted an operating profit from continuing operations of S\$206.7 million for the year ended 31 August 2021, as operating revenue rose 7.0% to S\$449.9 million. Rental income from Retail & Commercial and PBSA improved due to an expanded portfolio and lower tenant rental relief.

For the Media segment, the loss from discontinued operation was S\$128.3 million comprising the media restructuring loss of S\$115.3 million and operating loss of S\$13.0 million on the back of the ongoing structural decline in print advertising revenue.

An additional loss of approximately S\$115.5 million will be recognised in FY2022 when the media restructuring completes in December 2021. This arises from the contribution of S\$80 million cash, SPH REIT units and SPH ordinary shares for the maintenance of the Media business. Across FY2021 and FY2022, the media restructuring costs will be S\$243.3 million including S\$12.5 million of transaction costs.

### **MEDIA & DIGITAL** **Newspapers**

Our newsrooms continued to meet the challenge of delivering content across all platforms during Covid-19, with most of our colleagues working nearly entirely from home through the year.

In October 2020, The Straits Times (ST) revamped all its products. The revamp was done in phases, beginning with its website's new look and a slew



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of fresh offerings that focused on multimedia content and trending topics. The ST app was also refreshed, followed by the new-look print edition.

ST's web page views went up by 19% in Q1, compared to the same period last FY, while users grew 2%. For the same period, ST app saw a 19% growth in screenviews, while users grew 35%. The spike tapered off in the last quarter, with full year pageviews (PV) dipping about 12% on web, and 16% on app. On the web, pages per session grew 7% - a positive sign that users are more engaged and reading more ST articles each time they visit the site.

The Business Times (BT) website crossed 3 million unique visitors (UV) in March 2021 with 3.2 million UVs generating 9.1 million page views, marking the first time it broke the 9 million PVs threshold. On average, FY2021 saw a 27% increase in UVs and a 21% increase in PVs, compared to FY2020. BT launched new universal phone-plus-tablet apps in May 2021. BT's apps cumulatively reached a lifetime traffic high of 47,000 UVs in July 2021.

BeritaHarian.sg garnered more pageviews and time spent, driven by new, innovative features such as the translation tool, as well as the video and podcast widget. The features helped to increase Berita Harian's (BH's) video views and podcast downloads, with video views up by 57% and podcast downloads by 287%. Meanwhile, the website reach grew from 105,000 sessions in March to 183,000 sessions in May.

Although there was a dip in Tamil Murasu's (TM) visitors and PVs from the peak of Covid-19 in July 2020, there was an improvement in its bounce rate. Audiences are more engaged and the introduction of the paywall at the end of 2020 has helped grow digital subscriptions - with around 35,000 clicks on the reward video and 17,000 to the subscribe button. Compared to the previous year, TM had a 16.9% increase in the number of total users and an 8.8% increase in the number of new users.

English/Malay/Tamil Media (EMTM) Video's reach increased 10% y-o-y, with an average of 8 million video views each month. The number of subscribers for ST's YouTube channel increased by 66% to over 350,000. The top performing videos were mostly Covid-19-related: Live coverage of the Covid-19 task force updates, daily discussion segments on The Big Story live show, expert panel discussions and webinars, explainers and how-to videos, as well as exclusive interviews with ministers and experts.

ST and BT podcasts doubled their combined listenership y-o-y to 800,000 downloads for the financial year, up from 370,000 downloads in the previous year. The current 12 podcast shows/channels across ST and

BT now draw in a monthly global audience across at least 100 countries, with Singapore (75%) leading the way, followed by the US (6.25%), Malaysia (2.5%), Japan, Australia, and the UK.

Zaobao.com revamped its website on 15 May to provide a better user experience for its audience in China. The redesign adopted a more contemporary look and feel, enabled faster loading speed and introduced features that support China's social media sharing. Zaobao.com has since seen a double digit percentage increase in traffic. Monthly users rose to 2.8 million (July) from 2 million (May) and monthly pageviews to 102 million (July) vs 76 million (May).

Zaobao.sg's UVs and PVs reached a historic high, buoyed by major news events as well as new programmes and audience engagement initiatives. On 4 November, the day of the US elections, pageviews on the Zaobao website surged to almost 1.24 million, the highest single-day PVs in 2020. Zaobao.sg monthly unique visitors also surpassed 4 million for the first time.

### Connecting and engaging the young

ST Schools focused on digital transformation in response to a fast-changing education landscape. The team has worked with ST's product, tech and web design team to build a custom website for the Ministry of Education's Character and Citizenship Education unit, to be rolled out in Jan 2022. The team continued to engage some 120,000 student subscribers of ST digital enrolled in junior colleges, polytechnics and Institutes of Technical Education. Chinese Media Group's student publications produced digital content to better engage the younger generation. ZBComma collaborated with MOE Curriculum Planning and Development Division (CPDD) to develop a student learning space on ZBSchools.sg.



## CEO'S BUSINESS REVIEW

### Magazines

SPH Magazines embarked on a website revamp for its stable of nine titles to improve design, user interface and optimise loading times. The revamp has shown very positive results, with overall pageviews to the magazines network increasing 30% y-o-y to 74 million, while average session duration improved by 28% to 4.5mins.

With the restrictions on physical events due to the pandemic, the Magazines team pivoted to virtual events and experimented with novel themes and concepts.

### Media Solutions

The past FY continued to pose significant challenges to our advertising business with the multi-faceted impact of the Covid-19 pandemic. The Media Solutions Division (MSD) restructured its direct sales teams and their incentive schemes. MSD's content marketing unit focused on campaign design and strategic content work using a small team and outsourcing most production work. It re-engineered its ad operations processes and established a new unit to broaden its partner reseller network. The division achieved its full year targets despite a significant reduction in permanent headcount.

MSD partnered GfK to adopt a ground up approach in understanding our audience consumption behaviour across titles and platforms to help increase value for our advertisers. The inaugural GfK Singapore Audience

Study (SAS), conducted from December 2020 to April 2021, revealed that nearly three quarters of the population (73%), consume one or more types of content across SPH's Omni-channel platforms – print, digital, radio or magazines – weekly, with a valuable group of audience willing to pay to access the content.

Across all the 479 news digital sites passively tracked by GfK digital metering for the study, SPH's digital news sites are accessed by 47% of the population at least once weekly. Each week, over a third (34%) visit ST, making it the most visited digital news platform. Other top SPH digital news properties visited include BT, AsiaOne, Lianhe Zaobao, The New Paper and STOMP.

### Radio

The findings of the GfK survey showed that SPH Radio is Singapore's radio network with the highest listenership in the car, at work, among PMEBs and among listeners aged 25 to 39 years old.

MONEY FM 89.3 has the highest exclusive reach for Gen Z, the highest listenership on fixed devices (laptop/desktop), smart speaker or smart TV in Singapore. Kiss92 is the second favourite English station, the second most tuned-in at work, and has the second highest listenership for Gen Z and private dwellers. 96.3 Hao FM has the highest exclusive reach for PMEBs, and the third highest exclusive for Baby Boomers and Grocery Buyers. UFM100.3 has the second highest exclusive reach for Gen Z and PMEBs. The survey also showed that SPH radio listeners are active consumers of the various SPH news platforms. For example, advertising on both ST and Kiss92 covers 49% of the population in Singapore. With this synergy in cross platform consumption, we are exploring ways to enhance our audience's experience beyond audio.

SPH Radio launched the free digital audio streaming app Awedio on 5 April to reach out to a wider digital audience by providing all-day local entertainment with uninterrupted live streaming of SPH Radio stations, SPH news publications' audio offerings, and local podcasts. Awedio garnered 29,206 new users and registered 11,300 daily active users in July.

### Circulation & Production

We continued to innovate and expand the range of digital offerings. Average digital circulation grew 9% y-o-y to 462,400 copies while print circulation declined by 9% to 378,100 copies. Total circulation held constant at 840,500 copies.

In March 2019, we introduced our first Chinese News Tablet app to provide readers with a seamless digital





experience on the Samsung Galaxy Tab A Wi-Fi tablet, which automatically downloads the e-paper on a daily basis. Besides newspaper titles, we have also onboarded magazines titles Her World and U-Weekly onto the News Tablet platform. We also introduced a new tablet model to cater to a different audience segment that is willing to pay a premium for a tablet with better specifications. In September 2020, Samsung Galaxy S6Lite LTE model was introduced into the market exclusively for BT readers.

To date, we have more than 1,000 active BT News Tablet subscribers, of which around 800 subscribers opted for the LTE model. Riding on the LTE model's success, we offered the Samsung Galaxy S6Lite LTE model to ST and ZB readers in June 2021. To date, we have about 47,600 active subscribers across our stable of 7 newspapers and 2 magazines titles on the News Tablet platform.

The ongoing Covid-19 pandemic has kept us in a continuous heightened alert mode, which has affected newspaper availability due to temporary closures of roadside and market stalls. To mitigate this, we have further strengthened our newspaper distribution network with 129 newspaper vending machines deployed islandwide.

Production continued to focus on producing and delivery of the newspapers to readers in a timely manner. The workforce was separated into multiple groups and shifts to work in two separate printing plants to mitigate the exposure to Covid-19. Despite worldwide ocean freight shortages, the continuous focus on the supply chain of materials and machine parts has enabled the operations to avoid unnecessary disruptions.

## DIGITAL BUSINESS

On 14 October 2021, M1 and Keppel DC REIT finalised the agreements to transfer M1's mobile, fixed and fibre assets to a SPV co-owned by Keppel DC REIT for a consideration of S\$580 million, as part of M1's asset-light strategy. This will free up capital for the company to invest in new capabilities and fund other growth initiatives.

**sgCarMart**, a wholly owned subsidiary of SPH, maintained its market position as the leading automotive marketplace with visitor traffic to its website reaching an all-time high. Average monthly unique visitors grew 19% y-o-y, while average monthly page views increased 26% y-o-y. The business continues to perform strongly mainly from higher advertisement sales and increased volume of vehicles transacted via its auction business, sgCarMart Quotz.

**FastJobs** continued to grow its reach across Singapore, Malaysia and the Philippines. The company worked with SkillsFuture Singapore to curate courses to help those in non-PMET roles level up their skills and make these courses available on FastLearn, a training courses marketplace targeted at non-executive jobseekers. FastGig, an on-demand gig worker recruitment solution launched in 2020, continues to expand.

**Singapore Media Exchange (SMX)**, the joint venture with Mediacorp to provide advertisers a brand-safe, premium inventory at scale, continued to strengthen its position in Singapore, growing its Private-Marketplace (PMP) revenue by 108% in 2020. The company expanded its Supply-Side Platform partnerships in 2021, making it easier for advertisers and media agencies to access SMX inventory.

**SPH Ventures** has seen its portfolio perform well. In March 2021, one of our investments, South Korean e-commerce company Coupang, went public on NYSE. Three of our US investments were also acquired in 2021. Pathmatics, a SaaS mobile analytics company, was acquired by Sensor Tower. Trim, a customer-focused Financial Wellness Fintech company, was acquired by OneMain Financial. Jukin Media, a leading streaming and social video company, was acquired by Trusted Media Brands. All acquisitions provided positive returns on our investment.

## PROPERTY AND RETAIL

SPH REIT achieved a significant improvement in its financial performance for FY2021, mainly attributable to the full year contribution from Westfield Marion which was acquired in FY2020. SPH REIT's resilient performance was also the result of its continued proactive asset management as evidenced by an 11.4% y-o-y increase in net property income (NPI).

SPH REIT was included in FTSE EPRA NAREIT Global Developed Index in September 2021. This inclusion into a benchmark REIT index raises SPH REIT's visibility amongst global investors, improves its trading liquidity, and offers the potential to significantly expand our investor base. We believe that this inclusion will strengthen our position to capitalise on the upcoming economic recovery and capture attractive accretive growth opportunities.

SPH REIT continues to adopt a prudent and disciplined approach to capital management by maintaining a healthy balance sheet as well as diversified sources of funding. Gearing is maintained at 30.3% and debt maturity profile is well-staggered, with a weighted average term to maturity of 2.9 years.

## CEO'S BUSINESS REVIEW

On the private property front, The Woodleigh Residences sold 503 units as at 20 September 2021, representing over 75% of the total 667 units. Leasing efforts at The Woodleigh Mall also continue, with key anchor tenants NTUC Finest and The Learning Lab already secured.

### PBSA

We continue our journey to be a key owner-operator in the PBSA sector in the United Kingdom (UK) by expanding our property management and development capabilities.

During the FY, two properties managed by our development team were completed. Both were acquired under the Student Castle portfolio. Oxford was completed in September 2020 while Brighton was completed in November 2020, welcoming students for the Academic Year 2020/2021. Going forward, our development team will be instrumental in helping us execute our asset enhancement works, especially for the initial Mayflower portfolio which affords numerous value-add opportunities.

To ensure a sustained level of quality across our properties, we invested around £6.5 million (\$\$12.1 million) on asset enhancement initiatives during the Academic Year 2020/2021. This includes reconfiguration of student rooms into studios at St. Teresa House (Plymouth) as well as rejuvenation works for common areas at Culver House (Bristol) as part of a 10-year nomination agreement with the university. Both these projects have been completed in time for the start of the Academic Year 2021/2022.

We have now transferred all Capitol Students assets in the UK to in-house management. This allows SPH to exercise greater control over operating costs as well as sales and marketing of our assets. Additionally, in June 2021, we concluded a restructuring exercise to transfer 3 Capitol Students assets from a Luxembourg holding structure to a UK holding structure, thereby consolidating our property holding structure and generating savings.

As the UK eased its national lockdown and safe distancing measures between April and July 2021, students gradually returned to campus. Bookings for

the Academic Year 2021/2022 surpassed pre-Covid-19 levels, with 96.5% of target revenue already achieved as at 1 October 2021.

Despite the lifting of Covid-19 restrictions across the UK, we will remain vigilant with the continuation of thorough cleaning and safe distancing measures at our properties. We continue to maintain operational protocols which comply with UK government guidelines, with additional measures adopted where feasible. We are making all efforts to protect the well-being of our residents and staff, including the provision of quarantine support and organising virtual events for students.

With a full suite of real estate and fund management capabilities, we are in a good position to capitalise on the strong market fundamentals to further grow our portfolio by acquiring yield-accretive PBSA assets located close to top-tier universities.



## AGED CARE

With the ongoing pandemic situation, Orange Valley (OV) Nursing Home's properties enforced strict infection control measures to keep the residents and employees safe. Operational performance improved, with occupancy rates rising to 84% compared with 77% in the previous FY. In May 2021, OV was appointed as the operator of a government-built nursing home at Bidadari. The nursing home is expected to begin operations by 2027. Further details will be announced at a later date.

For the Japan assets, the operators continued to maintain high occupancy rates averaging above 90%, while the long-term master leases provided stability of income streams.

The Aged Care division will continue to build on its long-term relationship with strategic partners and nurture networks to ensure that it continues to identify strong quality assets in Japan for acquisition growth. The team will also seek growth opportunities in the developed markets of Canada, Australia and the United Kingdom. It will leverage on favourable market conditions and macroeconomic policies and focus on building capabilities as asset managers of senior living facilities in these target geographies to capture growth opportunities.

## OTHERS

The joint development of data centre facilities with Keppel Data Centres Holding of the former Media Centre at 82 Genting Lane has commenced. Demolition of the former Media Centre was completed in May 2021. Piling works for the first data centre building commenced in June 2021 and construction is expected to begin within the year. We are experiencing strong interest to secure capacity from the data centre buildings, due to the secular trend toward digitalisation and the tight supply situation as a result of a regulatory moratorium imposed on the building of new data centres in Singapore. Buildings 1 and 2 are expected to complete by March 2024 and Feb 2025 respectively. The JV is exploring alternative clean energy sources to increase the capacity of the development.

On 18 February 2021, SPH and Temasek merged Sphere Exhibits and SingEx Holdings Pte Ltd respectively to form SingEx-Sphere Holdings (later renamed Constellar Holdings), with the aim to be a regional MICE (meetings, incentives, conventions and exhibitions) market leader for hybrid events, with a combined portfolio of events management, venue and consultancy businesses. Temasek owns 60% while SPH has a 40% stake in Constellar Holdings.

## HUMAN CAPITAL MANAGEMENT

We support employees in managing work-life balance by providing them with flexible work arrangements and a family-friendly working environment. Due to Covid-19, various systems and processes were put in place to enable employees to work flexibly. More employees took advantage of the Flexible Work Arrangement policy to handle family commitments. Besides parental care leave and childcare leave, we also offer no-pay leave arrangements for young parents and provide nursing rooms for new mothers at the office premises.

With the ongoing Covid-19 measures in place, up to 80% of employees are working from home. Despite the restrictions brought about by the pandemic, training programmes continued with delivery modes amended to accommodate the changing measures introduced by the government. Hybrid training sessions were organised using audio visual equipment to limit the number of course participants in a physical training room while allowing other participants to join in virtually.

With workers having to juggle work and family commitments, we launched a Mental Wellness app with curated materials and resources to help employees cope with stress. To address the need for emotional support and mental wellness, we also have an Employee Assistance Programme (EAP) to help employees with personal or work issues that are affecting their emotional well-being. Through EAP, employees who need assistance can call a helpline and talk to trained counsellors.

## LOOKING AHEAD

I would like to put on record my thanks to all SPH staff for their hard work despite the ongoing challenges from the Covid-19 pandemic.

I would also like to thank our shareholders, readers, advertisers, colleagues, unions and other stakeholders for your unwavering support. I take this opportunity to wish my Media colleagues who will be joining the SPH Media Trust CLG a successful and fruitful journey ahead.



**Ng Yat Chung**  
Chief Executive Officer





## BOARD OF DIRECTORS



Lee Boon Yang



Ng Yat Chung



Janet Ang Guat Har



Andrew Lim Ming-Hui



Bahren Shaari



Lim Ming Yan



Quek See Tiat



Tan Chin Hwee



Tan Yen Yen



Tracey Woon



Yeoh Oon Jin



## LEE BOON YANG

Boon Yang was appointed a Director of SPH on 1 October 2011.

He is the Chairman of Singapore Press Holdings Foundation Limited, Keppel Care Foundation Limited, Jilin Food Zone Pte Ltd and Jilin Food Zone Investment Holdings Pte Ltd.

He was the Non-Executive Chairman of Keppel Corporation Limited until 23 April 2021, having served in that capacity for close to 12 years.

He has extensive experience in public service. He served as Member of Parliament for Jalan Besar and Jalan Besar Group Representation Constituency (GRC) from December 1984 to April 2011. He was the Minister for Information, Communications and the Arts before retiring from political office in March 2009.

From 1991 to 2003, he served as Minister in the Prime Minister's Office, Minister for Defence, Minister for Labour and later Minister for Manpower. Prior to that, he held several public appointments including Senior Minister of State for Defence, National Development and Home Affairs, and Parliamentary Secretary to the Ministers for Environment, Finance, Home Affairs, and Communications and Information.

Before entry into politics, he worked as a veterinarian and R&D Officer in the Primary Production Department. He also worked as the Assistant Regional Director for the US Feed Grains Council, and as Senior Project Manager for the Primary Industries Enterprise Pte Ltd.

Boon Yang holds a B.V.Sc Hon (2A) from the University of Queensland.



## NG YAT CHUNG

Yat Chung joined SPH as a Director on 1 August 2016 and was appointed Chief Executive Officer on 1 September 2017.

He is the Chairman of the Singapore Institute of Technology Board of Trustees.

Prior to joining SPH, he was the Executive Director and Group CEO of Neptune Orient Lines Ltd (2011-2016) and Senior Managing Director at Temasek Holdings (Private) Limited (2007-2011). Before joining Temasek Holdings, he was the Chief of Defence Force in the

Singapore Armed Forces. He also served as a Director of Fraser & Neave Limited and Singapore Technologies Engineering Ltd.

Yat Chung holds a Bachelor of Arts (Engineering Tripos) and a Master of Arts from Cambridge University, a Master of Military Art and Science (General Studies) from the US Army Command & General Staff College, USA, and a MBA from Stanford University.



## JANET ANG GUAT HAR

Janet was appointed a Director of SPH on 17 October 2014.

She is the Chairman of SISTIC.com Pte Ltd and an Independent Director of the Board of the Bank of the Philippine Islands (BPI).

She serves as Chairman of the NUS Institute of Systems Science, the Singapore Polytechnic and the Caritas Singapore Agape Fund Board of Trustees. She is also the Deputy Chairman of the Singapore Business Federation Foundation as well as Member of the Board of The Esplanade Company Ltd, the Home Team Science & Technology Agency, and the Cenacle Mission (Singapore).

Janet serves on the Council for Board Diversity and the Singapore Business Federation, and is a Senior Advisor of the RGE Group. She was the founding chairman of the SBF Digitalisation Committee from 2017 to 2020. She is a Fellow of the Singapore Computer Society and a Member of the International Women's Forum (Singapore). She is a Nominated MP of the Parliament of Singapore and Singapore's Non-Resident Ambassador to the Holy See.

She had a thirty-seven year career in the information technology industry and has lived and worked in Japan and China over a span of eleven years. She was Managing Director of IBM Singapore from 2001 to 2003 and again from 2011-2015. Janet was inducted into the IBM Industry Academy. Her last executive role was as IBM Vice President, Industry Solutions, IBM Asia Pacific.

Ms Ang was awarded the Public Service Medal in 2019. She was also awarded the Singapore Computer Society IT Leaders Award – Hall of Fame in 2018, the NUS Distinguished Alumni Service Award in 2015 and the NUS Business School Eminent Alumni Award in 2014.

Janet graduated with a Bachelor of Business Administration (Honours) from the National University of Singapore.



## BOARD OF DIRECTORS



### BAHREN SHAARI

Bahren was appointed to the Board on 1 April 2012. He is Chief Executive Officer of Bank of Singapore, the private banking subsidiary of OCBC Bank.

Bahren was appointed Chief Executive Officer of Bank of Singapore on 1 February 2015. He has more than 30 years of banking experience. In 2016, he was conferred the Singapore Institute of Banking and Finance Distinguished Fellow award, in recognition of his significant contribution to the financial industry and outstanding leadership capabilities.

Bahren serves as a board member of the Institute of Systems Science at the National University of Singapore. He is also a member of the Council of Presidential Advisers and the Board of Trustees of the National University of Singapore.

Bahren was conferred the Public Service Star Medal in 2018. He was awarded the Public Service Medal in 2008.

Bahren graduated with an accountancy degree from the National University of Singapore.



### ANDREW LIM MING-HUI

Andrew was appointed a Director of SPH on 1 January 2017.

He is a partner of Allen & Gledhill LLP and is consistently recognised as a leading lawyer in his areas of expertise.

Andrew serves as a Trustee on the Board of Trustees of the National University of Singapore and as a member of the board of Sentosa Development Corporation. He is a Director of Jurong Engineering Limited, Constellar Holdings Pte. Ltd., PIL Pte. Ltd and its group of subsidiaries, EDBI Pte Ltd and Weybourne Holdings Pte. Ltd.

He is also a member of the NUS Law Advisory Council.

He was previously a member of the Monetary Authority of Singapore Financial Centre Advisory Panel, and also served on the Committee for Private Education, a committee of the SkillsFuture Singapore Board.

Andrew holds Bachelor of Law (Honours) and Masters of Law degrees from the National University of Singapore and was called to the Singapore Bar in 1986. He is a Fellow of the Singapore Institute of Directors.



### LIM MING YAN

Ming Yan was appointed a Director of SPH on 3 June 2019.

He spent 22 years with CapitaLand Limited, and was its President and Group CEO from 2013 to 2018 and prior to that, its COO from 2011 to 2012. He was the CEO of The Ascott Limited from 2009 to 2012 and CEO of CapitaLand China from 2000 to 2009.

He is a Director of Central China Real Estate Limited, Sembcorp Industries Ltd and DLF Cyber City Developers Limited.

Ming Yan serves on various committees in the community. He is the Chairman of the Singapore Business Federation as well as a member of Singapore's Future Economy Council, the National Jobs Council and a member of the Board of Trustees of the Chinese Development Assistance Council and Singapore Management University. He is also Chairman of Workforce Singapore and a board director of Business China.

Ming Yan obtained a First Class Honours degree in Mechanical Engineering and Economics from the University of Birmingham, United Kingdom and has completed the Advanced Management Program at Harvard Business School.



### QUEK SEE TIAT

See Tiat joined the SPH Board on 1 September 2013.

From 1 July 1987 to 30 June 2012, See Tiat was a Partner and subsequently Deputy Chairman of PricewaterhouseCoopers LLP. He has extensive audit and business advisory experience, and has been involved in planning, executing and managing audits of large public listed companies in Singapore.



See Tiat serves on the boards of Singapore Technologies Engineering Ltd, Pavillion Energy Pte Ltd, Pavillion Energy S.A.U., the Monetary Authority of Singapore, Temasek Foundation Connects CLG Limited, Temasek Foundation Limited, Centre for Liveable Cities Limited and TF IPC Limited. He is also the President of the Council of Estate Agencies and Chairman of the Accounting Standards Council.

He was the Chairman of the Building and Construction Authority and a Director of Neptune Orient Lines Ltd and a board member of the Energy Market Authority.

See Tiat graduated with Honours (Second Class Upper) in Economics from the London School of Economics & Political Science. He is also a Fellow with the Institute of Chartered Accountants in England and Wales. He was conferred the Public Service Medal in 2009 and the Public Service Star in 2014.

## TAN CHIN HWEЕ

Chin Hwee was appointed a Director on 1 March 2014.

He is a Director of Trafigura Holdings Pte Ltd and Trafigura Pte Ltd. He is also a Director of Nayara Energy Ltd, India, where he chairs its Banking and Finance Board Committee and was previously its Audit Committee Chairman. He serves on the Board of Trustees of the Nanyang Technological University. Chin Hwee is an Adjunct Professor in a number of universities, and is an advisory board member for the Shanghai Advance Institute of Finance. He also serves on the Finance Centre Advisory Panel of the Monetary Authority of Singapore. He sits on the Maritime and Port Authority of Singapore's International Maritime Centre (IMC) 2030 Advisory as a Committee Member. He has also taken on the International Olympic Committee Financial Advisor role from March 2016 to December 2019.

Chin Hwee was the founding partner and Director of Apollo Management Singapore Pte Ltd., Managing Director of Amaranth Advisors, as well as President and Director of CFA Singapore. He was a Director of Keppel REIT Management Limited (as manager of Keppel REIT) and Lien Aid Limited (Singapore).

Chin Hwee was honoured as a World Economic Forum Young Global Leader 2010 and is the winner of the Singapore 2013 Distinguished Financial Industry Certified Professional (FICP) Award. In 2015, he received the World Outstanding Young Chinese Entrepreneurs Award from business newspaper, Yazhou Zhoukan,

and the World Federation of Chinese Entrepreneurs Organization. He was also voted by the Hedge Fund Journal as among the emerging top 40 absolute return investors globally and was also named as Best Asia Credit Hedge Fund Manager by Hong Kong-based publication, The Asset.

Chin Hwee was appointed to join the Emerging Stronger Taskforce (EST) set up under the Future Economy Council (FEC)/PMO, to review how Singapore can build new sources of dynamism and stay economically resilient in a post-COVID-19 world. He was nominated as a member of the Trade & Connectivity Standards Committee under the Singapore Standards Council (SSC)/MTI, which facilitates the development, promotion and review of standards in Singapore.

Chin Hwee holds a Bachelor of Accountancy (Second Class Upper Honours) from Nanyang Technological University, and a MBA from Yale University. He completed a postgraduate course at Harvard Kennedy School. He is a Chartered Financial Analyst (CFA) and is both an Australian and Singapore registered Certified Public Accountant (CPA).

## TAN YEN YEN

Yen Yen joined the Board on 1 April 2012.

She is a Director of Oversea-Chinese Banking Corporation Limited, Jardine Cycle & Carriage Limited and In.Corp Global Pte Ltd. She serves as the Chairman of the Science Centre Singapore and Director of ams AG. Additionally, she sits on the Board of Advisors of the National University of Singapore's School of Computing.

She is a veteran in the technology and telecommunication sectors. Her past executive career included being President, Asia Pacific, Vodafone Global Enterprise Singapore Pte Ltd; Regional Vice-President and Managing Director of SAS South Asia Pacific; Senior Vice President, Applications, Oracle Corporation Asia Pacific, and Vice President & Managing Director for Hewlett-Packard Singapore.

Yen Yen has played an active role in Singapore's infocomm industry. Her past contributions include being Chairman of the Singapore Infocomm Technology Federation (Now SGTech), Board director of Infocomm Development Authority (IDA) of Singapore and member of Corporate Capabilities and Innovation sub-committee with the Singapore Government Future Economy.



## BOARD OF DIRECTORS

Yen Yen has a degree in Computer Science from the National University of Singapore and an Executive MBA degree with Helsinki School of Economics Executive Education.



### TRACEY WOON

Tracey was appointed a Director on 1 July 2020.

Tracey is a Director of United Overseas Bank Limited.

She was, until recently, the Vice Chairman, Asia Pacific, Global Wealth Management UBS AG, a role she assumed since July 2016. In that role, she advised UBS' key clients and business owners, drawing on her deep understanding of international capital markets and her investment banking experience. Tracey was also responsible for the UBS' Women Initiative in Asia Pacific.

Prior to joining UBS, she was the Vice Chairman of Citibank ASEAN Corporate and Investment Banking, encompassing Investment Banking for South East Asia, as well as Corporate Banking, Financial Institutions practice, Global Transaction Services and Global Subsidiaries Group for Singapore.

Tracey has more than 37 years of investment banking experience having worked on a whole spectrum of corporate finance transactions from equity fund raising (IPOs, equity placements and rights issues) to debt offerings to advisory work, including takeovers of public companies in Singapore and ASEAN.

Tracey holds a Bachelor of Law (Honours) from the National University of Singapore.



### YEOH OON JIN

Oon Jin was appointed as a Director on 9 July 2021.

Oon Jin was the Executive Chairman of PwC Singapore before his retirement following a 38-year career with PwC. He was a key member of the firm's Leadership

Team for more than 15 years and had led the firm through key growth milestones. Oon Jin also chaired several of the firm's regional joint ventures such as PwC SEA Consulting and PwC SEA Corporate Finance.

He was also a member of the PwC Executive Board for the CaTSH firm, which comprises the PwC firms in Singapore, China, Hong Kong and Taiwan. In addition, Oon Jin was a member of the PwC Strategy Council, which comprises leaders from the largest 21 firms in the PwC global network.

Following his retirement from PwC on 1 July 2021, Oon Jin joined the boards of Singapore Exchange Limited and Singapore Airlines Limited. He also recently joined the board of SingHealth.

Oon Jin serves as the Chairman of the Singapore Land Authority (SLA) and as Vice-Chairman of the Singapore Business Federation, in addition to being a member of the Advisory Board of the Nanyang Business School as well as a member of the Corporate Governance Advisory Committee set up by the Monetary Authority of Singapore.

Oon Jin has continued to support the non-profit sector over the years. He is currently a board member and audit committee chairman of Kidney Dialysis Foundation. He also serves on the board of Governors for the Lien Foundation. He was previously on the board of Shared Services for Charities.

He was previously a Board member of Jurong Town Corporation (JTC), Accounting & Corporate Regulatory Authority (ACRA) and National Arts Council (NAC). He was a Council Member of Singapore Institute of International Affairs. He was previously the Vice Chairman of the Singapore Institute of Directors, past Council Member of the Institute of Singapore Chartered Accountants (ISCA) and past Chairman of the Auditing & Assurance Standards Committee of ISCA.

Oon Jin holds a B Com (Accounting) (First Class Honours) from the University of Birmingham, United Kingdom. He is a Fellow of the Institute of Singapore Chartered Accountants and the Institute of Chartered Accountants in England and Wales.

## FURTHER INFORMATION ON BOARD OF DIRECTORS

### LEE BOON YANG, 74

Chairman

Non-Executive and Independent Director

#### Date of first appointment as a director

1 October 2011

#### Date of last re-election as a director

3 December 2018

#### Board Committee(s) served on

- Executive Committee (Chairman)
- Remuneration Committee (Chairman)
- Nominating Committee

#### Academic & Professional Qualifications

- B.V.Sc Hon (2A), University of Queensland.

#### Present Directorships

- Keppel Care Foundation Limited [Chairman](#)
- Singapore Press Holdings Foundation Limited [Chairman](#)
- Jilin Food Zone Pte. Ltd. [Chairman](#)
- Jilin Food Zone Investment Holdings Pte. Ltd. [Chairman](#)

#### Major Appointments (other than Directorships)

Nil

#### Directorships over the past 5 years (1/9/16 - 31/8/21)

- Keppel Corporation Limited\* [Chairman](#)

### NG YAT CHUNG, 59

Chief Executive Officer

Executive and Non-Independent Director

#### Date of first appointment as a director

1 August 2016

#### Date of last re-election as a director

29 November 2019

#### Board Committee(s) served on

- Executive Committee
- Board Risk Committee

#### Academic & Professional Qualifications

- Bachelor of Arts (Engineering Tripos) and Master of Arts, Cambridge University
- Master of Military Art and Science (General Studies), US Army Command & General Staff College, USA
- MBA, Stanford University.

#### Present Directorships

- SPH REIT Management Pte Ltd [Director \(as manager of SPH REIT\\*\)](#)

#### Major Appointments (other than Directorships)

- Singapore Institute of Technology [Chairman, Board of Trustees](#)

#### Directorships over the past 5 years (1/9/16 - 31/8/21)

- Neptune Orient Lines Ltd\* [Director](#)

### JANET ANG GUAT HAR, 62

Non-Executive and Independent Director

#### Date of first appointment as a director

17 October 2014

#### Date of last re-election as a director

3 December 2018

#### Board Committee(s) served on

- Audit Committee
- Nominating Committee

#### Academic & Professional Qualifications

- Business Administration (Honors), National University of Singapore

#### Present Directorships

- SISTIC.com Pte Ltd [Chairman](#)
- Bank of the Philippine Islands (BPI) [Independent Director](#)



## FURTHER INFORMATION ON BOARD OF DIRECTORS

### Major Appointments (other than Directorships)

- Singapore Polytechnic Board of Governors [Chairman](#)
- Home Team Science and Technology Agency [Board Member](#)
  - Finance & Risk Committee [Chairman](#)
- The Esplanade Company Ltd [Board Member](#)
- Singapore Business Federation Foundation [Deputy Chairman](#)
- Council for Board Diversity [Member](#)
- Caritas Agape Fund, Board of Trustees [Chairman](#)
- Singapore Business Federation [Council Member](#)
- NUS Institute of Systems Science (ISS) [Chairman](#)
- Non-Resident Ambassador to the Holy See
- Parliament of Singapore [Nominated Member of Parliament](#)

### Directorships over the past 5 years (1/9/16 - 31/8/21)

- International Women's Forum Singapore [President](#)
- National Volunteer & Philanthropy Centre [Board Member](#)
- InfoCommunications Media Development Authority of Singapore [Board Member](#)
- Public Utilities Board [Board Member](#)
- Caritas Singapore Community Services [Chairman](#)

### BAHREN SHAARI, 59

[Non-Executive and Independent Director](#)

#### Date of first appointment as a director

1 April 2012

#### Date of last re-election as a director

27 November 2020

#### Board Committee(s) served on

- Executive Committee
- Nominating Committee (Chairman)

#### Academic & Professional Qualifications

- Bachelor of Accountancy, National University of Singapore

#### Present Directorships

- Bank of Singapore Ltd [Director](#)

### Major Appointments (other than Directorships)

- Council of the Presidential Advisers [Member](#)
- Internal Security Act Advisory Board [Member](#)
- Corporate Governance Advisory Committee [Member](#)
- NUS Institute of Systems Science [Member, Management Board](#)
- NUS Board of Trustees [Member](#)

### Directorships over the past 5 years (1/9/16 - 31/8/21)

Nil

### ANDREW LIM MING-HUI, 60

[Non-Executive and Independent Director](#)

#### Date of first appointment as a director

1 January 2017

#### Date of last re-election as a director

27 November 2020

#### Board Committee(s) served on

- Audit Committee
- Nominating Committee
- Board Risk Committee (Chairman)

#### Academic & Professional Qualifications

- Bachelor of Law (Honours) and Masters of Law, National University of Singapore

#### Present Directorships

- Jurong Engineering Limited [Director](#)
- Constellar Holdings Pte. Ltd. [Director](#)
- Constellar Group Pte. Ltd. [Director](#)
- PIL Pte. Ltd. [Director](#)
- Pacific International Lines (Private) Limited [Director](#)
- PIL Enterprises Pte. Ltd. [Director](#)
- PIL Marine Pte. Ltd. [Director](#)
- EDBI Pte Ltd [Director](#)
- Weybourne Holdings Pte. Ltd. [Director](#)

#### Major Appointments (other than Directorships)

- Allen & Gledhill LLP [Partner](#)
- National University of Singapore, Board of Trustees [Trustee](#)

- Sentosa Development Corporation [Member](#)
- Law Advisory Council of the Faculty of Law, National University of Singapore [Member](#)

**Directorships over the past 5 years (1/9/16 - 31/8/21)**

- Committee for Private Education (a Committee of the SkillsFuture Singapore Board) [Member](#)
- Board of Governors of St Andrew's Junior College [Member](#)
- Community Chest of Singapore [Committee Member](#)
- Monetary Authority of Singapore Financial Centre Advisory Panel [Member](#)

**LIM MING YAN, 58**

[Non-Executive and Independent Director](#)

**Date of first appointment as a director**

3 June 2019

**Date of last re-election as a director**

29 November 2019

**Board Committee(s) served on**

- Remuneration Committee
- Board Risk Committee

**Academic & Professional Qualifications**

- Mechanical Engineering and Economics (1st Class Hons), University of Birmingham
- Advanced Management Program, Harvard Business School.

**Present Directorships**

- DLF Cyber City Developers Limited (India) [Director](#)
- Central China Real Estate Limited [Director](#)
- Sembcorp Industries Ltd [Director](#)
- Aquila Asia Investment Management Private Limited [Director](#)
- New Bridge Capital Pte Ltd [Director](#)
- New Wave Vietnam Real Estate Fund [Director](#)

**Major Appointments (other than Directorships)**

- Singapore Business Federation [Chairman](#)
- Business China [Director](#)
- Singapore-China Foundation Ltd [Governor](#)

\* Public-listed company

- Chinese Development Assistance Council [Board of Trustees](#)
- Future Economy Council [Member](#)
- Workforce Singapore Agency [Chairman](#)
- Singapore Management University [Member, Board of Trustees](#)
- National Jobs Council [Member](#)

**Directorships over the past 5 years (1/9/16 - 31/8/21)**

- CapitaLand Limited\* [President & Group CEO](#)
- CapitaLand Mall Asia Limited (as manager of CapitaLand Mall Asia Trust\*) [Chairman & Director](#)
- CapitaLand Commercial Trust Management Limited (as manager of CapitaLand Commercial Trust\*) [Deputy Chairman & Director](#)
- CapitaLand Retail China Trust Management Limited (as manager of CapitaLand Retail China Trust\*) [Deputy Chairman & Director](#)
- CapitaLand Mall Trust Management Limited (as manager of CapitaLand Mall Trust\*) [Deputy Chairman & Director](#)
- Ascott Residence Trust Management Limited (as manager of Ascott Residence Trust\*) [Deputy Chairman & Director](#)
- Singapore Tourism Board [Director](#)

**QUEK SEE TIAT, 67**

[Non-Executive and Independent Director](#)

**Date of first appointment as a director**

1 September 2013

**Date of last re-election as a director**

27 November 2020

**Board Committee(s) served on**

- Executive Committee
- Audit Committee (Chairman)

**Academic & Professional Qualifications**

- Honours (Second Class Upper), Economics, London School of Economics & Political Science
- Fellow, Institute of Chartered Accountants in England and Wales



## FURTHER INFORMATION ON BOARD OF DIRECTORS

### Present Directorships

- Singapore Technologies Engineering Ltd\* [Director](#)
- Pavilion Energy Pte Ltd [Director](#)
- Pavilion Energy Spain S.A.U. [Director](#)
- Temasek Foundation Connects CLG Limited [Director](#)
- Temasek Foundation Limited [Director](#)
- Centre For Liveable Cities Limited [Director](#)
- TF IPC Limited [Director](#)

### Major Appointments (other than Directorships)

- Monetary Authority of Singapore [Board Member](#)
- Council of Estate Agencies [President](#)
- Accounting Standards Council [Chairman](#)

### Directorships over the past 5 years (1/9/16 - 31/8/21)

- Energy Market Authority [Board Member](#)

### Major Appointments (other than Directorships)

- Emerging Stronger Taskforce under the Future Economy Council (FEC)/PMO [Member](#)
- Trade & Connectivity Standards Committee under the Singapore Standards Council (SSC)/MTI [Member](#)
- Nanyang Technological University [Trustee](#)
- SingHealth Fund Limited [Institution Fund Committee Member & Audit Committee Member](#)
- Maritime and Port Authority of Singapore's International Maritime Centre (IMC) 2030 Advisory [Committee Member](#)

### Directorships over the past 5 years (1/9/16 - 31/8/21)

- International Olympic Council [Independent Advisor](#)
- Keppel REIT Management Limited (as manager of Keppel REIT\*) [Director](#)
- Lighthouse (Mauritius) Ltd [Director](#)
- Apollo Management Singapore Pte. Ltd. [Director](#)
- Lien Aid Limited [Director](#)

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SPH  
ANNUAL  
REPORT  
2021



### TAN CHIN HWEE, 50

[Non-Executive and Independent Director](#)

#### Date of first appointment as a director

1 March 2014

#### Date of last re-election as a director

3 December 2018

#### Board Committee(s) served on

- Audit Committee
- Remuneration Committee

#### Academic & Professional Qualifications

- Bachelor of Accountancy (2nd Class Upper Hons), Nanyang Technological University
- MBA, Yale University
- Postgraduate course, Harvard Kennedy School
- Chartered Financial Analyst (CFA)
- Certified Public Accountant (CPA), Australia and Singapore

#### Present Directorships

- Trafigura Holdings Pte Ltd [Director](#)
- Trafigura Pte Ltd. [Director](#)
- Nayara Energy Ltd (India) [Director and Chairman of Banking & Finance Board Committee](#)

\* Public-listed company

# listed on SIX Swiss Stock Exchange

@ listed on Euronext Amsterdam, and Euronext Paris



### TAN YEN YEN, 56

[Non-Executive and Independent Director](#)

#### Date of first appointment as a director

1 April 2012

#### Date of last re-election as a director

29 November 2019

#### Board Committee(s) served on

- Remuneration Committee
- Board Risk Committee

#### Academic & Professional Qualifications

- Computer Science, National University of Singapore
- Executive MBA, Helsinki School of Economics Executive Education

#### Present Directorships

- Oversea-Chinese Banking Corporation Limited\* [Director](#)
- Jardine Cycle & Carriage Limited\* [Director](#)
- In.Corp Global Pte Ltd [Director](#)
- ams AG\*# [Director](#)
- Barry Callebaut AG\*# [Director](#)



### Major Appointments (other than Directorships)

- Science Centre Singapore [Chairman](#)
- National University of Singapore's School of Computing [Advisory Board Member](#)

### Directorships over the past 5 years (1/9/16 - 31/8/21)

- Defence Science & Technology Agency [Director](#)
- Cap Vista Pte Ltd [Director](#)
- Gemalto NV\*[@ Director](#)
- Singapore Institute of Directors [Director](#)

### TRACEY WOON, 65

[Non-Executive and Independent Director](#)

### Date of first appointment as a director

1 July 2020

### Date of last re-election as a director

27 November 2020

### Board Committee(s) served on

- Executive Committee
- Board Risk Committee

### Academic & Professional Qualifications

- Bachelor of Law (Hons), National University of Singapore

### Present Directorships

- United Overseas Bank Limited [Director](#)
- National University Health System Pte Ltd [Director](#)

### Major Appointments (other than Directorships)

- Investment Committee, MOH Holdings Pte Ltd [Member](#)
- Securities Industry Council [Member](#)
- LAC Committee, Singapore Exchange Ltd [Member](#)
- IBF Distinguished Fellow Member [Member](#)
- Red Cross Singapore [Council Member](#)

### Directorships over the past 5 years (1/9/16 - 31/8/21)

Nil

### YEOH OON JIN, 60

[Non-Executive and Independent Director](#)

### Date of first appointment as a director

9 July 2021

### Date of last re-election as a director

N.A.

### Board Committee(s) served on

- Audit Committee[@](#)
- Executive Committee[@](#)

### Academic & Professional Qualifications

- B Com (Accounting) (1st Class Honours) from the University of Birmingham, United Kingdom
- Fellow of the Institute of Singapore Chartered Accountants
- Fellow of the Institute of Chartered Accountants in England and Wales

### Present Directorships

- Singapore Land Authority [Chairman](#)
- Singapore Business Federation [Vice Chairman](#)
- Singapore Exchange Limited\* [Director](#)
- Singapore Airlines Limited\* [Director](#)
- Singapore Health Services Pte Ltd [Director](#)
- SC Bank Solutions (Singapore) Limited [Director](#)

### Major Appointments (other than Directorships)

- Kidney Dialysis Foundation [Director](#)
- Lien Foundation [Independent Governor](#)
- Monetary Authority of Singapore [Member, Corporate Governance Advisory Committee](#)

### Directorships over the past 5 years (1/9/16 - 31/8/21)

- Accounting & Corporate Regulatory Authority (ACRA) [Director](#)
- Jurong Town Corporation [Director](#)
- Singapore Institute of International Affairs [Council Member](#)
- PricewaterhouseCoopers LLP [Partner](#)
- Shared Services for Charities Ltd [Director](#)



## SENIOR MANAGEMENT



Anthony Tan



Chua Hwee Song



Glen Francis



Ginney Lim



Mable Chan



Ignatius Low



Janice Wu



Warren Fernandez



Lee Huay Leng



Goh Sin Teck



Lim Swee Yeow



Gaurav Sachdeva



Eugene Wee



Joseph Sewi





## SENIOR MANAGEMENT



### ANTHONY TAN

Deputy Chief Executive Officer

Anthony joined SPH in February 2015 and was appointed to his current role as Deputy Chief Executive Officer on 1 July 2016.

He oversees the group's media business which includes titles such as The Straits Times, Lianhe Zaobao, Berita Harian, Tamil Murasu, as well as SPH magazines and the SPH Radio network.

Anthony also manages the group's aged care business across Singapore and Japan.

Anthony currently chairs several SPH subsidiaries (The Seletar Mall and SgCarMart), and sits on the board of SP Group (up till July 2021) as well as several nonprofit/ community organisations. He is also Chairman, External Relations Committee of the Singapore Chinese Chamber of Commerce & Industry (SCCCI).

Prior to joining SPH, Anthony was Deputy Secretary (Policy), Ministry of Health and concurrently Special Assistant to the late Mr Lee Kuan Yew (2011-2014). During his career with the Singapore Public Service spanning more than 15 years, he served in various organisations including the Ministry of Finance, Home Affairs, Manpower as well as the People's Association.

Anthony graduated from the National University of Singapore in 1997 with a Bachelor of Social Science (Honours) in Political Science. He also has a Master of Science (Management) degree from the Stanford Business

School and completed the Harvard Business School Advanced Management Programme in 2021.



### CHUA HWEE SONG

Chief Financial Officer

Hwee Song was appointed to the role of Chief Financial Officer of SPH on 1 April 2018. That year, he spearheaded the Group's entry into the PBSA (Purpose-Built Student Accommodation) sector in the UK. He continues to oversee the PBSA business and its expansion strategy.

Hwee Song sits on the board of SPH REIT Management Pte Ltd, the manager of SPH REIT. In addition, he is on the board of several SPH's digital business and investments including M1 and SPH Invest.

Prior to joining SPH, he was a director and Group CFO of listed CWG International Ltd from 2015 to 2018. Hwee Song started his career with the Singapore Economic Development Board, where he led the promotion of technology entrepreneurship and development of the enterprise financing infrastructure in Singapore, focusing on the industry development of the venture capital and private equity industry.

Hwee Song graduated in 1989 with a Bachelor of Engineering (First Class Honours) in Electrical and Electronics Engineering from King's College London, University of London. He is also a Chartered Financial Analyst and Chartered Accountant.



### GLEN FRANCIS

Chief Technology Officer

Glen is the Chief Technology Officer of SPH. He is also a Board member of The Accounting and Corporate Regulatory Authority (ACRA).

Glen is a Director on the Board of Straits Digital Pte Ltd, Memphis1 Pte Ltd, Zaobao.com Ltd, and Chairman of Straits Digital Innovation Co Ltd.

Glen founded CIO Academy Asia and was its past President. At CIO Academy Asia, he helped develop its brand and a thriving community of CIOs and IT leaders across the Asia region.

Prior to CIO Academy Asia, Glen was the CIO for Global Logistic Properties Limited (GLP) and Regional Head of IS, Asia Pacific, RS Components Pte Ltd (RS).

Before joining RS, he worked at Aon as Regional Director for the Asia Pacific, leading the development of a newly formed corporate initiative called Revenue Engine, and he has also worked at Intel.

Glen is the ICT Programme Advisory Chairman for the Singapore University of Social Sciences (SUSS) and a member of the Industry Advisory Committee for Digital Communications and Integrated Media (DCIM) at the Singapore Institute of Technology (SIT).

He also serves as a member of the President's Technology Award Committee and as a Mentor at the Center of Technology Management for Columbia University (NYC).

Glen has an MBA degree from the University of Adelaide.



### GINNEY LIM

General Counsel,  
Executive Vice-President,  
Corporate Communications & CSR,  
and Group Company Secretary

Ginney heads the Secretariat/ Legal Division and oversees the Corporate Communications & CSR Division of SPH. She is also the General Manager of Singapore Press Holdings Foundation Limited, an Institution of

Public Character established in 2003 by SPH.

When she joined SPH in 1991, she was tasked to set up the Secretariat/Legal Division. She is responsible for the corporate secretarial, legal, compliance, insurance, sustainability reporting and corporate communications functions in the SPH Group and sits on several steering and senior management committees.

Ginney is a director of Times Development Pte Ltd, Orchard 290 Ltd, and SPH REIT (Investments) Pte Ltd, all of which are wholly-owned property subsidiaries of SPH. She is also a director of SPH REIT Management Pte Ltd, the manager of SPH REIT, listed on the main board of the Singapore Stock Exchange. She is a member of the NUS Law Advisory Council, Temasek Junior College Advisory Committee and the Singapore Institute of Directors Company Secretaries Network. She is also a specialist mediator of the Singapore International Mediation Centre.

Prior to joining SPH, Ginney was heading the Legal & Secretariat department as well as the public relations arm of NTUC Income. Ginney was admitted as an advocate and solicitor of the Supreme Court of Singapore and holds a Bachelor of Law (Honours) degree from the National University of Singapore. She is also a Fellow in the Institute of Chartered Secretaries and Administrators and an Associate of the Chartered Insurance Institute.

### **MABLE CHAN**

Executive Vice-President,  
Human Resources, Administration  
and Times Properties

Mable has been with SPH since 1997. Before taking over as Head of Human Resources Division in June 2006, she was Senior Vice-President, Customer Service Department, Marketing

Division. The Administration Division and Times Properties were added to her portfolio in 2014 and 2015 respectively.

Prior to joining SPH, Mable was the Executive Director of the Marketing Institute of Singapore.

She holds a Bachelor of Applied Science degree from the South Australian Institute of Technology and a Masters in Business Administration from the National University of Singapore.

### **IGNATIUS LOW**

Chief Commercial Officer  
Media Solutions

As Chief Commercial Officer, Ignatius leads the team that sells and executes advertising and content marketing solutions across SPH's print, digital, radio and outdoor media platforms.

After 17 years in The Straits Times newsroom, Ignatius crossed over to media sales in 2016 to lead the merger of what were previously separate sales teams for each of the four platforms. Today, the team is a one-stop integrated sales unit that handles about \$1 million in ad bookings daily. The next phase of transformation will see SPH better leverage its unique position as a multi-platform and multi-lingual media owner with premium paying audiences, in order to offer more impactful and efficient ad solutions that are both online and offline.

Ignatius graduated from Oxford University in 1994 with a degree in Philosophy, Politics and Economics. A government scholar, Ignatius started his career in the Ministry of Finance and the Monetary Authority of Singapore where he was mostly involved in a major policy review of Singapore's financial sector in the late 1990s.

During his time in the newsroom, Ignatius was business editor and news editor at The Straits Times. He also wrote a fortnightly column in Sunday Life that ran for more than 12 years and has written or cowritten four books. In his last role as managing editor of the newspaper, he was responsible for newsroom operations including staff recruitment and deployment, budget and project management, strategic partnerships and business development. He was also part of the core team that planned and executed the newsroom's digital transformation.

### **JANICE WU**

Executive Vice-President  
Corporate Development

Janice heads the Corporate Development Division. She oversees mergers and acquisitions, property tenders/acquisitions, corporate planning and risk management. In the last 23 years at SPH, Janice has held various positions across functions in SPH, with active involvement in legal advisory work, M&A transactions, joint ventures, property transactions, corporate planning and analytics.

She is SPH's nominee director on the boards of M1 Limited, SGX listed iFast Corporation Ltd, Qoo10 Pte Ltd, The Seletar Mall Pte Ltd, The Woodleigh Residences Pte Ltd, The Woodleigh Mall Pte Ltd and Memphis 1 Pte Ltd. She is also an independent director of MSI Global Private Limited, a wholly-owned subsidiary of the Land Transport Authority and a director of SPH subsidiaries such as SGCarmart Pte Ltd and SPH Radio Pte Ltd.

Janice holds a Bachelor of Law (Honours) degree from the National University of Singapore and is qualified as an advocate and solicitor of the Supreme Court of Singapore.



## SENIOR MANAGEMENT



### WARREN FERNANDEZ

Editor-in-Chief,  
English / Malay / Tamil Media Group  
and Editor, The Straits Times

Warren Fernandez is Editor-in-Chief of English/Malay/Tamil Media in Singapore Press Holdings. He is also Editor of The Straits Times, Singapore's biggest selling English daily newspaper. He joined the paper in 1990 as a political reporter and rose to become News Editor. He later also served as Foreign Editor and Deputy Editor. He left to join Royal Dutch Shell in 2008 as a Global Manager for its Future Energy project, before returning to the paper in February 2012 as its editor.

He graduated with First Class Honours from Oxford University, where he read Philosophy, Politics and Economics, and also has a Masters in Public Administration from Harvard University's John F. Kennedy School of Government. Both degrees were obtained on Singapore Press Holdings scholarships.

He is a board member of SPH (Overseas) Ltd, The Straits Times Press (1975) Limited, Asia News Network (ANN), Singapore Symphony Group (SSO), National Arts Council and Chairman of The Straits Times School Pocket Money Fund.

He is also the President of World Editors Forum (WEF), the leading network for print and digital editors of newspapers and news organisations, within the World Association of Newspapers and News Publishers (WAN-IFRA).



### LEE HUAY LENG

Head  
Chinese Media Group

Huay Leng was appointed Head of the Chinese Media Group of SPH on 1 December 2016. The Chinese Media Group includes Lianhe Zaobao, Lianhe Wanbao, Shin Min Daily News, Student Publications, the digital platforms zaobao.sg, zaobao.com, ThinkChina.sg and radio stations UFM100.3 and 96.3 Hao FM.

Huay Leng started her journalistic career in Lianhe Zaobao in 1994 upon graduation. She was with the paper for 20 years in different roles as sports reporter, political reporter, Hong Kong Correspondent, Beijing Bureau Chief, China Editor, News Editor and Deputy Editor. In January 2014, she took the helm of Lianhe Wanbao and was appointed concurrently as Senior Vice-President (New Growth) of Lianhe Zaobao in November 2015.

For public service, Huay Leng currently serves as a member of the Public Transport Council and Founders' Memorial Committee. She is a board director at the National Kidney Foundation and Governor at the Singapore International Foundation.

She graduated from the National University of Singapore in 1994 with an honours degree in Chinese Studies, and a Masters of Arts degree in Southeast Asian Studies from the School of Oriental and African Studies, University of London. She was a visiting scholar at the University of California, Berkeley and the John F. Kennedy School of Government at Harvard University.



### GOH SIN TECK

Editor  
Lianhe Zaobao & Lianhe Wanbao

Sin Teck joined Lianhe Zaobao, Singapore Press Holding's Chinese flagship paper, in 1987 upon graduating from the National University of Singapore with a Bachelor of Arts in Sociology. He started as a crime reporter before assuming his current role as the Editor of Lianhe Zaobao & Lianhe Wanbao.

Sin Teck has served in various committees including HDB, URA Board, Public Transport Council, Primary Education Review and Implementation Committee, Singapore 21 Subcommittee on Foreign Talent, Charity Council, National Integration Council, Political Films Consultative Committee, Committee to Promote Chinese Language Learning, and many more.

At present, he is a member of NTU's Board of Trustees, and National Translation Committee.



### LIM SWEE YEOW

Senior Vice-President  
Production

Swee Yeow has been with SPH for 21 years. He joined Production in January 2000 as Production Manager. Throughout his career with SPH, he helmed various sections in operations, engineering, materials and newsprint purchases. He was appointed Division Head in September 2011

The Production Division of SPH prints all the physical newspaper titles under SPH, and three foreign publications with a total of 164 million copies printed last year. Swee Yeow also oversees the printing of commercial products in SPH by the digital press.

Swee Yeow graduated with a Bachelor of Science in Industrial and Manufacturing Engineering from Oregon State University, USA. He also holds a Higher National Diploma in Printing and Publishing Production from London College of Printing, UK.

### **GAURAV SACHDEVA** Chief Product Officer

Gaurav joined SPH as Chief Product Officer in May 2018 heading the Digital Media Products Division. He also oversees the Information Resource Centre.

As Chief Product Officer, Gaurav is driving the vision, strategy, design, development and monetization of SPH's digital media content and products. He sits on the board of Straits Digital Innovation Ltd, a subsidiary of SPH based in Chong Qing, China. Gaurav is also an advisor on International News Media Association's (INMA) Product Initiative, which aims to surface best practices for product thinkers in news media, and what news organisations can do to create and deliver audience centric products.

Prior to joining SPH, Gaurav was the Head of Products for Growth team at Grab. Before that, he was Product Leader at Autodesk & Adobe driving their respective products portfolios, whilst defining the next generation strategy and steering core thinking for these products through business model transformation. He has 19 years of experience in technology, business strategy and product management.

Gaurav has a MBA from Indian School of Business (India), and a background in computer science and engineering from Cambridge University (UK) and Delhi College of Engineering (India). Outside of work, he dwells in photography and music, and is the lead singer of two Indian rock bands, which he co-founded.

### **EUGENE WEE** Chief Customer Officer and Head, SPH Magazines

Eugene joined SPH in 1999 as a journalist in The New Paper. He rose to the position of Editor of the paper in 2016, overseeing its transition from a paid tabloid to a freesheet targeted at PMETs.

He then moved to The Straits Times as its Sunday Editor in 2019, before taking on the role of Head, Media Strategy soon after. He was appointed CEO of SPH Magazines Pte Ltd in 2020, and now acts as Head, SPH Magazines, after the integration of the subsidiary's operation into SPHL.

In 2021, he was concurrently appointed Chief Customer Officer, responsible for customer acquisition, retention and overall customer experience. He also sits on the board of directors at Singapore Media Exchange.

Eugene graduated with First Class Honours in Communication Studies from the Nanyang Technological University in 1999. He also earned an Executive Masters of Business Administration from INSEAD (with Distinction) in 2015. Both degrees were obtained on Singapore Press Holdings scholarships.

He serves on various communication school advisory committees at Ngee Ann Polytechnic, Nanyang Polytechnic and Wee Kim Wee School of Communication and

Information. He also serves in the Advisory Council on Community Relations in Defence (ACCORD) and was awarded a Commendation Medal (Military) at the 2021 National Day Awards for his service as an NSman, where he holds the rank of Lieutenant Colonel.

### **JOSEPH SEWI CHUAN EN** Head Internal Audit

Joseph heads the Internal Audit Division of SPH. He reports functionally to the Audit Committee and administratively to the Chief Executive Officer. He is responsible for managing the group internal audit activities and ensuring continued alignment with the International Standards for the Professional Practice of Internal Auditing ("ISPPA") set by The Institute of Internal Auditors. He does so by partnering the organisation towards excellence in their internal controls through regular engagements with the business units to understand their concerns and provide practical, value-added recommendations.

A Chartered Accountant by training, Joseph is a member of the Chartered Accountants Australia and New Zealand ("CA ANZ") and Institute of Singapore Chartered Accountants ("ISCA"). Joseph has 22 years of experience in both external and internal auditing. His career stints with major public accounting firms (KPMG and Ernst & Young) as well as with multinational conglomerates in the areas of manufacturing, information technology, energy, and aerospace have provided him with the opportunities and experience gained working on various challenging assignments across Asia, Australasia, Europe and Americas.

Joseph holds a Bachelor of Commerce in Accounting and Business Law from Curtin University, Perth, Australia.



# DAILY AVERAGE NEWSPAPERS CIRCULATION

AUGUST 2021

DAILY AVERAGE NEWSPAPERS CIRCULATION <sup>1</sup>	AUG 2021	AUG 2020
<b>The Straits Times / The Sunday Times</b>	<b>460,800</b>	<b>458,200</b>
Print	145,700	160,400
Digital	315,100	297,800
<b>The Business Times</b>	<b>40,200</b>	<b>39,500</b>
Print	14,200	18,000
Digital	26,000	21,500
<b>Berita Harian / Berita Minggu</b>	<b>28,500</b>	<b>26,700</b>
Print	21,200	22,400
Digital	7,300	4,300
<b>Tamil Murasu / Tamil Murasu Sunday</b>	<b>7,800</b>	<b>7,700</b>
Print	5,900	6,500
Digital	1,900	1,200
<b>Lianhe Zaobao</b>	<b>136,900</b>	<b>144,000</b>
Print	85,200	99,500
Digital	51,700	44,500
<b>Lianhe Wanbao</b>	<b>63,400</b>	<b>64,100</b>
Print	35,700	39,600
Digital	27,700	24,500
<b>Shin Min Daily News</b>	<b>90,400</b>	<b>83,700</b>
Print	62,700	59,500
Digital	27,700	24,200
<b>zbComma<sup>2</sup></b>	<b>102,000</b>	<b>104,900</b>
Print	51,900	53,500
Digital	50,100	51,400
<b>Thumbs Up<sup>2</sup></b>	<b>25,400</b>	<b>31,300</b>
Print	13,000	16,100
Digital	12,400	15,200
<b>Thumbs Up Junior<sup>2</sup></b>	<b>14,300</b>	<b>18,200</b>
Print	7,400	9,200
Digital	6,900	9,000
<b>Thumbs Up Little Junior<sup>2</sup></b>	<b>30,300</b>	<b>39,300</b>
Print	30,300	39,300
<b>Cilik Cerdik (BH Smart Kids)<sup>2</sup></b>	<b>6,600</b>	<b>7,000</b>
Print	6,600	7,000

**Notes:**

1 Total print and digital circulation numbers reported are in accordance with the rules set by Audit Bureau of Media Consumption Singapore (ABC) in 2016.

2 Figures are reported on per issue basis.

# FINANCIAL REVIEW

## GROUP SIMPLIFIED FINANCIAL POSITION

	2021 S\$'000	2020 S\$'000	2019 S\$'000	2018** S\$'000	2017 S\$'000
<b>Assets</b>					
Property, plant and equipment	89,667	225,626	188,023	190,649	235,042
Investment properties	6,519,263	6,420,294	5,014,896	4,155,122	4,034,771
Investments <sup>#</sup>	1,033,043	796,552	784,537	710,613	972,586
Intangible assets	118,908	131,754	141,197	176,028	204,443
Cash and cash equivalents	743,988	864,693	554,435	359,498	312,647
Trade and other receivables	308,114	390,545	398,745	539,424	323,356
Inventories	1,634	20,063	23,472	22,636	21,892
Other assets <sup>^</sup>	99,608	200	2,085	239	1,673
<b>Total</b>	<b>8,914,225</b>	<b>8,849,727</b>	<b>7,107,390</b>	<b>6,154,209</b>	<b>6,106,410</b>
<b>Shareholders' interests</b>	<b>3,629,031</b>	<b>3,313,520</b>	<b>3,488,456</b>	<b>3,430,279</b>	<b>3,488,398</b>
<b>Perpetual securities</b>	<b>452,493</b>	<b>452,493</b>	<b>150,512</b>	<b>-</b>	<b>-</b>
<b>Non-controlling interests</b>	<b>1,196,071</b>	<b>1,185,933</b>	<b>1,068,180</b>	<b>761,152</b>	<b>734,926</b>
<b>Liabilities</b>					
Borrowings					
Non-current	2,421,045	2,191,173	1,646,008	1,312,507	528,044
Current	686,758	1,286,045	411,001	294,853	971,695
Trade and other payables					
Non-current	61,580	55,736	40,475	39,362	37,556
Current	276,787	285,540	228,328	230,527	241,352
Taxation					
Deferred	62,696	42,052	34,431	33,093	49,190
Current	23,551	22,622	36,099	47,682	46,591
Other liabilities <sup>^^</sup>	104,213	14,613	3,900	4,754	8,658
<b>Total</b>	<b>8,914,225</b>	<b>8,849,727</b>	<b>7,107,390</b>	<b>6,154,209</b>	<b>6,106,410</b>

## SEGMENTAL OPERATING REVENUE AND PROFIT BEFORE TAXATION

	2021* S\$'000	2020* S\$'000	2019 S\$'000	2018** S\$'000	2017 S\$'000
<b>Operating revenue</b>					
Media	-	-	576,881	655,782	725,427
Property	-	-	296,512	242,417	244,159
Retail & Commercial	306,501	267,762	-	-	-
PBSA	77,970	58,430	-	-	-
Others	65,455	94,325	85,862	84,356	62,929
<b>Total</b>	<b>449,926</b>	<b>420,517</b>	<b>959,255</b>	<b>982,555</b>	<b>1,032,515</b>
<b>Profit before Taxation</b>					
Media	-	-	54,667	98,673	26,607
Property	-	-	262,998	189,247	220,357
Retail & Commercial	206,933	(56,248)	-	-	-
PBSA	71,758	(23,998)	-	-	-
Others	46,324	6,949	(19,383)	80,977	184,528
<b>Total</b>	<b>325,015</b>	<b>(73,297)</b>	<b>298,282</b>	<b>368,897</b>	<b>431,492</b>

# Comprised interests in associates and joint ventures, and investments.

<sup>^</sup> Included assets held for sale.

<sup>^^</sup> Included provision for loss from discontinued operation and liabilities associated with assets held for sale.

\* Results of the Media segment were classified under discontinued operation in 2021. The change was applied retrospectively to the 2020 financial figures.

\*\* The Group's financial statements have been prepared in accordance with Singapore Financial Reporting Standards (International) with effect from 2019. The change was applied retrospectively to the 2018 financial figures. Financial figures for 2017 were prepared in accordance with Singapore Financial Reporting standards.

# VALUE ADDED STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

	2021 S\$'000	2020 S\$'000
Sale of goods and services	825,699	865,662
Purchase of materials and services	(214,573)	(275,356)
<b>Value added from operations</b>	<b>611,126</b>	<b>590,306</b>
<b>Non-production income and expenses:</b>		
Net income from investments	35,592	17,382
Share of results of associates and joint ventures	7,372	3,418
Gain on divestment of a property	-	25,712
Impairment of an associate	(3,304)	(10,008)
Allowance on trade receivables	(1,837)	(9,844)
Write-back of allowance/(Allowance) on cash and cash equivalents	1,956	(1,956)
Bad debts recovery	306	19
(Loss)/Profit on disposal of property, plant and equipment	(21)	507
Impairment of property, plant and equipment	(2,050)	(4,458)
Impairment of goodwill and intangibles	(327)	(17,451)
Gain/(Loss) on divestment of interests in subsidiaries	12,762	(98)
(Loss)/Gain on divestment of interests in associates/joint venture	(5)	477
Impairment and provision for loss from discontinued operation	(115,290)	-
Net foreign exchange differences from operations	2,214	1,937
<b>Total value added</b>	<b>548,494</b>	<b>595,943</b>
<b>Distribution:</b>		
Employees' wages, provident fund contributions and other benefits	296,178	305,881
Corporate and other taxes	75,657	54,924
Finance costs	58,995	65,065
Donation and sponsorship	406	752
Directors' fees	1,647	1,442
Net dividends to shareholders	64,306	128,842
Distributions to perpetual securities holders	31,049	28,673
<b>Total distributed</b>	<b>528,238</b>	<b>585,579</b>
<b>Retained in the business:</b>		
Fair value change on investment properties	(66,585)	232,013
Depreciation and amortisation	32,526	48,368
Non-controlling interests	52,580	(32,997)
Retained earnings	1,735	(237,020)
	<b>548,494</b>	<b>595,943</b>
<b>Productivity ratios:</b>		
	S\$	S\$
<b>Value added</b>		
Per employee	167,570	145,611
Per \$ employment costs	2.06	1.93
Per \$ operating revenue	0.74	0.68



## CORPORATE INFORMATION



### EXECUTIVE COMMITTEE

Lee Boon Yang **Chairman**  
Bahren Shaari  
Ng Yat Chung  
Quek See Tiat  
Tracey Woon  
Yeoh Oon Jin



### AUDIT COMMITTEE

Quek See Tiat **Chairman**  
Janet Ang Guat Har  
Andrew Lim Ming-Hui  
Tan Chin Hwee  
Yeoh Oon Jin



### BOARD RISK COMMITTEE

Andrew Lim Ming-Hui **Chairman**  
Lim Ming Yan  
Ng Yat Chung  
Tan Yen Yen  
Tracey Woon



### NOMINATING COMMITTEE

Bahren Shaari **Chairman**  
Janet Ang Guat Har  
Lee Boon Yang  
Andrew Lim Ming-Hui



### REMUNERATION COMMITTEE

Lee Boon Yang **Chairman**  
Lim Ming Yan  
Tan Chin Hwee  
Tan Yen Yen



### AUDITORS

KPMG LLP  
16 Raffles Quay #22-00  
Hong Leong Building  
Singapore 048581  
Audit Partner: Ang Fung Fung  
(Appointed in FY2018)



### 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@sphl.com.sg  
Co.Reg.No. 198402868E



### SHARE REGISTRATION OFFICE

Tricor Barbinder Share  
Registration Services  
(A division of Tricor Singapore Pte Ltd)  
80 Robinson Road, #02-00  
Singapore 068898  
Tel : (65) 6236 3333



# INVESTOR RELATIONS

## INVESTOR RELATIONS CALENDAR

### 1st Quarter 2021 (September – November 20)

- FY2020 Financial Results Announcement, Media Conference, Analysts' Briefing and Annual General Meeting
- 27th Annual CITIC CLSA Investors' Forum
- CGS-CIMB Investor Non-Deal Roadshow
- SIAS Dialogue Session
- Conference calls with local and overseas institutional investors

### 2nd Quarter 2021 (December 20 – February 21)

- Payment of FY2020 Final Dividends
- Announcement of 1Q FY2021 Corporate Presentation
- Conference calls, meetings with analysts and investors

### 3rd Quarter 2021 (March – May 21)

- Announcement of 1H FY2021 Financial Results
- Announcement of Proposed Media Restructuring
- Media & Analysts' Briefing
- SGX + GS Virtual Corporate Access Day
- CGS-CIMB Investor Non-Deal Roadshow
- Conference calls with local and overseas institutional investors

### 4th Quarter 2021 (June – August 21)

- Announcement of 3Q FY2021 Corporate Presentation
- Announcement of Proposed Privatisation of SPH by Keppel Corporation Limited
- Media & Analysts' Briefing
- CGS-CIMB Investor Non-Deal Roadshows
- Phillip Securities Retail Webinars
- UOBKH Retail Webinars
- Lim & Tan Retail Webinar
- Bondholder engagements
- SIAS Dialogue Session
- Conference calls, meetings with analysts and investors

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## FINANCIAL CALENDAR

### 2021

<b>10 September</b>	Extraordinary General Meeting (EGM) to vote on Proposed Media Restructuring
<b>5 October</b>	Announcement of FY2021 Results
<b>23 November</b>	Record Date for Dividend Entitlement
<b>30 November</b>	Proposed Payment of 2021 Final Dividends

### 2022\*

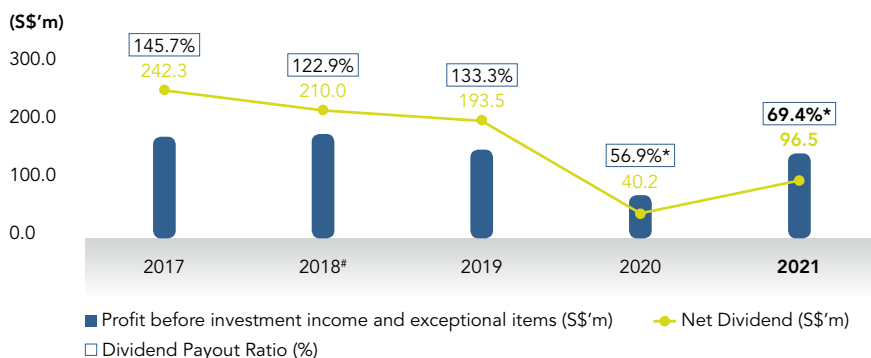
<b>7 April</b>	Announcement of 1H FY2022 Results
<b>12 October</b>	Announcement of FY2022 Results

\* The dates are indicative and subject to change, which is dependent on the outcome of the EGM/Scheme Meeting in November 2021. Please refer to SPH website <https://sphl.com.sg> for the latest updates.

- Investor conferences and events attended

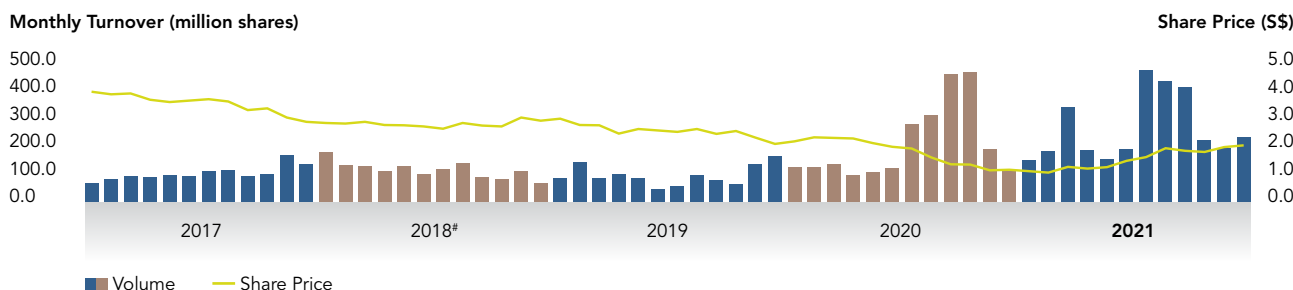
# INVESTOR REFERENCE

## Operating Profit Less NCI<sup>®</sup> and Dividend Payout Ratio<sup>+</sup>

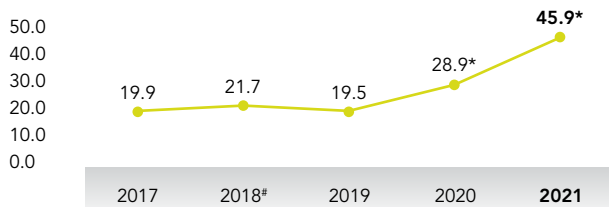


© Non-controlling interests of property segment.  
 + Computed based on Group operating profit net of non-controlling interests of property segment.  
 # With effect from this financial year, the Group's financial statements were prepared in accordance with Singapore Financial Reporting Standards (International). The change was applied retrospectively to the 2018 financial figures.  
 Financial figures for 2015 to 2017 were prepared in accordance with Singapore Financial Reporting Standards.

## Share Price and Volume

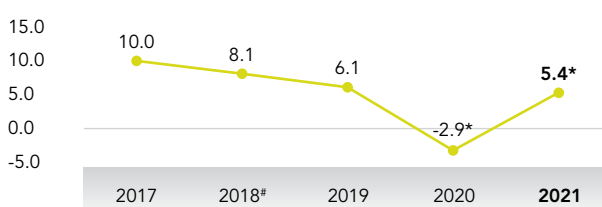


## Operating Margin (%)



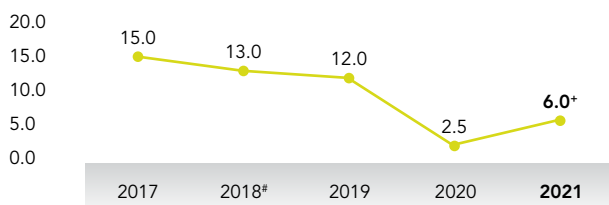
\* Computed based on Continuing Operations comprising businesses of Retail & Commercial, Purpose-Built Student Accommodation (PBSA) and Others; restated for FY2020

## Return on Shareholders' Funds (%)



\* Computed based on Continuing Operations comprising businesses of Retail & Commercial, Purpose-Built Student Accommodation (PBSA) and Others; restated for FY2020

## Dividend per Share (cents)



+ Included interim dividend of 3 cents per share, and proposed final dividend of 3 cents per share. The proposed dividend is subject to approval by shareholders at the Annual General Meeting on 18 November 2021.

	2017 S\$'000	2018 S\$'000	2019 S\$'000	2020 S\$'000	2021 S\$'000
Highest closing price	3.87	2.92	2.88	2.34	1.98
Lowest closing Price	2.76	2.44	1.93	1.05	0.99
August 31 closing price	2.76	2.80	1.99	1.09	1.94
Price/Earnings Ratio based on August 31 closing price	12.55	16.47	15.31	N/A	16.17

# SUSTAINABILITY REPORT

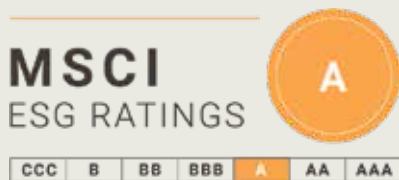


**ONE-MINUTE READ**

**AT SPH, WE CONTINUALLY WORK TOWARDS PUTTING SUSTAINABILITY AT THE CORE OF OUR STRATEGY.**

As the pandemic continues to affect the world and individuals start to adapt to the changing dynamics and conditions, there is a greater emphasis on the need for business resilience to navigate and brave through this conundrum and potential storms in the future. Sustainability has been ingrained in our strategy from the start and is a key factor in our ability to emerge stronger from this crisis. Our four business segments are supported by five sustainability pillars embodying environmental, social and governance factors. We remain committed towards our sustainability agenda and contribution to the global sustainable development.

In 2021, Singapore Press Holdings Limited received a rating of A (on a scale of AAA-CCC) in the MSCI ESG Ratings assessment.



Note: The use by SPH of any MSCI ESG research LLC or its affiliates ("MSCI") data, and the use of MSCI logos, trademarks, service marks or index names herein, do not constitute a sponsorship, endorsement, recommendation, or promotion of SPH by MSCI. MSCI services and data are the property of MSCI or its information providers, and are provided 'as-is' and without warranty. MSCI names and logos are trademarks or service marks of MSCI.

## FORGING AHEAD TOWARDS OUR SUSTAINABILITY GOALS



BUILD ETHICAL AND TRANSPARENT BUSINESSES



DEVELOP FUTURE-FIT SKILLS AND KNOWLEDGE FOR OUR STAKEHOLDERS



PROMOTE WORKPLACE WELLNESS AND ENSURE SAFETY OF OUR STAFF AND CUSTOMERS



ADOPT ENVIRONMENT-FRIENDLY PRACTICES



CARE FOR OUR COMMUNITY

**CONTRIBUTION TOWARDS  
GLOBAL SUSTAINABLE  
DEVELOPMENT**



**UPHOLDING OUR RESPONSIBILITY AS A  
CREDIBLE AND TRUSTED NEWS SOURCE**

- Provide credible, reliable and insightful content
- Debunk fake news, especially during Covid-19 pandemic
- Promote and instil ethical business conduct
- Enhance data protection systems and management of personal data

**0** cases of corruption  
**0** legal suits resulting in significant damages  
**6** awards at the Digital Media Awards Asia 2021



**PROGRESSING TOWARDS INNOVATION  
AND DIGITAL TRANSFORMATION**

- Develop and upskill digital capability and future-proof skills across the newsroom
- Collaborate and develop innovative solutions with partners
- Promote customer centricity and data-informed decision making

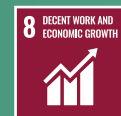
**0** reported discrimination cases  
**25,812** hours of training  
**101** new training programmes on digital literacy



**PROVIDING SAFE AND VIBRANT SPACES  
TO LIVE, WORK AND PLAY**

- Safeguard the well-being and safety of employees, workers, shoppers, students and residents
- Increase awareness on mental health through provision of dedicated helpline
- Engage with employees through virtual platforms

**0** significant non-compliance to health and safety laws and regulations  
**85%** SPH employees vaccinated  
**>1,170** employees participated in virtual engagement programmes



**GROWING OUR BUSINESS THROUGH  
ENVIRONMENTAL STEWARDSHIP**

- Educate and raise awareness on sustainable development, and promote biodiversity conservation
- Embrace environmentally-friendly habits
- Contribute towards Singapore's Green Plan 2030

**100%** sustainably sourced paper pulp  
**18%** energy reduction at Print Centre from FY2017 baseline  
**27%** water saved at Print Centre from FY2017 baseline



**SUPPORTING OUR COMMUNITIES  
THROUGH THE POWER OF MEDIA**

- Provide subsidies and raise funds for charitable causes
- Support local businesses and the community through Covid-19 pandemic
- Promote the arts, culture, sports, nature and support conservation

**About \$1.2m** in sponsorships and donations to various social and charitable causes by SPH and SPH Foundation  
**114** programmes supported and organised under our CSR pillars  
**3** Community Chest Awards





# SUSTAINABILITY REPORT



**FIVE-MINUTE READ**

WE RECOGNISE THE IMPORTANT ROLE WE PLAY IN PROMOTING CONVERSATIONS AROUND SUSTAINABLE DEVELOPMENT.

The 2030 Agenda for Sustainable Development sets out a roadmap to transform our world towards peace and prosperity for people and the planet. At its heart are 17 SDGs (Sustainable Development Goals) – an urgent call for action by all countries in a global partnership towards sustainable development.

## OUR PRIORITY SDGS


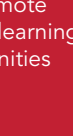
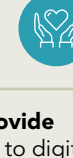
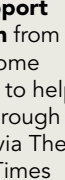





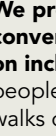
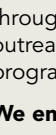

While we support all 17 SDGs, we have identified five SDGs where we can contribute to most, and which we have the greatest impact on. These SDGs are also directly supported through the aims of our five Sustainability Pillars.

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## COVID-19 OUTBREAK

As the pandemic continues to evolve, we remain committed to our sustainability agenda and have implemented measures within our five Sustainability Pillars to help us emerge stronger from this global crisis. The pandemic has not hindered our perception of the importance of sustainability. Rather, it has further affirmed our belief in sustainable development.

	<b>4</b> QUALITY EDUCATION 	<b>8</b> DECENT WORK AND ECONOMIC GROWTH 	<b>10</b> REDUCED INEQUALITIES 	<b>12</b> RESPONSIBLE CONSUMPTION AND PRODUCTION 	<b>16</b> PEACE, JUSTICE AND STRONG INSTITUTIONS 
	Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all	Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all	Reduce inequality within and among countries	Ensure sustainable consumption and production patterns	Promote peaceful and inclusive societies for sustainable development, provide access to justice for all and build effective, accountable and inclusive institutions at all levels
<b>SPH'S SUSTAINABILITY PILLARS</b>	 		 		
<b>HOW WE CAN CONTRIBUTE</b>	<ul style="list-style-type: none"> <li>• <b>We provide access</b> to digital platforms that enable quality education and knowledge</li> <li>• <b>We support children</b> from low-income families to help them through school via The Straits Times School Pocket Money Fund (STSPMF)</li> <li>• <b>We develop our employees</b> with skills required for the future</li> </ul>	<ul style="list-style-type: none"> <li>• <b>We strive for sustainable economic growth</b> in a manner that reduces negative impacts on society and environment</li> <li>• <b>We provide decent work</b> that fosters creativity and innovation</li> <li>• <b>We protect our employees</b> with a safe and secure working environment</li> </ul>	<ul style="list-style-type: none"> <li>• <b>We promote conversations on inclusion</b> of people from all walks of life</li> <li>• <b>We support underprivileged communities</b> through our outreach programmes</li> <li>• <b>We empower our employees</b> with equal opportunities based on meritocracy</li> </ul>	<ul style="list-style-type: none"> <li>• <b>We promote awareness</b> on sustainable development among the general public through the power of media</li> <li>• <b>We strive for sustainable use of resources</b> through resource efficiency</li> <li>• <b>We strive for circularity</b> through sustainable waste management</li> </ul>	<ul style="list-style-type: none"> <li>• <b>We act as a check</b> against fake news</li> <li>• <b>We work with partners</b> that are environmentally and socially responsible</li> <li>• <b>We have zero tolerance</b> towards corruption and all its forms</li> </ul>

# SUSTAINABILITY REPORT

## OUR KEY INITIATIVES

PILLAR	KEY INITIATIVES
 <p><b>BUILD ETHICAL &amp; TRANSPARENT BUSINESSES</b></p>	<p><b>Provide credible, reliable and insightful content – debunk fake news, especially during the Covid-19 pandemic</b></p> <ul style="list-style-type: none"> <li>• Cross-checking, drawing linkages, tracking information and communication among team members to keep up to speed with latest developments</li> <li>• Coverage on Covid-19 and vaccinations on our multi-lingual platforms: The Straits Times (ST), The Business Times, Lianhe Zaobao, Berita Harian (BH), Tamil Murasu (TM)</li> <li>• askST platform to provide advice on Covid-19 guidelines to the public</li> </ul> <p><b>Promote and instil ethical business conduct</b></p> <ul style="list-style-type: none"> <li>• Suite of policies and procedures guiding employees on ethical and responsible business conduct</li> <li>• Group-wide Supplier Code of Conduct conveying expectations of SPH’s values and ethical standards to suppliers and business partners</li> <li>• Educating internal stakeholders on procurement processes and mandatory supplier declaration form to manage suppliers’ performance</li> </ul> <p><b>Enhance data protection systems and management of personal data</b></p> <ul style="list-style-type: none"> <li>• Data Protection Officer appointed for SPH and subsidiaries to maintain oversight on the management of personal data by SPH Group</li> <li>• Group-wide Data Protection policies to ensure the protection of personal data</li> <li>• Trainings and briefings for employees on data protection and privacy annually</li> </ul>
 <p><b>DEVELOP FUTURE-FIT SKILLS AND KNOWLEDGE FOR OUR STAKEHOLDERS</b></p>	<p><b>Develop and upskill digital capability and future-proof skills across the newsroom</b></p> <ul style="list-style-type: none"> <li>• Digital skills upgrading courses for the newsroom and Media Solutions Division</li> <li>• Training courses offered to mature employees who are 50 years old and above</li> </ul> <p><b>Collaborate and develop innovative solutions with partners</b></p> <ul style="list-style-type: none"> <li>• Partnership with market research company GfK to conduct a biannual study on media consumption</li> <li>• Three-year partnership with News Corp Australia (NCA) to bring digital marketing service for SMEs in Singapore</li> <li>• Chinese Media Group (CMG) signed an MOU with Huawei to promote digitalisation among the silver generation and SMEs and increase visibility among its audience in China</li> </ul> <p><b>Promote customer centricity and data-informed decision making</b></p> <ul style="list-style-type: none"> <li>• Training courses on digital transformation, customer centricity and data-informed decision-making offered to employees</li> <li>• Digital skills upgrading for newsroom and Media Solutions Division covering wide-ranging topics on editorial and data analytics, mobile journalism, social media strategy, content strategy for branding and business needs analysis</li> <li>• Organised training on digital products and platforms with inclusion of new employees from SPH Magazines</li> </ul>

**PILLAR**

**KEY INITIATIVES**



**PROMOTE  
WORKPLACE  
WELLNESS &  
ENSURE SAFETY  
OF OUR STAFF  
AND CUSTOMERS**

**Safeguard general well-being and safety of employees, workers, shoppers, students and residents**

- TraceTogether app or token used to check-in across SPH's premises in Singapore
- Implemented precautionary measures introduced by the government during Phase 2 (Heightened Alert)
- Dedicated section on all Covid-19 related policies and initiatives across our Purpose-Built Student Accommodation (PBSA) websites
- Provided temporary living quarters to house Production employees from neighbouring countries

**Increase awareness on mental health through provision of dedicated helpline**

- Increase awareness of mental health issues at the workplace through trainings
- Introduced a mental wellness site to help employees manage mental wellbeing and increase personal resilience with direct access to resources and helpline

**Engage with employees through virtual platforms**

- SPH Family Day 2020 @ Straits Times Virtual Run 2020
- Virtual engagement activities organised by SPH Club Zest, SPH Tribe Challenge 2021 – Heart & Sole Charity Fundraiser
- Encourage online staff interaction through ZIG-ZAG Community (Interest Groups) via Google Currents



**ADOPT  
ENVIRONMENT-  
FRIENDLY  
PRACTICES**

**Educate and raise awareness on sustainable development, and promote biodiversity conservation**

- Providing latest news and curated content on climate change and sustainability via an ST dedicated microsite
- 16-page supplement on "Electrifying Drive" Electric Vehicles (EV) featuring EVs from various automotive brands and editorial write-ups on EV trends and concerns  
First featured on ST, the content was repurposed into eight articles on Zaobao.sg to reach Chinese audiences and on digital platforms
- News and video coverage on Zaobao.sg covering topics such as environmental protection and the local green community, mangrove ecology in Singapore

**Embrace environment-friendly practices**

- Achieved 18% energy reduction at Print Centre from FY2017 baseline; 27% reduction in water consumption at Print Centre from FY2017 baseline. Various green initiatives rolled out across SPH Group
- Held an upcycling contest in conjunction with Earth Day to encourage staff to repurpose unwanted materials into useful items.
- Zaobao.sg covered Minister in the Prime Minister's Office Indranee Rajah's exploration of Singapore on foot on the Round Island Route to build a habit of exercising while discovering Green Singapore

**Contribute towards Singapore's Green Plan**

- Mapped SPH's existing initiatives under two of the five pillars of the Green Plan 2030 namely:
- (1) Sustainable Living: Donation and sales of pre-loved items at SPH Flea Market in partnership with The Salvation Army
- (2) Energy Reset: Inaugural Energy Efficiency Opportunities Assessment (EEOA) underway to identify opportunities to improve energy efficiency



# SUSTAINABILITY REPORT

## PILLAR

## KEY INITIATIVES



### CARE FOR OUR COMMUNITY

#### Provide subsidies and raise funds for charitable causes

- About \$1.2m in sponsorships and donations to various social and charitable causes by SPH and SPH Foundation.
- STSPMF raised nearly \$14m in assistance in 2020, helping more than 10,000 students through pocket money and special payouts
- Raised \$10,140 in annual SPH-Boys Brigade Share-A-Gift Campaign to distribute food hampers to families, children and elderly affected by Covid-19
- Donated fortune bags with essential items to 120 elderly residents under SPH Cares with Bags of Love – an annual effort by Staff Volunteers Club

#### Support the community through Covid-19 pandemic

- Children for Children (CFC) treated 1,000 children from 50 primary schools with a pair of tickets each to Universal Studios Singapore for Children's Day
- Working with the Lion Befrienders, The Clementi Mall raised over \$1,900 in donations which was used to purchase 100 bags of essential items, and distributed to needy seniors
- SPH and SPH Foundation were presented with three Community Chest Awards: The Enabler Award, the Charity Platinum Award and the Community Spirit Gold Award in recognition of our outstanding contributions to the community

#### Promote the arts, culture, sports, nature and support conservation

- Promote local arts and cultural activities through the SPH Foundation Arts Fund and SPH Gift of Music
- Set aside funds to support the National Inclusive Swimming Championships and the National Primary Schools Tchoukball Championships
- SPH Foundation partnered Terra SG on a nationwide project to educate and engage the public on key sustainability issues and the effects of climate change through a series of six exhibitions covering themes such as waste and food security
- Launched Little Eco Prints programme under the same project above which enabled more than 1,000 preschoolers to learn the importance of environmental conservation through storytelling, fun activities and workshops
- Collected over 480 kg of donated items at the annual SPH Flea Market which also helped to raise \$2,040.78 through the sales of pre-loved items, with the proceeds helping the beneficiaries under The Salvation Army

## OUR APPROACH TO SUSTAINABILITY

WE ALIGN OUR FOCUS WHERE IT SHOULD BE, WITHOUT LOSING SIGHT OF THE BIGGER PICTURE.



### OUR SUSTAINABILITY PILLARS

At SPH, five mutually reinforcing pillars underpin our vision for sustainability. Our goals are to:

 <b>BUILD</b> ETHICAL AND TRANSPARENT BUSINESSES	 <b>DEVELOP</b> FUTURE-FIT SKILLS AND KNOWLEDGE FOR OUR STAKEHOLDERS	 <b>PROMOTE</b> WORKPLACE WELLNESS AND ENSURE SAFETY OF OUR STAFF AND CUSTOMERS	 <b>ADOPT</b> ENVIRONMENT- FRIENDLY PRACTICES	 <b>CARE</b> FOR OUR COMMUNITY
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### OUR SUSTAINABILITY TARGETS

Our five Sustainability Pillars guide the development of our targets across our material factors. These targets have been identified to be material to SPH's business and our overall strategy. The targets contribute to cost savings and allow us to build trust and confidence with our stakeholders. An overview of targets and performance highlights for FY2021 is shown in the table below.

SPH'S PILLARS/ GOALS	MATERIAL FACTORS	FY2021 TARGETS	FY2021 PERFORMANCE HIGHLIGHTS	
			STATUS	PERFORMANCE
	1 Anti-corruption	Zero confirmed incidents of corruption <sup>Perpetual</sup>	✓	No confirmed incidents of corruption
	2 Compliance with laws and regulations	Prevent any non-compliance of laws and regulations, including Personal Data Protection Act (PDPA) via PDPA Steering Committee, Data Protection Officers, and PDPA manual and standard operating procedures <sup>Perpetual</sup>	✓	No significant fines and non-monetary sanctions for non-compliance with laws and regulations
	3 Data Privacy	No target set as this is a new material topic in FY2021. However, performance will still be reported on the right.	N.A.	Five data privacy incidents of which one was received from PDPC and four were received from outside parties, which were of a similar nature
	4 Content creation	Zero legal suits resulting in significant damages for copyright infringement or defamation <sup>Perpetual</sup>  English, Malay, Tamil Media (EMTM) Group and the Chinese Media Group (CMG) to grow market reach <sup>Perpetual</sup>	✓	Zero legal suits resulting in significant damages for copyright infringement or defamation  Achieved growth in market reach for English, Malay, Tamil Media (EMTM) Group and the Chinese Media Group (CMG)
	5 Non-discrimination and equal opportunity	Zero incidents of harassment or of unlawful discrimination against employees <sup>Perpetual</sup>	✓	Zero incidents of discrimination
	6 Training and development	Provide more than 250 unique programmes yearly for employees to acquire and upgrade their skills	✓	Implemented 344 unique programmes for employees to acquire and upgrade their skills

# SUSTAINABILITY REPORT

SPH'S PILLARS/ GOALS	MATERIAL FACTORS	FY2021 TARGETS	FY2021 PERFORMANCE HIGHLIGHTS	
			STATUS	PERFORMANCE
	<b>7</b> Health and safety of our staff and customers	Maintain a Workplace Injury Rate below the national all-time industry average <sup>Perpetual</sup>	N.A. <sup>1</sup>	Accident Frequency Rate (AFR) and Workplace Injury Rate of 6.7 and 1,573.6 respectively. The large increase is due to a higher number of reportable workplace incidents in Singapore due to the change in MOM's reporting requirements. Please refer to Footnote 1.
		Zero significant non-compliance with health and safety laws and regulations <sup>Perpetual</sup>	✓	No significant non-compliance with health and safety laws and regulations
	<b>8</b> Energy and emissions	Maintain same level of total energy consumption for the media and property businesses	✓	Total energy consumption: 118,356,647 kWh Energy Intensity: 170.87 kWh/m <sup>2</sup>
	<b>9</b> Water	Maintain same level of total water consumption for the media and property businesses	✓	Total water consumption: 859,188 m <sup>3</sup> Water intensity: 1.29 m <sup>3</sup> /m <sup>2</sup>
	<b>10</b> Effluents and waste	Achieve 100% compliance with National Environment Agency (NEA) regulations regarding wastewater management <sup>Perpetual</sup>	✓	Achievement of 100% compliance with National Environment Agency (NEA) regulations regarding wastewater management  Wastewater treated at waste treatment plant and discharged to sewage: 1,803 m <sup>3</sup> Untreated wastewater collected by licensed disposal vendor: 38,000 litres Weight of recycled waste: 1,920 tonnes
<b>11</b> Materials	Obtain newsprint from suppliers with newsprint fibre from sustainable sources <sup>Perpetual</sup>	✓	100% of newsprint derived from sustainably sourced paper pulp	
	Continue to use inks that comply with internationally accepted safety standards <sup>Perpetual</sup>	✓	Inks used in Production are produced under European Registration, Evaluation, Authorisation and Restriction of Chemicals (REACH) and Australian National Industrial Chemicals Notification and Assessment Scheme (NICNAS) compliant standards	
	<b>12</b> Local communities	Support and organise more than 100 programmes under our five Corporate Social Responsibility (CSR) pillars of Charity & Community, Nature & Conservation, Education, Arts & Culture and Sports	✓	Supported and organised 114 local community engagement and development programmes

✓ Achieved

1 From 1 September 2020, injuries resulting in at least one day of medical leave or light duties will have to be reported to MOM. As such, FY2021's performance would not be comparable to the national all-time industry average nor the AFR from prior year, which was calculated based on the old definition of injuries resulting in more than three days of medical leave.

## OUR COVID-19 RESPONSE

### SUPPORTING OUR STAKEHOLDERS IN TIMES OF NEED

The table below provides a summary of SPH Group's Covid-19 response across its four business segments in areas of health and safety, stakeholder support and business continuity in FY2021. For more information, please refer to the page references.

#### FULFIL SPH'S CORE ROLE AS TRUSTED MEDIA SOURCE

##### CONTENT CREATION

Providing timely, accurate and credible news for all through the Covid-19 crisis and coming up with innovative ways to keep the community engaged and motivated through lifestyle content

##### COVERAGE ON COVID-19

- **Ongoing:** Coronavirus microsite to keep readers updated on latest Covid-19 related news
- **July – December 2020:** Webinars to discuss Covid-19
  - Join experts at ST webinar as they discuss Covid-19, six months on (Jul 18, 2020)
  - Start jobs soon or wait and see? Hear experts' views at ST webinar (Dec 14, 2020)
  - Singapore job market show signs for optimism in 2021 but some sectors will remain in the doldrums: NTUC chief (Dec 21, 2020)
- **November – December 2020:** ST Reset 2021- series of free webinars to help readers navigate big changes happening both globally and locally, covering a range of pressing issues on geopolitics, health, digitalisation, vaccines and post-pandemic job market
- **January – February 2021:** Covid-19 coverage on Lianhe Zaobao and Shin Min Daily News
  - Chinese physicians are notified that they can sign up for vaccination (Jan 15, 2021)
  - The first anniversary of the local outbreak (Jan 22, 2021)
  - Twenty-one clinics began offering vaccinations (Jan 30, 2021)
  - Through The Lenses – News photography during Covid-19 (Jan 2021)
  - Let the vaccinated health care providers tell you why you should get vaccinated in five dialects! (Feb 4, 2021)
  - The Health Promotion Authority arranged for six mobile teams to go to nursing homes to vaccinate residents (Feb 14, 2021)
  - About 10,000 migrant workers in five local dormitories have been vaccinated (Mar 13, 2021)
- **May 2021:** Covid-19 vaccination related coverage in The Straits Times
  - Not getting Covid-19 vaccine puts all at greater risk: Experts (May 21, 2021)

- **June 2021:** Panel discussion "Living with Covid-19: Singapore's New Normal"

- **July 2021:** An episode of Berita Harian's popular #NoTapis podcast discussed the issue of Covid-19 vaccination for senior citizens and Dr Elly Sabrina also debunked myths related to the vaccine.

##### CREATING CONTENT FOR COMMUNITY

- **August – December 2020:** AskST@NLB
  - Managing your money during the Covid-19 crisis (Aug 28, 2020)
  - How to stay sane in the Covid-19 economic downturn (Sep 25, 2020)
  - Coping with joblessness and reskilling (Oct 30, 2020)
  - How to make the most of your annual leave (Nov 19, 2020)
  - Home-based Food Businesses (Dec 18, 2020)
- **February 2021:** Social Media Campaigns
  - "Safe For CNY 2021" Social Media Campaign by Zaobao.sg (Feb 11, 2021)
- **August 2021:** BH and TM organised a joint forum "Forum Majulah: Regardless Of Race" with the support of The Business Times, to discuss race relations in Singapore – an issue that had been amplified during the pandemic
- **August 2021:** BH launched its Berita Harian SoSedap campaign to support halal eateries whose livelihoods have been impacted by the pandemic
- **August 2021:** Lianhe Zaobao organised the very first SME Masterclass Series focusing on digitalisation of micro-SMEs

# SUSTAINABILITY REPORT

## FULFIL SPH'S CORE ROLE AS TRUSTED MEDIA SOURCE

### BUSINESS CONTINUITY PLANNING

Maintained the business-as-usual scenario in the core media business segment, as far as possible, with the pagination of all publications remaining at their pre-Covid levels.

- The team continued the same rigour since last year, and provided updated advisory to all staff in line with Government regulations from time to time
- During the gradual re-opening, the WSH team and SMOs implemented additional checks to ensure a safe working environment for returning staff
- Worked proactively with IMDA by providing detailed reports on a weekly/monthly basis, and seeking IMDA's assistance for workplace matters related to the Covid regulations
- SPH arranged an on-site vaccination program together with the Ministry of Health to ensure frontline and essential workers such as journalists, news reporters, Security and Production staff are vaccinated first. A total of 638 staff were vaccinated between April and May 2021 at News Centre and Print Centre
- Remained on high alert by establishing a tracking mechanism to trace staff who were close contacts of Covid-19 patients, staff travelling overseas, or serving Stay-Home-Notices and Quarantine Orders

*For more information, refer to page 62*

## ENSURE RESILIENCE OF BUSINESS

### HEALTH AND SAFETY OF STAKEHOLDERS

A series of precautionary measures rolled out to safeguard health and safety of stakeholders across our four business segments.

- **Media**
  - Implemented precautionary measures introduced by the government during Phase 2 (Heightened Alert)
  - Mandatory TraceTogether check-in across SPH premises in Singapore
  - Launched a Mental Wellness Site and Wellness Wednesday campaign to provide employees with resources to manage personal wellbeing and increase personal resilience during Covid-19 outbreak
- **Properties**
  - Appointed Safe Management Officers (SMOs) attended a new course on 'Safe Management Measures – Preparing Workplace for Covid-19' as employees return back to offices
  - Deployed TraceTogether check-ins through the token or app from 17 May 2021
  - Adhered strictly to latest guidelines and advisories on precautionary measures implemented by the Government, including stepping up on safety and hygiene measures during Phase 2 (Heightened Alert)
- **Orange Valley**
  - Approximately 438 or approximately 97% of staff have been fully vaccinated
  - Introduced face-to-face visits at designed meeting rooms and multi-purpose halls with acrylic partition on tables (prior to Phase 2 (Heightened Alert))
  - Continued to arrange video and phone calls with residents and their loved ones
  - Engaged residents through virtual games and activities
- **PBSA**
  - Dedicated section on PBSA's websites on all Covid-19 related policies and initiatives
  - Daily tracking of residents who have contracted Covid-19 or have been advised to self isolate
  - Housekeeping teams adhere to strict timetable for cleaning and sign off logs kept for auditing purposes
  - Encouraged residents to disinfect rooms and communal kitchens regularly. Cleaning supplies are available at reception

*For more information, refer to pages 62-64*

### SUPPLY CHAIN MANAGEMENT

Minimising supply chain disruption during the crisis

- **Media**
  - Diversified sources of production and shipment routes
  - Adopted proactive supplier management
- **Orange Valley**
  - Established alternative sources for all critical products
  - Ensured close communication with suppliers to obtain first-hand information on supply disruption
  - Established a list of local wholesalers who carry similar products

*For more information, refer to page 82*



## SUPPORT OUR STAKEHOLDERS

### COMMUNITY SUPPORT

Providing support to the community through monetary and in-kind donations

#### ● Supporting the community

- STSPMF raised nearly \$14m in assistance in 2020, helping more than 10,000 students through pocket money and special payouts
- Donated fortune bags with essential items to 120 elderly residents under SPH Cares with Bags of Love – an annual effort by Staff Volunteers Club

#### ● Donations

- Raised \$10,140 in annual SPH-Boys Brigade Share-A-Gift Campaign to distribute food hampers to families, children and elderly affected by Covid-19
- More than \$1,900 donated by shoppers at The Clementi Mall used to purchase and pack 100 bags of essential items and distributed to needy seniors by the Lion Befrienders

*For more information, refer to pages 76-79*

### EMPLOYEE SUPPORT

Providing help and support to employees through distributing care packages and virtual events

- Distributed care packs and SPH Mall Vouchers to cleaners and gardeners in News Centre and Print Centre at Cleaners' Appreciation organised by Administration Division
- Launched a mental wellness site to provide employees with direct access to resources and helplines.
- Continued to engage employees through a series of virtual health and wellness activities such as virtual run and walks

*For more information, refer to page 58-61*

### TENANT SUPPORT

Helping our tenants tide through tough times brought about by Phase 2 (Heightened Alert)

Since Covid in early 2020, SPH REIT has provided rental relief to tenants in a targeted manner. Factors such as their decline in sales vs. pre-Covid levels and occupancy cost as well as the relief provided by the government were taken into consideration.

During Phase 2 (Heightened Alert) from July to August 2021, F&B tenants, in particular, have been more affected with dine-in restrictions. SPH REIT continues to stand by affected tenants and render assistance, in line with the guidelines introduced by the Singapore government.

### STUDENT SUPPORT

Ensuring help and support extended to UK and Germany PBSA residents during the crisis

- Ensuring help and support extended to UK PBSA residents during the crisis
- Enforcing safe-distancing measures and increased cleaning and disinfecting across all PBSA properties to ensure safety and wellness of residents

- Contactless check-in
- Providing round the clock support to residents who needed to self-isolate

*For more information, refer to page 64*







# BUILD ETHICAL AND TRANSPARENT BUSINESSES

SDG SUPPORTED



## MATERIAL FACTORS IN THIS PILLAR

 <b>DATA PRIVACY</b>	<p>Adoption of technology and data has accelerated in today's world. As information technology (IT) grows in scale and complexity, so do the risks. Personal data and privacy is one such area of concern. Awareness has greatly grown around how personal data is collected, stored, managed and disclosed. It is pertinent for SPH to ensure robust IT controls are in place as lapses could result in significant legal and reputational costs to SPH.</p>
 <b>ANTI-CORRUPTION</b>	<p>Corruption can result in significant damage to the organisation, such as loss of financial and social capital. We adopt a 'zero tolerance' approach towards corruption.</p>
 <b>COMPLIANCE WITH LAWS AND REGULATIONS</b>	<p>Non-compliance with laws and regulations may subject SPH to liabilities such as monetary penalties, reputational damage, suspension or the revocation of our licence to operate. SPH remains compliant with up-to-date laws and regulations, in particular to restrictions enforced due to Covid-19.</p>
 <b>CONTENT CREATION</b>	<p>As media content has a profound influence on how individuals think, speak and act, SPH has the responsibility to ensure that the content we produce is accurate, credible and responsible. Especially during the Covid-19 pandemic, providing credible and reliable updates on the situation is vital in ensuring order among the public.</p>

## MANAGEMENT TOOLS

- Anti-Money Laundering and Countering the Financing of Terrorism (AML/CFT) Policy
- Global Anti-Bribery and Anti-Corruption Policy
- Conflict of Interest Policy
- Whistle Blowing Policy
- Ethical Media and Journalism Policy
- Ethical Procurement Policy
- Fraud Risk Management Policy
- Intellectual Property Protection Policy
- Trade Control and Anti-Competition Policy
- Information Technology Security Policy
- Physical Security Policy
- Personal Data Protection Policy
- Corporate Gifts & Hospitality Policy

## HIGHLIGHTS

**0** cases of corruption

ST won **3** awards at the 20th Asian Media Awards

**0** legal suits resulting in significant damages

SPH emerged the biggest winner with **6** awards at the Digital Media Awards Asia 2021



# SUSTAINABILITY REPORT

## ANTI-CORRUPTION 205-3

Ethics and integrity are the bedrock of our success as one of the leading media organisations in Asia. As every employee at SPH is a reflection of us as an organisation, it is paramount that all of our employees embody our values and conduct themselves in a professional and ethical manner at all times. Strong emphasis is placed on adherence to all our organisational policies and this is communicated through onboarding programmes and periodic refresher training. This includes mandatory training on our Anti-Bribery and Anti-Corruption Policy. All staff, including new ones, have completed the eLearning for SPH Code of Ethics in FY2021.

All Board members have completed their required Code of Ethics training too. Human Resources (HR) conducts 2-hour training sessions for staff who are encouraged to register for these sessions voluntarily.

SPH's multiple whistle-blowing channels (via a hotline number, email address or online form) are accessible via our corporate website <https://sphl.com.sg> by all stakeholders. They can raise any concerns about suspected improprieties at SPH, such as matters involving fraud, corruption and misconduct through these secure platforms. Any concerns raised are channelled directly to our Internal Audit (IA) team, who reports to the Chairman of the Audit Committee (AC). Disciplinary action and follow-up measures will be taken accordingly should there be a substantiated case.

Our Corporate Gift and Hospitality Policy guides employees' decision-making regarding any perceived or actual conflict of interest associated with gifts and hospitality to uphold SPH's values and ethical standards.

Our PBSA operations located in the UK are required to comply with the UK Bribery Act 2010, and a risk assessment of our PBSA operations has been conducted under the guidance of UK consultants. In Germany, our PBSA operations are required to comply with anti-corruption, anti-bribery and anti-money laundering legislations set out under the German Criminal Code (StGB). In FY2021, SPH began taking over day-to-day operations of the assets from its third-party operators. These assets are now managed under the Student Castle and Capitol Students brands. These employees

have attended relevant training on topics such as the UK Anti-Bribery Act, compliance, data protection as well as information security, which are refreshed annually. They also sign off on the respective compliance and ethics policies as part of an annual declaration exercise.

Our Australian properties under SPH REIT, Figtree Grove Shopping Centre (Figtree Grove) and Westfield Marion Shopping Centre (Westfield Marion), are managed by third-party property managers. A similar suite of policies governing anti-corruption and compliance-related matters have also been drawn up in accordance with the national laws and regulations. These policies extend to the employees working at the two shopping malls.

In line with our duty to conduct our business responsibly, our commitment towards good governance extends across our procurement process. We work with suppliers and business partners who are aligned to SPH's values and ethical standards. All new suppliers are required to complete the declaration form prior to onboarding. Supplier's declaration will also be reviewed biennially, with the last review completed in November 2020. Internal controls are also integrated in our operations to facilitate fair, transparent and independent sourcing practices, such as compulsory block leave and annual rotation of portfolio for our procurement team. We also plan to schedule procurement ethics training for our relevant employees on an annual basis.

More information on our supplier management process can be found on Page 100.

In FY2021, there were zero cases of corruption, a track record we strive to achieve every year.

## COMPLIANCE WITH LAWS AND REGULATIONS 419-1

It is imperative for SPH to comply with all applicable laws and regulations. Instances of non-compliance may subject us to warning letters, fines, suspension and/or revocation of licences. To ensure compliance with the various statutory and regulatory requirements, we have a comprehensive compliance framework to monitor key compliance risks and ensure appropriate entity processes and controls are in place. Any major non-compliance must be reported to management



## SUSTAINABILITY REPORT

immediately. Due diligence exercises are also conducted for all our acquisitions to manage our compliance exposure in any new market and sector.

As the Covid-19 situation evolves in Singapore and globally, SPH has also taken extra steps to ensure its compliance with the government regulations on Covid-19 restrictions such as safe management measures, TraceTogether check-ins, temperature screening etc. These measures have since been embedded into our daily operations and are regularly updated to ensure business continuity in the changing operational landscape. As at the publication of this report, SPH has zero instances of non-compliance with the Covid-19 laws and regulations.

Likewise, the Properties, Aged Care and PBSA sectors have also updated relevant Covid-19 measures to ensure compliance with all relevant statutory and regulatory requirements within their countries of operations.

### DATA PRIVACY 418-1

Adoption of technology and data has accelerated in today's world. As information technology grows in scale and complexity, so do the risks. Data privacy and security is a global issue that we face in this digital age. At SPH, we recognise that every individual has a right to safeguard their personal data and that the onus is on us to ensure that all data entrusted to us is only used for legitimate and reasonable purposes. We continually strengthen our controls for data management to ensure the appropriate collection, retention, use and disclosure of data.

Various tests are conducted on a regular basis to ensure that our systems remain robust and in full compliance with regulatory requirements such as Singapore's Personal Data Protection Act 2012 (PDPA), the European Union General Data Protection Regulation (EU GDPR) and Australia's Privacy Act 1988 (Privacy Act).

- Our PDPA Policy and Manual are currently undergoing review to incorporate new updates under the PDPA and guidelines issued by the Personal Data Protection Commission (PDPC) and

will be finalised by December 2021. Our Data Protection Steering Committee and Data Protection Officers will also be trained on the latest law, regulations and guidelines accordingly.

- A Data Protection Officer (DPO) is appointed for SPH and each of its operating subsidiaries. SPH has appointed a Group DPO who maintains oversight on the management of personal data and coordinates with operating subsidiaries' DPOs to ensure compliance with respective Standard Operating Procedures (SOPs). Group DPO also chairs the PDPA steering committee meetings for SPH and SPH subsidiaries regularly to keep DPOs of subsidiaries abreast of PDPA developments.
- SPH has conducted a risk assessment exercise on key systems. Appropriate measures have been implemented to mitigate high risk areas.
- An EU GDPR Policy and Manual was implemented for PBSA's operations in the UK. Our operations team and Data Protection Officers located in the UK have also been updated and trained accordingly. Our asset in Germany is currently managed by an external operator, Host, and has its own Data Protection policy.
- For Figtree Grove and Westfield Marion in Australia, the property managers ensure their operations remain compliant with the Privacy Act 1988 (Privacy Act).

All employees are trained and have been briefed on the PDPA Policy and are required to submit an annual declaration confirming that they have read, understood and will comply with the PDPA Policy. Relevant PDPA training will be organised for SPH Group employees whenever there are new developments in the PDPA, new guidelines introduced or when new business initiatives or models resulting in handling of personal data are introduced. Regular internal training on case studies is conducted for DPOs during the PDPA Steering Committee meetings. In FY2021, relevant employees and senior management of SPH also attended external training courses conducted by law firms on handling of personal data within their roles at SPH.



## CASE STUDY

### KNOWBE4 EARNING PLATFORM FOR END USER SECURITY AWARENESS

SPH currently uses Knowbe4 eLearning platform for end user security awareness. KnowBe4 has eLearning modules on data handling awareness. SPH has conducted a security awareness fundamental elearning and an e-acceptable use policy using this platform in Q1 FY21, with completion rates of over 70% and 100% respectively. SPH will continue to use the KnowBe4 elearning platform to roll out thematic cybersecurity awareness gamified elearning over time; with thematic topic Handling and Sharing of Sensitive Information being lined up.

In FY2021, SPH recorded a total of five data privacy cases, one of which was received from a data subject via PDPC. The incident was due to the inadvertent disclosure of individuals' personal email addresses via CC instead of BCC in a mass email sent to 266 subscribers. This incident was due to the oversight of a staff concerned. To prevent similar incidents from taking place in the future, training was conducted for all staff regarding the handling of personal data when sending out mass emails and staff were reminded to use the Marketing Cloud platform when sending out mass emails, which would automatically be sent via BCC. PDPC has confirmed that it will not take further action in respect of the incident nor require us to provide any remedial measures.

The other four substantiated complaints were received from outside parties, all of which were regarding incidental exposure due to a software bug. Upon receiving the complaints, management carried out troubleshooting and several checks to rule out the possibility of system configuration error. The cache error has since been permanently fixed.

Any feedback or enquiries relating to SPH's collection of personal data can be addressed to our Personal Data Protection Officer at [sphlegal@sphl.com.sg](mailto:sphlegal@sphl.com.sg), 6319 6319 or via post.



# SUSTAINABILITY REPORT

## CONTENT CREATION G4-M2

SPH takes pride in being one of Asia's leading content providers.

SPH's responsibility has been and will always be to deliver ethical and quality journalism in an accurate, balanced and timely manner, available across different platforms and in the four official languages. With the advent of new media, we recognise the growing importance of embracing values such as media pluralism and diversity for our stakeholders. While our platforms give users the freedom to share our content, generate ideas and spark conversations, we must ensure that it is fairly managed to protect vulnerable audiences and help our stakeholders make informed, fact-based decisions. SPH does not condone the spread of fake news and has put in place measures to mitigate it. The Covid-19 pandemic has underscored the importance of delivering credible and reliable news to the public to prevent triggering panic among the community.

Both the EMTM Group and CMG are guided by our principles of ethical journalism as detailed in our Ethical Media and Journalism Policy: accuracy and

accountability, independence, fairness and objectivity, and awareness of the impact of words and images for the readers. Our Ethical and Media Journalism Policy also details Media Business Ethics in Advertising, which has taken reference from government regulations, Singapore Code of Advertising Practices and SPH's internal company policies. The section of the policy helps to ensure that there is no misrepresentation of advertisements, conflict of interest, bribery and corruption. The policy also stated that SPH would not participate in anti-competitive practices.

At SPH, accuracy is one of the utmost core values that we expect all our journalists to uphold. All incoming information – from media releases to tip-offs – must be checked with reference to alternative sources where possible. Checking is incorporated at several stages across the newsroom workflow, as shown in the figure below. In addition to ensuring the accuracy of our information, editors also look out for content that may be sensitive, such as culture, race, religion, diplomacy and those that involve libel. Our journalists are expected to assess the reasons for publication and avoid offensive or unjustifiable statements.

### FACT-CHECKING IN THE NEWSROOM WORKFLOW

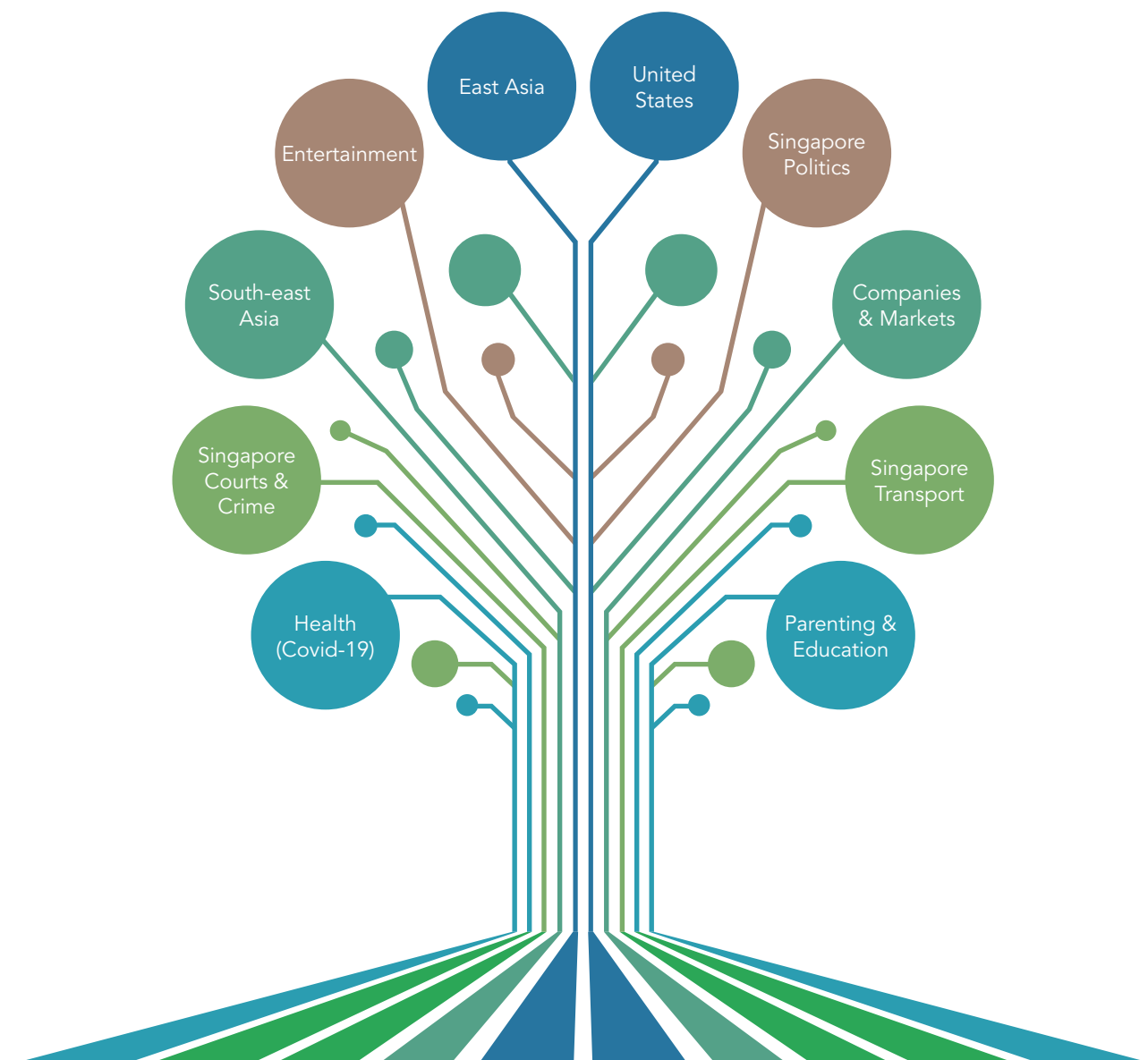


Monitoring and analysing the performance of our content over both short- and long-term periods is important for us to measure the desired outcomes and fine-tune our content offerings to better meet our stakeholders' needs and interests. For instance, ST uses Chartbeat to track the real-time performance of our articles published online, tracking indicators such as page views, sources of traffic, geography and engaged

time. The Sisense dashboard is also used to track daily new subscriptions from articles. Our Google Analytics historical data enables us to track longer-term trends in content performance.

In FY2021, article categories with the highest number of web pageviews include Health (Covid-19), Singapore Courts & Crime and Singapore Politics.

### TOP CONTENT CATEGORIES FOR FY2021



# SUSTAINABILITY REPORT



## COVID-19 HIGHLIGHT

### THE ROLE OF NEWSROOMS AMID COVID-19

#### Providing coverage on Covid-19 and vaccinations

In addition to bringing timely and reliable updates on Covid-19 cases, ST has also organised webinars to discuss Singapore's Covid-19 vaccination plan featuring Professor Ooi Eng Eong of Duke-NUS Medical School, President of Singapore Association of Pharmaceutical Industries Ashish Pal, and Associate Professor Lim Poh Lian, the director of the High Level Isolation Unit at the National Centre for Infectious Diseases.

CMG has also launched a print and video series of exclusive stories on various segments of the population who have been vaccinated.

#### Combating fake news and clarifying questions during the Covid-19 pandemic

SPH launched the askST platform last year and has continued to use it to explain policies, clarify any questions and combat the spread of fake news during the Covid-19 pandemic to prevent triggering any unnecessary panic and stress within the community.

#### Updates on Covid-19 through various platforms

Zaobao.sg created a series of videos, "Vaccine 101 Told

Through Five Dialects" to provide information on the Covid-19 vaccine to the elderly in five different dialects. Shin Min Daily News also started a twice-weekly column on vaccines to address readers' doubts on the vaccination programme.

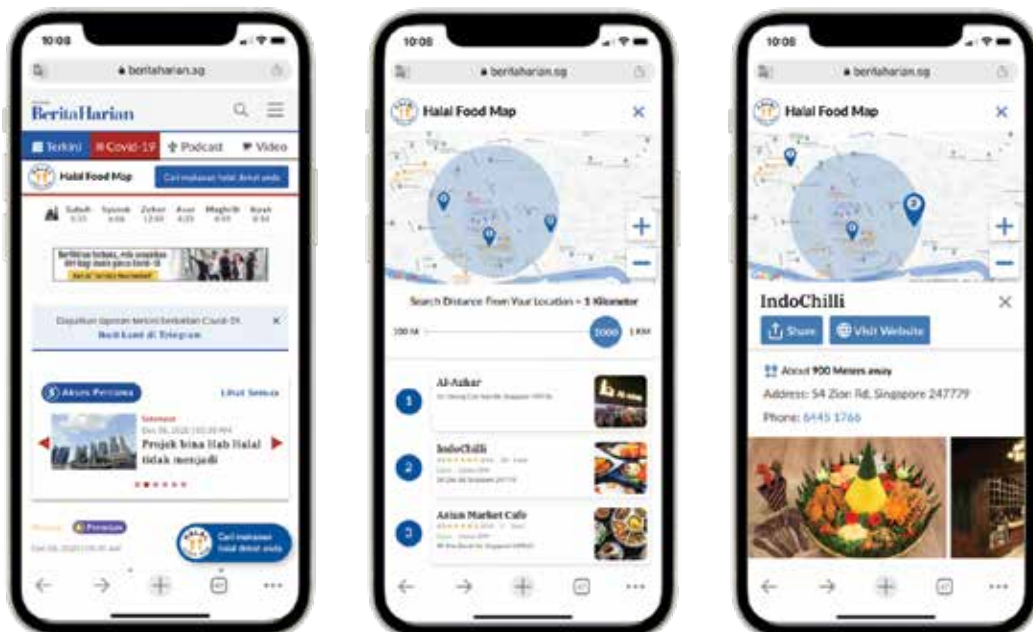
TM provided one-minute news videos including important announcements made during the Multi-Ministry Task Force press conferences to update the community. These videos were presented by TM journalists and shared on the TM, Facebook and Instagram.

#### Creating content for the community

Zaobao.sg launched the "Safe For CNY 2021" social media campaign to encourage readers to celebrate CNY safely this year.

Besides engaging its audience through podcasts and dialogue sessions, BH also played a part in the socio-religious sphere, airing public sermons daily during Ramadan. It introduced the Halal Food Map on its app (below) during this time, to share with readers about food places near where they are.

As the Covid-19 pandemic continues to evolve and vaccinations are slowly being rolled out worldwide, SPH continues to provide reliable and timely updates on the evolving situation and to address public concerns and queries on policies, fake news and pandemic-related questions.



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Our journalists have also attended the following workshop and courses to build on their expertise and skills

- Introduction to Data Journalism
- How to Use Chartbeat (content analytics tool)
- Refresher on Sub Judice law
- Use of newsroom,ai for mobile storytelling
- Covering Protests and Demonstrations
- Drone Pilot License Training
- Mobile Storytelling and Design
- One-on-one coaching for on-camera discussion and reporting
- Climate Change and Energy Transition Reporting



*An Impromptu Speaking course conducted via Zoom and attended by staff from Magazines, Production, HR and Internal Audit*

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## TRAINING

SPH has a dedicated training unit that supports our continual goal to deliver quality journalism content. All new editorial staff will undergo a Basic News Reporting course to be equipped with the essential skills. We also offer a wide variety of additional courses for our employees to hone their skills and knowledge. Our training options include workshops, media conferences, on-the-job experiences, all of which are complemented with online videos and material to support learning and growth. Some specific courses include news gathering and interviewing techniques, photography and videography skills, and pursuing court and crime news.

In FY2021, four of our journalists attended a virtual "Science in the Newsroom" training programme organised by The World Editors Forum within World Association of News Publisher (WAN-IFRA) to build skills and capabilities to cover new waves of Covid-19 and any future large-scale public health emergencies.

The training programme was held over two weeks and comprised six modules covering:

- Science, Covid-19 and Journalism: The perils of science reporting
- Monitoring and combating misinformation
- Data journalism
- Innovation in pandemic storytelling
- Solutions journalism
- Newsroom of the future

The news editor and assistant editor of Shin Min Daily News attended the Managing Virtual Teams Workshop for Managers in November 2020 to better adapt to new working conditions brought about by Covid-19. Our Radio Stations deejays were also trained to use video software and Google Meet to broadcast from home and reach out to their audiences during the pandemic.

As the Covid-19 pandemic evolves, most of our training sessions have been shifted online with in-person training conducted wherever possible, in line with the government's advisories. 50% newsroom staff attended 89 unique local courses and 98 training courses in FY2021. 527 staff did web-based training and virtual based learning in 41 unique course titles.

*Note: 50% is based on unique newsroom staff from EMTM and CMG. 527 staff is not unique as one staff might have attended multiple web-based + virtual learning*

# SUSTAINABILITY REPORT



## CASE STUDY

### RECOGNITION FOR QUALITY JOURNALISM

SPH emerged the biggest winner at WAN-IFRA's Digital Media Awards Asia 2021, bagging two Golds and four Silvers.

ST's website (straitstimes.com) won the Gold award in the Best News Website Or Mobile Service category, and its "How To Not Waste Your Annual Leave" video series about ways to spend annual leave to quench wanderlust also took the top award for Best Native Advertising / Branded Content Campaign. ST also received a Silver award for "From 1845 to 2020: See the world evolve through 47,000 headlines" for Best Data Visualisation.

BH's translation tool won the Silver in the Best Project for News Literacy category.

CMG also received two Silvers for "Cycle with Zaobao" for Best Use of Online Video and "Platoon Thumbs Up" for Best in Audience Engagement respectively.

Zaobao.sg won a Gold and Silver award at the 15th Annual 2020 w3 Awards for Food & Beverage for Social Video category and Best Art Direction for Websites category respectively.

Lianhe Zaobao was a finalist for Excellence in Reporting on Women's Issues for its article on "The Beauty and Woes of Transgender Women" at the Society of Publishers in Asia (SOPA) 2021.

ST took home one silver and two bronze awards at this year's Asian Media Awards (AMA). The silver award, for feature photography, was given to an image used in The Burden of Weight, a story on synchronised swimmer Debbie Soh's struggle with body image. Senior Correspondent Zaihan Mohamed Yusof's story about match-fixing syndicates exploiting players to thrive amid the coronavirus pandemic won the bronze award in the breaking news article category. The other bronze award, in the feature article category, was

given to The Sunday Times' in-depth story by eight reporters on the unravelling of the Bellagaph Nova (BN) Group.



ST executive photographer Kevin Lim won the silver award in the Feature Photography category at this year's Asian Media Awards for an image used in the story 'The burden of weight'

ST was also shortlisted for the Sigma Awards which celebrates the best data journalism from around the world. The shortlisted entries are: an interactive capturing all of ST's front page headlines since 1845; an analysis of Singapore's electoral boundary changes through the years, and a portfolio nomination for interactive graphics correspondent Rebecca Pazos. A total of 141 projects were shortlisted, including entries from the New York Times, The Guardian and The Economist.



"We have been striving to make progress each year, to serve our growing digital audience well. These awards will encourage all of us in the ST newsroom to keep pushing forward. We are also glad that the efforts of our Berita Harian team were recognised this year, as we work towards finding new, creative ways to engage the community."

- Warren Fernandez, Editor-in-Chief of SPH's English/Malay/Tamil Media Group and Editor of ST



"We are delighted that zaobao.sg has once again received accolades for our efforts in producing informative and entertaining content such as 'Cycle with Zaobao' to engage our readers, especially during the current pandemic situation. It is also heartening to see that our student publication's efforts to make learning more fun for student readers using animation has gained recognition by media professionals in the industry."

- Lee Huay Leng, Head of CMG







# DEVELOP FUTURE-FIT SKILLS AND KNOWLEDGE FOR OUR STAKEHOLDERS

## SDGS SUPPORTED



### MATERIAL FACTORS IN THIS PILLAR



#### NON-DISCRIMINATION AND EQUAL OPPORTUNITY

Our diversity is our strength as it promotes creativity and innovation. It also enhances our ability to reach different segments in society.



#### TRAINING AND DEVELOPMENT

Human capital is our key resource. Investing in training and developing our people is critical to building up and retaining our talent pipeline to meet current and future needs. We have shifted most of our training to web-based and virtual training in light of the Covid-19 pandemic.

### MANAGEMENT TOOLS

- Anti-Harassment and Anti-Discrimination Policy
- Diversity Policy
- Workplace Conduct Policy
- Orange Valley Training and Development Framework
- Fair Employment Policy

### HIGHLIGHTS

**0**  
reported discrimination cases

**25,812**  
hours of training

**101**  
new training programmes on digital literacy

Orange Valley staff clocked  
**4,312**  
hours of training

# SUSTAINABILITY REPORT

## PROFILE OF OUR WORKFORCE

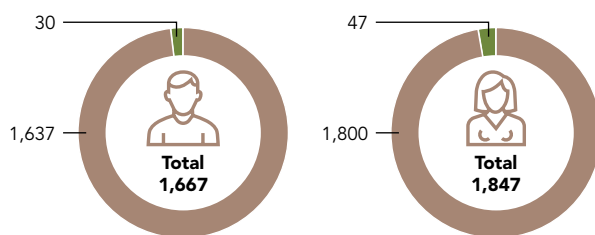
102-7 • 102-8 • 401-1 • 405-1

Diversity and inclusivity are beliefs that we uphold and value at SPH. We strive to provide a work environment where people from all walks of life are able to come together and support each other as they build their careers with us. SPH Group hires a diverse workforce across our media, property and aged care segments. Our total headcount for FY2021 stands at 3,514

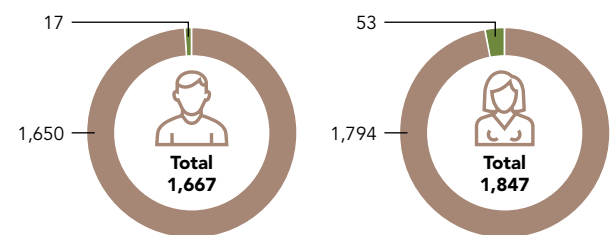
employees (FY2020: 3,875), with 98% of employees working with us full-time on a permanent contract.

In our Media business, we have a global network of full-time correspondents residing in countries including the UK, the United States of America, China, Japan, South Korea, Malaysia and Indonesia. Due to the nature of the media industry, we work with freelancers who provide services covering copywriting, photography,

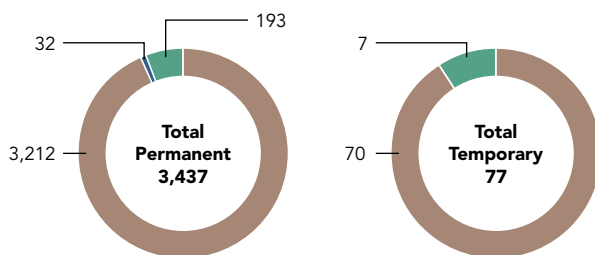
### WORKFORCE PROFILE<sup>2</sup> BY GENDER, CATEGORY, EMPLOYMENT CONTRACT, REGION AND EMPLOYMENT TYPE



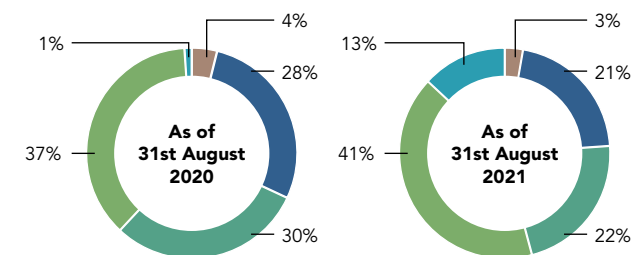
Employment Contract	Male	Female
● Permanent	1,637	1,800
● Temporary	30	47
<b>Total</b>	<b>1,667</b>	<b>1,847</b>



Employment Type	Male	Female
● Full-time	1,650	1,794
● Part-time	17	53
<b>Total</b>	<b>1,667</b>	<b>1,847</b>



Region	Permanent	Temporary
● Singapore	3,212	70
● Asia (excluding Singapore)	32	0
● Australia	0	0
● Europe	191	7
● North America	2	0
<b>Total</b>	<b>3,437</b>	<b>77</b>



Employment Category	As of 31 August 2020	As of 31 August 2021
● Senior management	4%	3%
● Middle management	28%	21%
● Executive level	30%	22%
● Non-executive	37%	41%
● Specialist	1%	13%

<sup>2</sup> Workforce profile disclosed is for the whole of SPH Group.

### FY2021 NEW EMPLOYEE HIRE AND TURNOVER RATE<sup>3</sup>

	New Hire	Rates	Turnover	Rates
<b>Total</b>	<b>668</b>	<b>19%</b>	<b>849</b>	<b>24%</b>
<b>By Gender</b>				
Male	253	7%	330	9%
Female	415	12%	519	15%
<b>By Age Group</b>				
< 30 years	374	11%	295	8%
30-50 years	198	5%	381	11%
> 50 years	96	3%	173	5%
<b>By Region</b>				
Singapore	591	17%	727	21%
Asia (excluding Singapore)	7	0%	4	0%
Australia	0	0%	0	0%
Europe	70	2%	118	3%
North America	0	0%	0	0%

editorial, video and image processing as well as hairstyling and makeup.

For our Property segment, both the Manager and the appointed Property Manager are from SPH Group. The Property Manager (SPH Retail Property Management Services Pte Ltd or RPMS) consists of experienced staff who oversee the management of commercial properties in SPH REIT's portfolio as well as The Seletar Mall. Other activities such as security and cleaning services are outsourced to third-party vendors across all malls.

The PBSA segment is operated by our property manager (Student Castle Property Management Services or SCPMS). The property management team maintains its own workforce across functions such as sales and marketing, maintenance, security and cleaning, which spans across three geographic regions, Singapore, the UK and Germany. Two Operations Directors located in the UK oversee PBSA operations of the Student Castle and Capitol Students portfolio respectively and manage our working relationship with the property manager teams in the UK and Germany. With third-party property managers being acquired by SPH Group under SCPMS, this has contributed to the increase in employee headcount in Europe this year.

At Orange Valley, our manpower requirement is mainly for elder care, with a management team who is dedicated to running our day-to-day operations. The majority of Orange Valley's nursing care employees work full-time on shifts and hold permanent positions.

### TRADE UNIONS

SPH supports our employees' rights to freedom of association and membership in trade unions and strives to create a progressive working environment for all. In Singapore, SPH takes guidance from the Industrial Relations Act that allows employees to be represented by trade unions for collective bargaining. We have fostered a strong and harmonious partnership with the Creative Media and Publishing Union (CMPU) to give our employees a wider and holistic representation. Our entire bargainable workforce is covered by collective agreements and more than half of SPH staff are union members.

In FY2021, SPH continued to organise various activities to raise the employees' awareness on trade union activities and their benefits. Initiatives include sharing with new hires about CMPU during the Joint Induction Programme and the Administration Division facilitating CMPU roadshows at our cafeteria prior to the Covid-19 pandemic. With the current work-from-home arrangements, the Joint Induction Programme (JIP) has been adjusted and continues to be suspended as we observe safe management measures during Phase 2 (Heightened Alert) and Print Centre continues to deny visitors on non-essential visits. In lieu of the JIP, new staff are also assigned the 18 eLearning Modules and HR Induction module in the Saba platform as well as the Cybersecurity training in the Knowbe4 platform.

<sup>3</sup> The total employee number as at 31 August 2021 was used as the denominator to calculate the respective new hire and turnover rates by age group, gender and region.

# SUSTAINABILITY REPORT

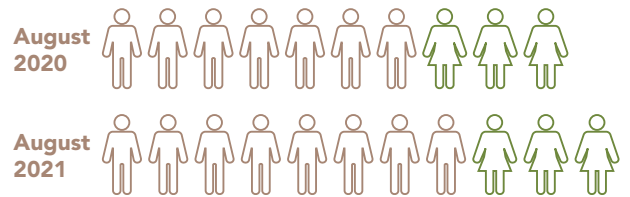
## SPH'S DIVERSITY WITHIN THE ORGANISATION'S GOVERNANCE BODY (BOARD OF DIRECTORS)

### Number of individuals within BOD BY AGE GROUP



Number of individuals within BOD – by age group	As of 31 August 2020	As of 31 August 2021
👤 < 30 years old	0	0
👤 30 – 50 years old	1	1
👤 >50 years old	9	10
<b>Total</b>	<b>10</b>	<b>11</b>

### Number of individuals within BOD BY GENDER



Number of individuals within BOD – by gender	As of 31 August 2020	As of 31 August 2021
👤 Male	7	8
👤 Female	3	3
<b>Total</b>	<b>10</b>	<b>11</b>

## NON-DISCRIMINATION AND EQUAL OPPORTUNITY 406-1

At SPH, we strongly believe in the importance of inclusivity and do not condone any forms of discrimination. SPH continually strives to establish an inclusive, vibrant and safe working environment for our employees. Our employment practices abide by the principles set out in the Tripartite Guidelines on Fair Employment Practices (TGFEF) which we have been a signatory of since 2007. SPH promotes diversity within the workplace, through client relationships, the industry and communities, providing an environment that fosters respect, integrity, acceptance regardless of race, gender, socio-economic status, age, religion, colour, national origin, disability or any other characteristic protected by law.

We reinforce our stance on inclusivity through an annual mandatory refresher and endorsement of the SPH Diversity Policy. Clear guidelines on workplace abuse, harassment, bullying and disciplinary matters are established and communicated to employees across all our subsidiaries. Employees are encouraged and able to raise any grievances through their Union or supervisor and are escalated to the Human Resources Division if necessary. Workplace grievances will be handled independently and objectively in a timely manner with appropriate closure to prevent recurrence. Support

for affected persons such as counselling and therapy sessions may also be provided. Adequate training and education is also provided to raise awareness and educate employees on the know-hows of handling sensitive issues without giving rise to misunderstanding and perception of discrimination.

SPH is a strong advocate of providing equal opportunities at work and provides family-oriented and flexible work arrangements such as flexible hours, part-time work and tele-commuting. To better support our young parents, we extended our no-pay leave arrangements and provided nursing rooms for mothers.

Orange Valley adopts similar flexible employment practices such as accommodating the local workforce's requests for flexible work arrangements where feasible. These arrangements include conversion to part-time work as well as different start and end times in working hours. In FY2021, Orange Valley tapped on the Job Support Scheme (JSS) provided by the government to aid employers to retain their local employees and ensure job security amid the economic uncertainty. GrabFood and NTUC vouchers were also provided to help staff defray living expenses.

In FY2021, there were zero incidents of discrimination at SPH.

## TRAINING AND DEVELOPMENT 404-1

Developing the skills of our employees remains one of our top priorities at SPH as we continually strive to train and upskill our workforce to imbue our employees with the necessary skills needed for the future. We continue to dedicate resources towards developing our human capital and embrace the theme of 'Future-Proof' training to prepare our employees for the future.

Training needs are planned for each business unit separately, with support from the Human Resources Division, depending on the specific skill set and knowledge required. These training and development programmes span from on-boarding and induction programmes, to on-the-job training, and managerial and leadership development programmes.

We have an online performance management system which serves as a platform for our employees to track their learning progress and receive guidance on areas which require improvements. This promotes a transparent assessment of work performance by allowing two-way communication between the supervisor and the employee to align their expectations and performance. Because of the Covid-19 pandemic, most of our courses have been taken online and virtual training sessions were conducted instead to ensure that our employees remain safe while building their skills even in this crisis. As a result, the total number of web-based training hours have increased sizably in 2021.

## MEDIA

SPH's training framework is aligned with the SkillsFuture Media Framework (SFw for Media), a joint-initiative that seeks to promote skills mastery and lifelong learning, an integral component of the Media Industry Transformation Plan. Employees are informed of the various types of training available on a training calendar available on the staff portal. These trainings cover orientation workshops, leadership and management training, office skills and personal effectiveness skills.

As we embrace new ways of working in the digital economy, we recognise the importance of sustaining meaningful engagement with our audiences and providing factual and data-informed content. In FY2021, we have shifted our focus towards "Customer centricity and data-informed decision-making". We aim to equip our employees with skills that would allow them to deliver data-informed content and solutions that resonate with our customers. The three thrusts of our focus of FY2021 are:

- Digital transformations
- Customer centricity
- Data-informed decision-making

In FY2021, a total of 696 employees attended at least one Digital Skills upgrading course during the year. The table below showcases some of the Digital Skills upgrading courses for the newsroom and Media Solutions Division.

### DIGITAL SKILLS UPGRADING COURSES FOR THE NEWSROOMS

1 Video Creation and Editing	8 Engaging Audiences with Data Journalism	15 Mobile journalism masterclass
2 Chartbeats Analytics	9 Feature Writing	16 Mobile Video Journalism: Video Course for Journalists
3 Data Journalism and Visualisation with Free Tools	10 Google Analytics	17 SEO considerations in headlines
4 Data journalism: Take your first steps	11 Growing Audience Via Social Media: Digital Experiences That Drive Results	18 Social Media Newsgathering
5 Design thinking and experiments in Audience Engagement	12 Investigative reporting in the digital age	19 Social Media Strategy
6 Digital News Media Strategy	13 Journalism across multiple platforms	20 Speaking on Camera
7 Editorial Analytics for New Media	14 Media Audience Research	21 Transmedia Storytelling
		22 Writing Online Headlines: SEO and Beyond

### DIGITAL SKILLS UPGRADING COURSES FOR MEDIA SOLUTIONS DIVISION

1 Applying Data-First Marketing	8 Critical Thinking And Analytical Skill	13 Introduction to Data Analysis: Mining Insights From Data
2 Business Needs Analysis - a Data-Driven Approach	9 Emerging Technology Synthesis	14 Negotiations: A Human Relations Approach
3 Content Strategy for Brand Building	10 Financial Planning & Analysis Methodologies - A Practical Approach	16 Networking and Relationship-building
4 Creating Videos for Social Media	11 Google Skillshop	16 Operational Excellence Foundations
5 Design Thinking - Innovation Management Tool	12 Grow Audience Via Social Media: Digital Experiences That Drive Results	17 Social Media Strategy
6 Digital & Content Marketing Course		18 Visualisation for Decision Making
7 Digital Marketing Campaign Management		





## SUSTAINABILITY REPORT

A total of 101 new training programmes on digital literacy were rolled out in FY2021, and this number is set to increase further in the coming years. Together with CMPU and e2i, we have also been offering reskilling opportunities to our staff who wish to broaden their employability and marketability. They can choose to attend the courses recommended by e2i:

- Security-related courses:
  - Guard and Patrol: Provide Guard & Patrol Services
  - Incident Response: Handle Security Incidents & Services
- Threat Observation: Recognise Terrorist Threats.
- WSQ Cert in Workplace Safety & Health
- WSQ Cert in Landscape Operations
- WSQ Follow Food & Beverage Safety and Hygiene Policies & Procedures
- ADOBE - Photoshop / Illustrator / Indesign

Media Solutions Division (MSD) has also conducted product training and levelled up the knowledge of its employees, given that the Division was reorganised with the inclusion of employees from SPH Magazines. Many knowledge-sharing sessions were conducted so that MSD employees could gain a common understanding of the products, tools and platforms that could be packaged for their advertising and campaign proposals to customers.

Cyber-security training remains one of our priorities in FY2021, and the SPHTech Division has aligned its training framework to the SkillsFuture Skills Framework for Infocomm Technology. To date, we have sent 142 staff from SPHTech to be upskilled in cyber-secure coding, which ensures that our digital products and platforms are adequately secured and coded with the necessary protection.

We continue to run the milestone leadership programmes of Supervisory Skills and People Leadership Programme. In addition, for FY2021, we have also developed the Media Leadership Programme, specially targeted at newsroom leaders at the middle and senior levels.

### PROPERTIES

In FY2021, 157 employees clocked a total of 481 training hours. In light of the new amendments to the PDPA, representatives from SPH REIT and RPMS attended a briefing session conducted by an external legal party. Regular safety training such as Company Emergency Response Team (CERT) and first aid is conducted for employees at all centre management offices (CMOs). Employees also attended webinars on wide-ranging topics such as managing risks in a digital world, fraud investigation, business partnering, understanding consumers' shopping patterns, as well as technical ones on technologies in water efficiency and cooling towers.

### PBSA

In FY2021, PBSA employees received continuous training on the operations of the properties, IT systems and programmes as well as policies and procedures. All new hires go through a mandatory induction training upon joining. Statutory refresher training is also conducted for all other operating staff on a regular basis, with an emphasis on fire safety. Depending on the position they hold, specific training such as first aid and fire warden are provided to select team members while maintenance technicians undergo portable appliance testing (PAT) training which enables them to conduct routine safety checks on electrical appliances across the assets. To enhance student safety and wellbeing, a series of trainings were conducted on mental health awareness, suicide awareness. These trainings are provided by in-house trainers as well as external vendors.

In October 2021, PBSA will also be rolling out a full e-learning programme encompassing 30 modules covering topics such as GDPR, health and safety, legionella as well as Human Resource matters and made available to all PBSA employees. All managers and assistants will also be completing the Institution of Occupational Safety and Health (IOSH)'s Managing Safely course by the end of the year.

### ORANGE VALLEY

Orange Valley is guided by its comprehensive Training & Development Framework which aims to build the necessary competencies of our staff to meet current and future business needs. A large pool of in-house clinical

instructors and training resources allows for the delivery of various training programmes to equip our staff with the skill set required of their job scopes.

Upon employment, all new hires will go through a six-month induction and on-the-job training. During this period, peer level buddies are assigned to facilitate their learning and development. New hires are expected to complete all required training programmes during the orientation period as well as familiarise themselves with the Enhanced Nursing Home Standards (ENHS), relevant SOPs and Orange Valley's internal quality standards. Training programmes are renewed every three years.

After induction, a myriad of care-related training programmes would be made available to Orange Valley care staff, on both mandatory and optional basis. These can range from clinical and general care courses that cover specific subject topics, equipment and technology-related workshops, to seminars which aim to keep staff abreast of the latest developments in the healthcare and nursing industry.

Orange Valley also has a Customer Feedback Management System, where residents or their next-of-kin are welcomed to provide comments on the service received. The insights gathered will help to further enhance current training programmes on customer service.

In FY2021, we started in-house training for the following nursing skills:

- Covid-19 swab training, in-service talks on Covid-19, briefing on Covid-19 vaccination, pandemic exercises, infection control training
- ELNEC (End-of-Life Education Consortium) course – Advancing Palliative Care Nursing
- Competency Assessments – Nurses are trained to conduct assessments on skills such as tracheostomy, nasogastric tube (NGT) feeding, Continuous Ambulatory Peritoneal Dialysis (CAPD) and Personal Protective Equipment (PPE)

Orange Valley has also adapted workplace learning to the Covid-19 pandemic. To continue delivering value-creating training, we have taken tactical steps to protect our employees by adapting programmes and delivering virtual live learning. For ongoing learning programmes with an in-person delivery component, training delivery has been adjusted to reduce participant risk. For example, we have replaced large in-person events with multiple small-group video-conferencing sessions. To promote and enhance digital learning, e-learning is

another training platform we have leveraged on. We have also launched an online library where staff can access and read nursing-related topics at their own time.

In FY2021, a total of 4,312 hours of training was achieved. More than 70% of training courses were conducted through digital and virtual e-learning.

As a testament to our training capability, Orange Valley is recognised as an Approved Training Centre and a Certified On-the-Job Training Centre for the ITE Skills Certificate (ISC) in Healthcare (Homecare). Plans to become an Approved Training Centre for the ISC in Healthcare (Dementia Care) have been delayed by Covid-19.



## CASE STUDY

### CAREER TRANSITION

With a focus on data analytics and data science, we have organised two supporting courses; (i) Data Analytics course and (ii) Business Data Storytelling course. These courses are intended to equip staff to not only interpret data from our digital dashboards, but also to be able to generate insights and stories from the data provided by the team of skilled data scientists in SPH.



Staff observing safe distancing at a Data Analytics workshop held on 10 May 2021 at the News Centre Auditorium.

# SUSTAINABILITY REPORT



## COVID-19 HIGHLIGHT

### ENSURING JOB SECURITY AND RESKILLING OF EMPLOYEES

We have sent our staff to attend WSQ certificate (i) Security Officer and Security Supervisor courses (ii) Food Handling courses, (iii) Landscaping Technician courses and (iv) Desktop Publishing (DTP) Assistant courses to reskill and remain competitive.



*Participants from Administration, Times Properties and Security & Safety attending CERT training facilitated by the Security & Safety Department.*

## PERFORMANCE

With the introduction of Circuit Breaker measures amid the pandemic affected training significantly and courses had to be re-designed to suit the situation. In FY2021, average training hours by gender have remained constant, with a slight increase observed for senior and middle management level employees. Moving forward, we will continue to explore ways to enhance learning and development in the new normal.

### SPH'S AVERAGE TRAINING HOURS<sup>4</sup> PER EMPLOYEE BY GENDER AND EMPLOYEE CATEGORY

	FY2020	FY2021
<b>By Gender</b>		
Male	9	9
Female	10	9
<b>By Employee Category</b>		
Senior management level	11	18
Middle management level	12	14
Executive	9	8
Non-executive	9	6
Specialist	16	7

<sup>4</sup> Training hours disclosed is for the whole of SPH Group.



# PROMOTE WORKPLACE WELLNESS AND ENSURE SAFETY OF OUR STAFF AND CUSTOMERS

SDG SUPPORTED



## MATERIAL FACTOR IN THIS PILLAR



### HEALTH AND SAFETY OF OUR STAFF AND CUSTOMERS

We have a duty to provide a safe environment for all at our premises; especially so in our properties, aged care and student accommodation business segments where we have significant influence on our customers' health and safety.

In addition to our usual workplace safety and health measures, we have taken extra precautionary measures in our fight against the Covid-19 outbreak. The health and safety of our staff and customers remain the utmost priority to us, especially during this pandemic.

## MANAGEMENT TOOLS

- Workplace Safety and Health Policy
- Total Workplace Safety and Health Framework
- Employee Workplace Safety and Health Handbook

## HIGHLIGHTS

**0**  
significant non-compliance to health and safety laws and regulations

**85%**  
of SPH employees vaccinated

Launched a Mental Wellness Site in September 2020 to raise awareness on mental health

More than **1,170** employees participated in virtual engagement programmes

# SUSTAINABILITY REPORT

## HEALTH AND SAFETY OF OUR STAFF AND CUSTOMERS 403-2 • 416-2

The Covid-19 pandemic has highlighted the importance of having a structured approach to promote a safe and healthy environment for our staff and customers. Across our divisions, effective policies and frameworks are put in place to guide implementation of initiatives that imbue a safety-first culture and promote personal well-being. As the situation around Covid-19 still remains uncertain, we continue to work closely with the government and the local agencies to implement the latest precautionary measures within our premises to safeguard health and safety of our staff and customers.

### MEDIA

A Total Workplace Safety and Health (TWSH) framework guides the implementation of WSH initiatives to provide and maintain healthy and safe spaces for all. Employees are expected to familiarise themselves with the Employee Workplace Safety and Health (WSH) Handbook which details potential hazards at the workplace and the respective risk controls measures instituted to mitigate such risks. To make the WSH

Handbook more relevant to production workers at Print Centre, the Production WSH Committee published the 'Print Centre Employee Safety Handbook'. This same approach was taken by the Office WSH Committee where they published a 'News Centre Employee Safety Handbook' for its office workers in August 2021. Both handbooks were disseminated via the SPH Staff Portal.



The WSH Management System (WSHMS) includes risk assessments, incident reporting processes as well as establishes Standard Operating Procedures (SOPs) to promote and guide safe working practices at SPH. During the year, the following changes were implemented to enhance the robustness of the WSHMS.

WSHMS COMPONENTS	DETAILS
<b>RISK ASSESSMENT</b>	<ul style="list-style-type: none"> <li>● Since the start of the Covid-19 pandemic, the three WSH committees (TWSH Coordination, Production and Office) stepped up to manage infection risks at the workplace</li> <li>● Division Safe Management Officers (SMOs) conduct monthly Safe Management Measures (SMM) inspections at respective workplace with seven area-specific checklists prepared by the SPH safety manager</li> <li>● The Office WSH Committee resumed the monthly safety walkabout in January 2021 with the expanded scope of managing pandemic infection risks.</li> <li>● In line with the MOM advisory on Covid-19 vaccination in employment settings, SPH safety team developed and deployed a risk assessment guide to evaluate the Covid-19 risk exposure of SPH employees working in higher risk settings</li> </ul>
<b>WORKFLOW AND PROCESSES</b>	<ul style="list-style-type: none"> <li>● Review of Print Centre and News Centre's Fall Prevention plans were completed in November 2020 and July 2021 respectively</li> <li>● Permit-to-Work System Procedure and its associated forms were updated to provide better clarity of stakeholders' responsibilities and enhance workflow with the contractors</li> </ul>



WSHMS COMPONENTS	DETAILS
<b>INCIDENT REPORTING</b>	<ul style="list-style-type: none"> <li>In light of MOM's revisions to the guidelines for workplace incident reporting to include compulsory reporting for any instance of medical leave of light duties issued for work, SPH revised the internal procedures for 'Reporting of a Work-related Accident' and reviewed guidelines to include claims under its employee benefits insurance</li> <li>Employees were informed via staff broadcast and the revised procedures were posted on the staff portal</li> </ul> <p>All SPH employees can report safety hazards at their workplace to SAFE@sph.com.sg</p>
<b>REFRESHER AND TRAINING</b>	<ul style="list-style-type: none"> <li>Two sessions of face-to-face Ergonomic Awareness Trainings conducted at Print Centre for production workers vulnerable to back injuries and one virtual session focusing on workstation ergonomics conducted for office workers</li> </ul>
<b>CERTIFICATIONS</b>	<ul style="list-style-type: none"> <li>Since FY2020, SPH is bizSAFE 3 certified which includes components of SGSecure within the WHSMS</li> </ul>
<b>EMERGENCY PREPAREDNESS</b>	<ul style="list-style-type: none"> <li>During the year, both Print Centre and News Centre conducted a fire emergency table-top exercise (TTX) and a physical fire drill each, meeting Singapore Civil Defence Force (SCDF)'s annual fire safety requirements. In view of safe distancing protocols, the physical fire drills were conducted during off-office hours, under strict safe distancing measures and involving only a small group of employees.</li> <li>In December 2020, News Centre participated in virtual security TTX conducted by SPF officers from the Toa Payoh North Neighbourhood Police Centre (Tanglin Division).</li> <li>In July 2021, Print Centre's CERT was audited by SCDF and achieved a 'Pass with Commendation'.</li> </ul>

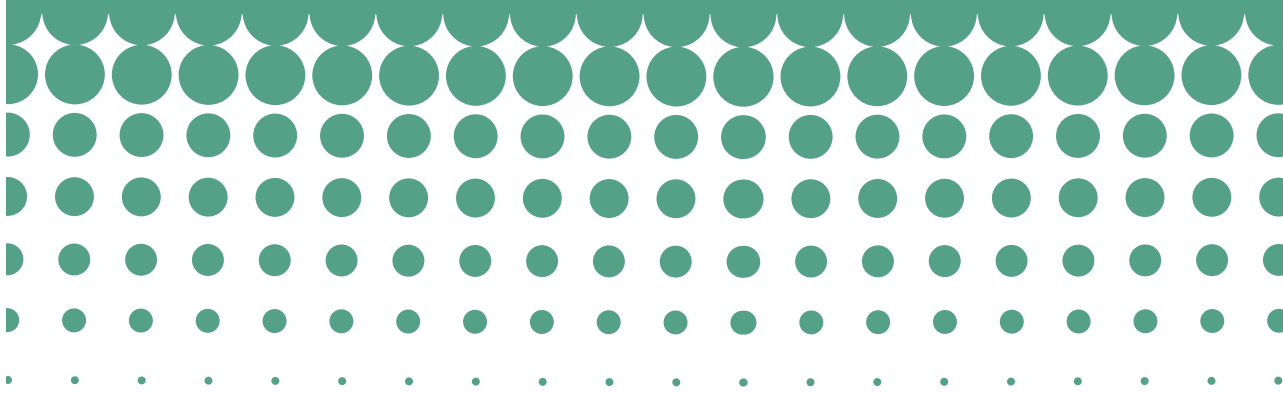
In FY2021, there were zero significant non-compliance to health and safety regulations. However, MOM had concluded the investigation for an incident which occurred in February 2019. Materials fell out of a goods lift hoist during use and the incident was promptly reported to MOM. Corrective actions were taken to remove and replace the lift. A new contractor was also engaged to carry out quarterly lift maintenance and service. The previous lift contractor was fined for failing to ensure safety of the goods lift hoist.



**CASE STUDY**

**ERGONOMIC AWARENESS TRAINING FOR PRODUCTION WORKERS**

In December 2020, two sessions of ergonomic awareness training were conducted for a group of production workers whose work requires them to lift heavy loads or work in small confined areas. These workers were identified via the TWSH ergonomic assessment conducted earlier to be vulnerable to back injury. Despite the Covid-19 restrictions, SPH decided to conduct the training in a physical setting to make the training more effective for the participants. To ensure that the training is conducted safely, strict safe management measures were put in place.



# SUSTAINABILITY REPORT

## EMPLOYEE HEALTH AND WELLBEING

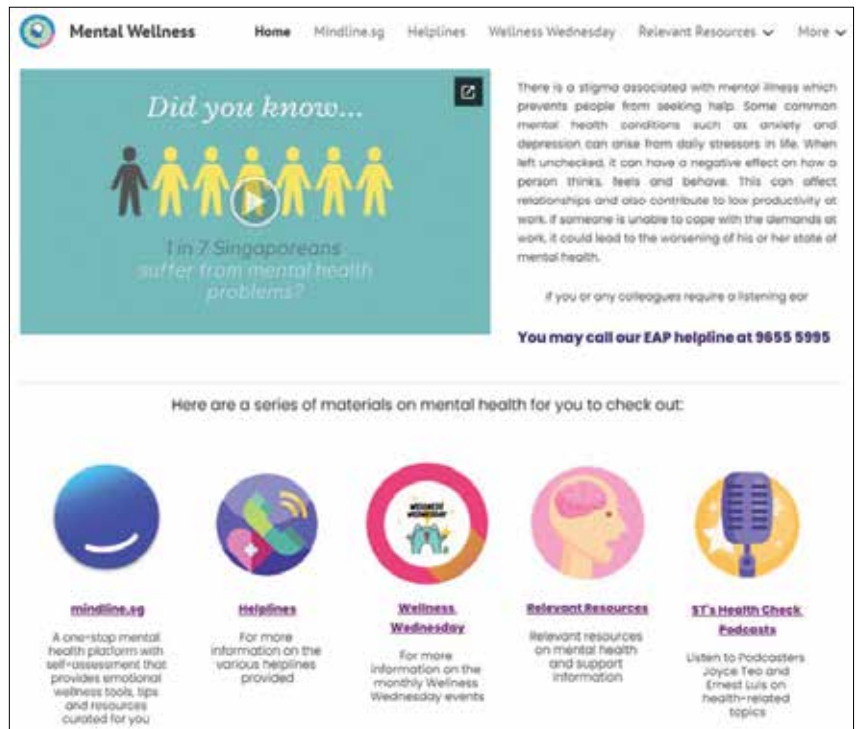
As the discussion around mental health grows in Singapore, it is necessary for SPH to raise awareness on mental conditions, reduce stigma and provide adequate channels for employees to seek help. In September 2020, we launched a Mental Wellness Site to provide employees with articles and information on how they can manage mental well-being and increase personal resilience during the Covid-19 outbreak.

Employees were also trained by healthcare specialists to identify mental health issues and take the necessary steps to seek assistance should they encounter a colleague in need of help.

In commemoration of World Mental Health Day on 10 October 2020, a video was shared on the site to remind staff to learn more about mental health and support colleagues who may face mental health challenges. The message is that employees should be comfortable talking about issues and raising them with their superiors.

Subsequently in March 2021, we also introduced a dedicated helpline for emotional first-aid. We partnered with a team of trained psychologists to provide that support line to employees. They are able to reach out in confidence and anonymity with the medical staff. Counselling will be provided and should employees require further medical assistance, SPH also has a co-payment scheme to aid them in the medical expenses.

SPH continues to provide a comprehensive healthcare and wellness support programme to all employees which includes medical and dental benefits. They are encouraged to undergo regular health check-ups and

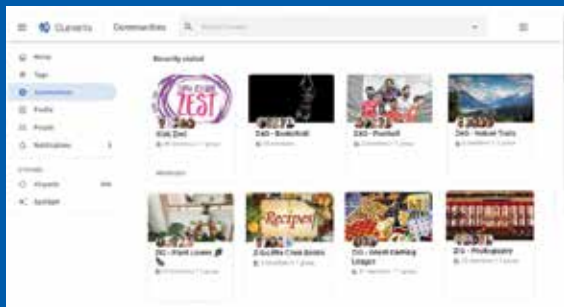


a Chronic Disease Management Programme (CDMP) is available to assist employees with chronic diseases in their regular follow-ups with clinics. Under the WSH Council, we also have a return-to-work programme which helps employees integrate back into the workplace following their recovery from a work-related accident.

Despite Covid-19 restrictions, SPH Club Zest continues to provide a wide range of virtual health and wellness activities to promote a healthy and active lifestyle even as the majority of employees are on a work-from-home (WFH) arrangement. Some of the activities conducted include vision care workshop, Fight-Do exercise classes, web-cooking session, workplace resilience and sports injuries. To further engage employees, the Club encouraged interested staff to set up virtual interest groups on Google Currents.

# ZIG-ZAG COMMUNITY

SPH Club Zest knows that many employees have interesting hobbies and interests and often seek a platform to connect with other like-minded individuals within the company. To support these endeavours, the Club rolled out the ZIG-ZAG Community on Google Currents in May 2021. ZIG or Zest Interest Groups are micro-communities that promote non or less physical activities such as board games and photography. For those who prefer engaging in physical activities such as basketball, biking and hiking they can consider joining ZAG or Zest Action Groups.



Traffic and engagement on the ZIG-ZAG micro-communities picked up rapidly, helping to connect SPH employees working at the office, in their home and even those deployed overseas. The Plant Lovers group were so enthusiastic with their interest and went further to set up an urban farm at the roof garden at News Centre with the Club support. The group is currently in touch with an officer from NParks to register the urban farm under the Community in Bloom initiative.

Prolonged Covid-19 social restrictions can affect the health and well-being of our employees and their families. To encourage our employees to exercise outdoors, keep fit and maintain a healthy lifestyle, the Club organised two virtual run events in the year. The two events were the SPH Family Day @ Straits Times Virtual Run (STVR) held in October 2021 and

the SPH Tribe Challenge 2021 – Heart & Sole Charity Fundraiser held in June/July 2021. Both events required participants to exercise outdoors and use GPS-based mobile apps to clock distance. Both events were well received by SPH employees with close to 900 signups for the STVR and 170 signups for the Heart & Sole Charity Fundraiser.

# SUSTAINABILITY REPORT



## CASE STUDY

### SPH FAMILY DAY 2020 @ STRAITS TIMES VIRTUAL RUN (STVR)

In October 2020, SPH Club Zest organised a virtual family day in conjunction with the STVR 2020. It was the first virtual run organised by ST with two event categories, 17.5km and 175km, the latter marking the paper's 175th anniversary. As part of the family day, the Club sponsored the registration fees for the 17.5km event for the employee and a family member. Staff were also encouraged to participate in the 175km event following the 17.5km event.

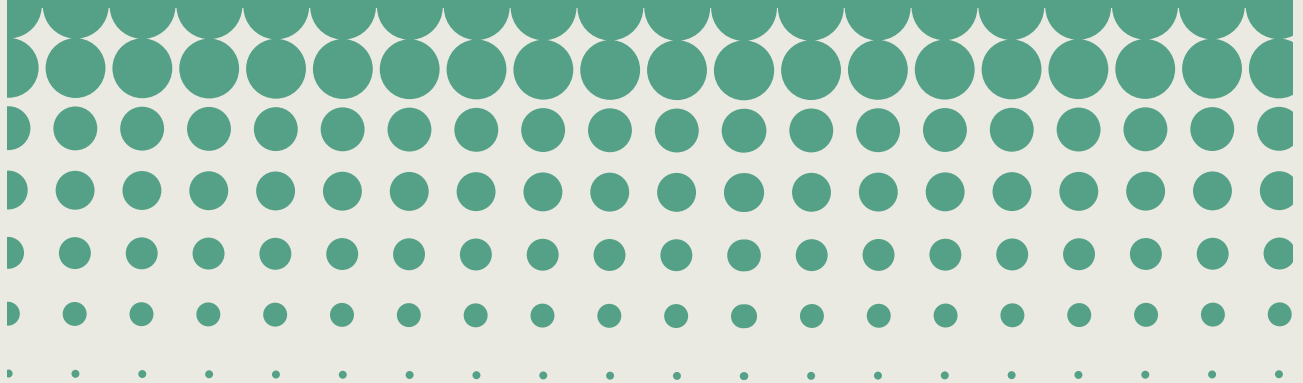


The virtual SPH family day was well received with close to 900 signups, of which 340 were family members. Participants were given 10 days to complete 17.5km and 60 days for the 175km distance. Distances were clocked using the MOVE by LIV3LY mobile application or on a preferred distance-based tracking app. Participants who completed the 17.5km event were rewarded with a finisher's tee, event medals and other race goodies. SPH participants who completed the 175km event were rewarded with an additional \$50 shopping vouchers from SPH Club Zest to offset the registration fees they paid.

As part of family day, an engagement campaign was organised for employees via Google Currents. One of

the key highlights of the engagement campaign was an Augmented Reality (AR) game titled the "Hunt For Estee". The game encouraged SPH participants to exercise outdoors at nearby community parks to hunt and take a selfie with an AR avatar named Estee (sounds like ST). There were five versions of Estee sporting different colour attires and the acronyms of the five SPH core values (EX.C.I.T.E).

Separately, ST collaborated with our sponsors to engage all participants with a series of giveaway contests and lucky draws on social media platforms such as Facebook and Instagram. STVR also donated \$0.50 received from every registration, and with other personal donations from staff, a total of \$3,717 was donated to STSPMF.







## CASE STUDY

### SPH TRIBE CHALLENGE 2021 – HEART & SOLE CHARITY FUNDRAISER

Held between 15 June and 14 July 2021, the month-long virtual event was co-organised by SPH Club Zest and the Corporate Communication & CSR Division. The virtual event encouraged participants to clock distance for a charitable cause. Interested SPH employees signed up for the event by making a \$5 cash donation. There were two event categories, 25km and 50km, and completers will be rewarded with cash incentives of \$5 and \$15 respectively,

which will be donated on their behalf to the two designated charities, The Straits Times School Pocket Money Fund (ST SPMF) and Business Times Budding Artists Fund (BT BAF). To further encourage participants, SPH also made a matching donation for each dollar earned by the participants.

170 SPH staff signed up for the 30-day fundraiser, of which 37 staff clocked between 25 - 50 km, 46 staff clocked between 50 - 100 km and 32 staff went the extra mile to clock distances exceeding 100km.

In total, the participants clocked a total distance of 11,599.5km and raised a sum of \$7,359, to be donated equally to both ST SPMF and BT BAF.





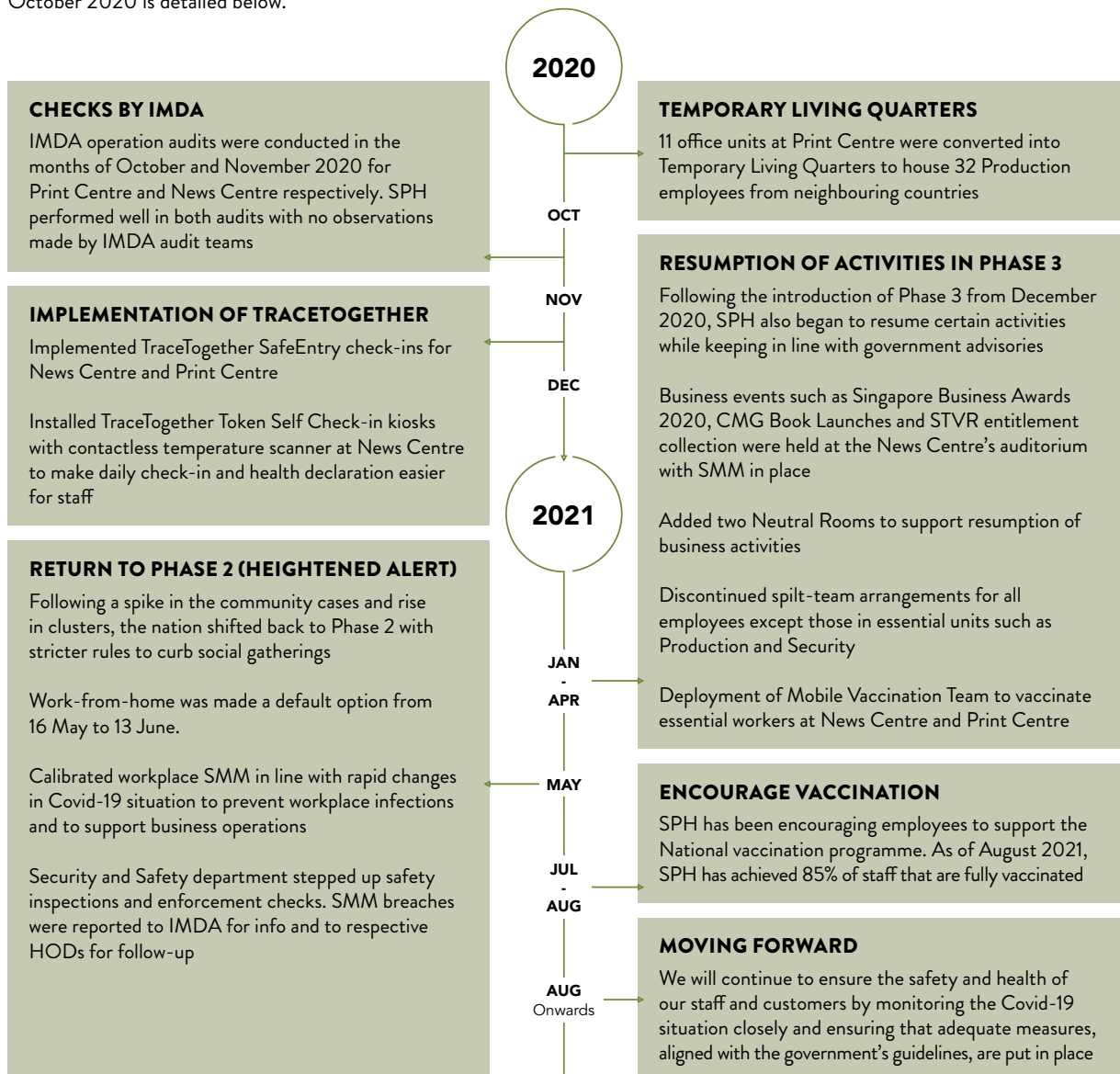
# SUSTAINABILITY REPORT



## COVID-19 HIGHLIGHT

### HEALTH AND SAFETY MEASURES ACROSS NEWS CENTRE AND PRINT CENTRE

As Covid-19 continues to affect the lives of many worldwide, the situation in Singapore is managed by the multi-ministry taskforce. On 28 December 2020, Singapore moved into Phase 3 with further reopening in the community, with up to eight persons for social gatherings and household visitors as well as increased capacity limits of premises. Concurrently, the rollout of the Covid-19 vaccination programme has been made free for all Singaporean and long-term residents. From July to August 2021, Singapore went back to Phase 2 (Heightened Alert) with the emergence of community cases and clusters. We continue to follow guidelines and advisory released by the government and its ministries. A timeline of the health and safety measures taken from October 2020 is detailed below.



**PROPERTIES**

Across our Singapore properties, fire drills that involve management and tenants were conducted annually prior to the Covid-19 outbreak. During FY2021, tabletop exercises were conducted and employees had also undergone relevant first aid training courses conducted by accredited training providers.

Appointed Safe Management Officers (SMOs) from HQ and centre management offices (CMO) located at the malls also attended a new course on 'Safe Management Measures - Preparing Workplace for Covid-19'. The course equipped the SMOs with the knowledge and skills to identify risks, recommend, implement and monitor control measures by coordinating and managing Safe Management Measures (SMM) at the workplace. The SMO at HQ also works closely with the SPH Safety Team to conduct monthly inspections of their office premises based on the Pandemic Safe Management System Checklist developed by the Group.

Across our malls, we have implemented mandatory TraceTogether check-ins through the token or app from 17 May 2021. We have also stepped up on safety and hygiene measures during Phase 2 (Heightened Alert) such as intensifying the cleaning and disinfecting in the malls, especially at common touch points such as toilets, lifts, refuse bins and handrails. In addition, high touch points, toilets, lifts and playgrounds have been coated with anti-microbial coating to keep the mall environment safe.

Aside from workplace health and safety policies, and mandatory WSH training upon induction, the Australian property manager at Figtree Grove has introduced a new Pandemic Management Policy which outlines issues related to pandemic awareness, response plans, safety measures requirements and training.

**ORANGE VALLEY**

At Orange Valley, a resident-first attitude is inculcated in all employees, and we are committed to delivering service excellence to the people in our care, with their health and safety as our highest priority. Robust procedures are in place to guide all employees on their roles and responsibilities, including measures to be taken during daily operations or in times of emergency. To date, approximately 97% of the staff and 90% of the residents have been vaccinated.

From December 2020 onwards, we introduced face-to-face visits at designated meeting rooms and at multi-purpose halls with acrylic partitions on tables. With Singapore moving back to Phase 2 (Heightened Alert), we continued to arrange video and phone calls with residents and their loved ones. Residents were kept active through a series of virtual games and activities. Find out more of our HOME (Healing of Mind

Through Engagement) initiative in the case study below. Our nursing homes continue to adhere strictly to the government's advisories during this period.



**CASE STUDY**

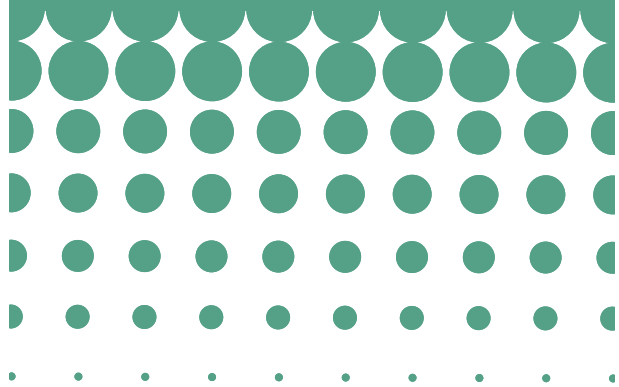
**HOME (HEALING OF MIND THROUGH ENGAGEMENT)**

The HOME programme aims to enhance our residents' lives through engaging activities in a safe environment. This is achieved by creating meaningful interactions and instilling autonomy to address social issues such as isolation and loneliness that the elderly face during the pandemic. Activities such as Zumba and Taiji sessions, conducted on virtual platforms, allowed residents from different branches to interact with one another.

Engagements and falls were monitored daily, using data gathered through forms and tools such as Video Call Log, Visitors Log and Fall incident record. Interviews conducted with residents, family members and staff to identify emotions felt during the activities and the Happiness Survey Index were used to qualify the data.

Overall, 79% of 143 residents surveyed said that they were happy and enjoyed themselves during the HOME programme activities. Fall rates during the pandemic period also largely declined (49%) due to constant engagement in activities through physical interaction with staff.

The HOME programme promotes inclusiveness and empowers our elderly to open up their minds to participate in activities and interact with their friends. It also provides a platform for family members and the communities to include them in their daily lives. It gives the elderly a sense of purpose when they wake up each morning and look forward to an activity that interests them. These positive effects from the engaging activities help to keep out loneliness and improve their mental wellness.



In FY2021, Orange Valley achieved its targets of zero significant non-compliances concerning the health and safety impacts of products and services.



## SUSTAINABILITY REPORT

### PBSA

We expanded our reporting scope to include all 28 PBSA in the UK and Germany. Assets under the Student Castle and Capitol Students brands are managed by SCPMS. For the few assets currently managed by external operator Host, we will take over the operation by the end of October 2021. The operators are responsible for maintenance of the buildings, registration of students and booking of the accommodation. Day-to-day operations including maintenance, security and caretaking is overseen by a facility management team located on site.

Across the UK and Germany, the management of health and safety of stakeholders is governed by the local legislations such as the Health & Safety Act of 1974 and German law on health and safety.

Both PBSA brands use a health and safety management software which allows the operator to track and manage all tasks, events and actions related to the risk management of a property. This has been rolled out to all Student Castle and Capitol Students assets and will be extended to cover the properties managed by Host when we take over the operations.

Each asset is fitted and equipped with a fully addressable fire detection system, an integrated sprinkler system alongside a fully maintained and operational wet or dry riser, and fire prevention and

mitigation measures such as passive fire stopping. Our sites are monitored 24/7 on CCTV and all systems are maintained in accordance with the local regulations on fire safety. We conduct regular fire system functionality checks, run lightning protection systems tests and yearly audits on compliance and the validity of relevant certification (e.g. energy performance and fire cladding). During the year, repairs and maintenance were carried out to enhance ventilation and sewage systems within the assets and to address mould issues. In Germany, there is also a robust system in place and a Health and Safety adviser is also engaged to conduct checks twice a year on all aspects and address issues on the premises. A mandatory electrical check is also conducted once every four years with the next one due in 2023.

Should there be any health and safety hazards identified, students are encouraged to reach out to the site team for further assistance. Required follow-up actions will be promptly taken by the team.

Across both operators' websites, there is a dedicated section on all Covid-19 related policies and initiatives. Students are encouraged to refer to these websites to keep updated of latest developments.

In FY2021, there were no identified non-compliances from the audits conducted. There were also zero non-compliances concerning the health and safety impacts of products and services.

## PERFORMANCE

SPH Group's Accident Frequency Rate for FY2021 has increased significantly by 5.4 units due to the higher number of workplace injuries. This is attributed to the new legislations introduced by MOM where workplace injuries resulting in at least one day of medical leave or light duties would have to be reported from 1 September 2020 onwards. Previously, we have been tracking performance against the National All Industry Rate, however the 2020 statistics were calculated based on injuries sustained by employees resulting in three days of medical leave. This is no longer comparable with the new reporting requirements introduced by MOM. The safety statistics reported below only include employees based in Singapore.

Accident Rate	FY2019	SPH FY2020	FY2021
Workplace Injury Rate <sup>5</sup>	NA	274	1,573.6
Accident Frequency Rate (AFR) <sup>6</sup>	1.8	1.3	6.7

## EMPLOYEES<sup>7</sup>

There were a total of 58 recordable work-related injuries, most of which arose from minor accidents. There were two high-consequence injuries where both employees slipped and fell, and required an operation. Prompt follow-up actions were taken, such as displaying posters to remind staff of cleaning hours within the premises as well as adding more blowers to speed up drying as well. They are both currently undergoing rehabilitation. The other minor accidents were mostly from slip and trips, cuts and abrasions as well as sprains and strains while on duty. Likewise, corrective actions were also taken to remind employees to exercise caution while on duty. Safe work practices were also revised with employees that operate heavy machinery and equipment. Frequent checks are also arranged to ensure equipment is functional and remains safe for use. All incidents were shared at WSH Committee meetings, of which the learning points brought up are then communicated with all staff. There were no fatalities recorded in FY2021.

Total no. of employees	Fatalities		Recordable work-related injuries		High-consequence <sup>8</sup> work-related injuries		Number of hours worked
	Number	Rate	Number	Rate	Number	Rate	
3,514	0	0	58	7.4	2	0.26	7,789,475

## WORKERS WHO ARE NON-EMPLOYEES

Workers are non-employees whose work or workplace is controlled by the organisation. This includes workers who provide cleaning, security, F&B, delivery services (mails, newspaper and magazines) within its premises, employees from operators, Host for our PBSA division and employees managing Figtree Grove and Westfield Marion in Australia. There were no fatalities or high-consequence work-related injuries recorded. However, there were eight cases of work-related injuries. Five of which were slip, trip and fall cases, one was a strain from lifting objects, another was a guard who was bitten on the hand in a medical incident in Australia, and one suffered a minor hit on the head by the upper lift door. Since the incidents, a risk assessment was conducted at the incident sites, railings and steps were installed, and a functionality check was done on the lift as well. Safety toolbox box meetings were conducted by the contractor's company to remind them of safe work practices.

Total no. of workers	Fatalities		Recordable work-related injuries		High-consequence work-related injuries		Number of hours worked
	Number	Rate	Number	Rate	Number	Rate	
466	0	0	8	11.2	0	0	713,104

<sup>5</sup> A workplace injury is any personal injury or death resulting from a workplace accident, including work-related traffic injuries. The rate is calculated by the number of fatal and non-fatal workplace injuries/number of workers x 100,000.

<sup>6</sup> AFR measures how often work incidents occur. (AFR = No. of workplace accidents reported/ No. of man hours worked x 1,000,000).

<sup>7</sup> Safety statistics disclosed is for the whole of SPH Group.

<sup>8</sup> A high-consequence work-related injury is a work-related injury that results in a fatality or in an injury from which the worker cannot, does not, or is not expected to recover fully to pre-injury health status within six months.



# ADOPT ENVIRONMENT-FRIENDLY PRACTICES

SDG SUPPORTED



## MATERIAL FACTORS IN THIS PILLAR



### ENERGY AND EMISSIONS

The media industry generally has a low impact on the environment, relative to its scale. However, our own commitment to environment protection and resource conservation is critical to promote environmental stewardship to the public. For our Properties, Aged Care and PBSA businesses where the majority of the resource consumption comes from tenants, shoppers, residents and students, SPH makes a conscious effort to raise awareness and educate them on responsible consumption so as to advocate for a sustainable lifestyle. As we expand our business, our impact grows. We work to minimise our environmental footprint.



### WATER



### EFFLUENTS AND WASTE



### MATERIALS

Paper and ink are the key materials used by our media business. Our stakeholders are concerned about where we source these materials from.

## MANAGEMENT TOOLS

- Environmental Protection Policy
- Ethical Procurement Policy

## HIGHLIGHTS

**100%**

compliance with National Environment Agency (NEA) regulations regarding wastewater management

**25%**

energy reduction at News Centre from its five-year moving average

**27%**

water saved at Print Centre from FY2017 baseline

**100%**

sustainably sourced paper pulp



# SUSTAINABILITY REPORT

SPH adopts a best practice approach to environmental stewardship as we reduce our environmental impact across our business divisions. Through frequent monitoring, we are kept conscious of our carbon footprint, resource consumption patterns and amount of generated waste; we therefore consistently aim to minimise our environmental impact while encouraging our stakeholders to think and act green every step of the way too.

## ALIGNMENT TO SINGAPORE GREEN PLAN 2030

In May 2021, the Singapore Government launched the Green Plan 2030, a whole-of-nation movement to advance Singapore's national agenda on sustainable development. This Green Plan sets out Singapore's green targets over the next 10 years and positions the nation towards achieving its long-term net zero emissions targets as soon as viable. The targets are set out under the five broad areas, namely City in Nature, Green Government, Sustainable Living, Energy Reset, Green Economy and Resilient Future. Of the five pillars under the Green Plan, SPH has identified two pillars to align our current practices with. Our initiatives are detailed in the infographics below.



### SUSTAINABLE LIVING

#### Green Citizenry: Reduce waste and consumption

Reduce amount of waste to landfill and encourage water conservation

- Recyclables are segregated prior to disposal and collected by licensed waste collectors which will be sent to recycling facilities
- Donated items were collected and sold at the annual SPH Flea Market in April 2021. \$2,040.78 was raised through the sales for the beneficiaries under The Salvation Army.
- The Green Corner in News Centre allows staff to recycle their used clothing, shoes and bags through our partnership with Greensquare.
- Water efficient practices such as water-saving faucets implemented across Print Centre, News Centre and shopping malls in Singapore
- All three malls in Singapore have obtained PUB's Water Efficient (WEB) Certification

Refer to pages 88-90 and 95 for more information



### ENERGY RESET

#### Greener Infrastructure & Buildings

Raising sustainability standards of buildings

#### Green Mark Gold:

The Clementi Mall and The Seletar Mall

#### Green Mark Certified:

Paragon

Refer to Page 68 for more information

#### Sustainable Towns & Districts

Reduce energy consumption and improve energy intensity

- Accumulated energy reduction in accordance to NEA Energy Conservation Act
- Inaugural Energy Efficiency Opportunities Assessment (EEOA) underway – Print Centre is currently collecting data from various systems for Energy Audits and opportunities to be identified thereafter to improve energy efficiency.

Refer to Page 68 for more information



### GREEN GOVERNMENT

The public sector will take the lead on sustainability by encouraging and enabling citizens and businesses to adopt sustainability practices, such as through green procurement. At SPH, we have existing practices to drive sustainability within our organisation as well as to encourage the public to do so as well.

- Since FY2020, all vendors are required to acknowledge and comply with SPH's procurement guidelines encompassing workforce labour, health and safety, environmental protection and conservation

Refer to Page 100 for more information

- Partnerships with Terra SG to increase awareness of sustainability and encourage environmental-friendly practices (a six-part exhibition at Sustainable Singapore Gallery and Little Eco Prints programme for preschoolers)
- Enhanced media content and greater coverage on sustainability issues through various platforms and modes (i.e Interactive news articles on ST.com, Green Pulse Podcast, Eco Money segment on Money FM 89.3)

Refer to Page 95 for more information



# SUSTAINABILITY REPORT

## ENERGY AND EMISSIONS 302-1 • 302-3 305-1 • 305-2 • 305-4

In FY2021, total energy consumption of SPH was recorded at 426,083 GJ, of which 99.6% was attributed to purchased electricity and 0.4% from fuel consumption. Fuel is consumed in the form of diesel for forklifts at Print Centre and transportation in Orange Valley's operations. Electricity is purchased from the local electricity providers across Singapore, Australia, the UK and Germany.

At Print Centre, we have a dedicated Energy Manager and Energy Assessor (In-House) who oversees energy

consumption patterns to identify any opportunities to improve energy efficiency, and is responsible for preparing and submitting the Energy Use report and Energy Efficiency improvement plan to NEA annually.

The Energy Assessor is also responsible for preparing and submitting EEOA reports to NEA in December 2021.

A large proportion of procured energy goes towards the buildings' electricity consumption. Notwithstanding the reductions brought about by Covid-19, we implemented energy-saving initiatives across all four business segments to reduce energy consumption as much as possible.

## ENERGY-SAVING INITIATIVES

BUSINESS	ENERGY-SAVING INITIATIVES
<b>Media</b>	<ul style="list-style-type: none"> <li>● <b>Print Centre:</b> The first EEOA at Print Centre, prepared in accordance with ISO 50002: Energy Audits and targeted to submit in December 2021. The EEOA process is summarised below:               <ul style="list-style-type: none"> <li>○ Data collection from Air Handling Units (AHU), lighting, production and auxiliaries systems</li> <li>○ From the raw data collected above together with results of completed audits on the chiller plant and compressor system, individual energy audit reports will be generated which analyse usage patterns to identify energy efficiency opportunities for each system.</li> </ul> </li> <li>● Collectively, an EEOA report will be prepared for Print Centre which summarises these findings. Prior to submission to NEA, the report was endorsed by our certified in-house EEO assessor and Production's Head of Department</li> <li>● <b>News Centre:</b> Ongoing initiative to replace existing fluorescent/halogen lights to lower wattage LED lights when existing lights wear out</li> <li>● <b>News Centre:</b> "Last man out switch off the lights" practice and midnight occupancy checks to switch off lights at vacant areas for offices with multiple exits</li> </ul>
<b>Properties</b>	<ul style="list-style-type: none"> <li>● Maintained Green Mark Certification for Paragon, and Green Mark Gold for The Clementi Mall and The Seletar Mall in FY2021</li> <li>● Westfield Marion achieved 4 Stars for Energy in the NABERS rating<sup>9</sup></li> <li>● Energy management response strategy to ensure consistent approach at maximising energy efficiency during Covid-19 pandemic at Westfield Marion</li> </ul>
<b>Aged Care (Orange Valley)</b>	<ul style="list-style-type: none"> <li>● Ongoing initiative to replace existing fluorescent lights to LED lights by installing an LED conversion kit when existing lights wear out.</li> </ul>
<b>PBSA</b>	<ul style="list-style-type: none"> <li>● Energy management plan in place to guide energy consumption across all assets</li> <li>● Mandatory Electrical Installation Condition Report (EICR) conducted once every five years to ensure safe and working electrical equipment within premises</li> <li>● Energy Performance Certificates (EPCs)<sup>10</sup> rating of D (on a scale of A-G), an average score in the UK.</li> <li>● Daily system checks to ensure maximum functionality and operation efficiency</li> <li>● Regular maintenance of facilities and amenities</li> <li>● Annual audits conducted by the UK Government</li> <li>● Currently replacing lights to energy-efficient LED in German assets and changed light switches to movement sensors in all corridors, cellar rooms, washrooms and communal kitchens</li> </ul>

9 National Australian Built Environment Rating System (NABERS) is a national rating system that measures the environmental performance of Australian buildings, tenancies and homes via Energy, Water and Waste benchmarks.

10 Energy Performance Certifications are a rating scheme to summarise the energy efficiency of buildings in the European Union.

**PERFORMANCE**

SPH Group's operations remained affected for most of FY2021 by the global Covid-19 pandemic. The lowered production rates continued on during the year, with low activity across our malls as well. Energy use levels were expected to remain consistent with those of prior year's consumption. To that end, our facility management teams still introduced energy-saving initiatives throughout the year.

In FY2021, the total direct (Scope 1) GHG emissions was 113.5 tCO<sub>2</sub>e and total indirect (Scope 2) GHG emissions was 45,746 tCO<sub>2</sub>e.

News Centre aims to maintain their total energy consumption based on a five-year moving average, and Print Centre (Production) targets to maintain its total energy consumption based on FY2017 levels. Paragon, The Clementi Mall and The Seletar Mall strive to maintain current energy and GHG emissions intensities from FY2020's levels. News Centre managed to achieve a reduction in energy consumption in FY2021 (8,266,359 kWh) compared with the five-year moving average as of FY2020 (11,062,394 kWh). Print Centre also reduced energy consumption in FY2021 (26,665,454 kWh) from FY2017 levels (32,624,034 kWh). Despite the low energy consumption levels recorded due to lowered activities across Media, energy saving initiatives were still implemented throughout the year.

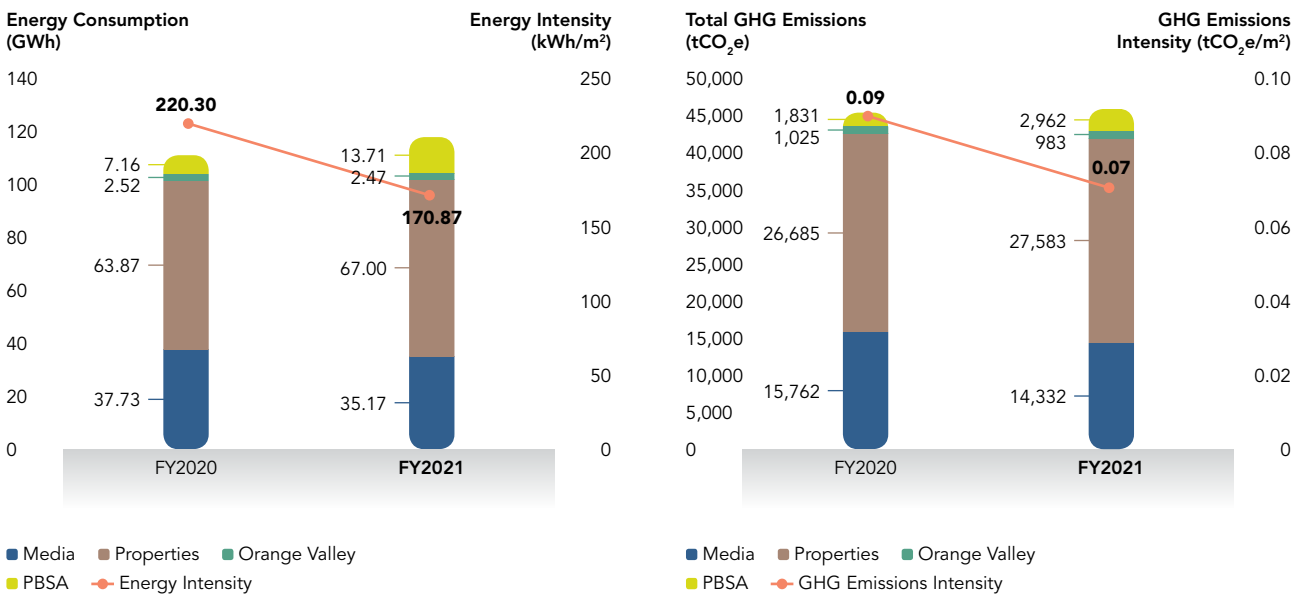
For Properties, there was an increase in energy intensity in FY2021 (444.4 kWh/m<sup>2</sup>) from FY2020 (425.05 kWh/m<sup>2</sup>) for the three malls in Singapore (Paragon, The Clementi Mall and The Seletar Mall). This was a result of an increase in footfall in our malls compared to FY2020 when the circuit breaker and stricter restrictions were enforced. Footfall began to increase in FY2021 as government restrictions were gradually eased.

In FY2021, we further expanded the reporting scope to include Westfield Marion in Australia, which explains for the overall increase in energy consumption and GHG emissions for the Properties segment.

Likewise, we have also expanded PBSA's reporting scope to include nine more assets in UK and Germany for FY2021's reporting. This has also resulted to an increase in energy consumption and GHG emissions for PBSA.

Overall, we observe an increase in energy consumption and total GHG emissions attributed to the inclusion of more assets as well as improved data coverage from existing assets. On the contrary, we are pleased to report a decrease in energy and GHG emissions intensities due to higher energy efficiency within existing buildings. The decrease in both intensities could also be due to a larger gross floor area as more assets were included in this year's performance data.

**ENERGY CONSUMPTION AND GHG EMISSIONS BY BUSINESS DIVISION<sup>11,12</sup>**



11 GHG emissions for Media and Orange Valley are computed based on emission factors derived from Greenhouse Gas (GHG) Emissions Measurement and Reporting Guidelines published by National Environment Agency and electricity grid emission factor published in Singapore Energy Statistics by Energy Market Authority. GHG emissions for PBSA (Capitol Students, Student Castle and Host) are computed based on emission factors derived from UK Government GHG Emissions Factor for Company Reporting and from the German Environment Agency. GHG emissions for Properties in Singapore and Figtree Grove in Australia are provided by the appointed energy management firm servicing our properties. GHG emissions for Westfield Marion are computed based on emission factors derived from the Australian National Greenhouse Accounts Factors (October 2020).

12 Energy consumption and GHG emissions for Properties exclude The Rail Mall as it is insignificant to total consumption.

# SUSTAINABILITY REPORT

## WATER 303-1 • 303-2 • 303-3

Water is a scarce resource and is essential across all business operations. It is mainly procured from the local utility providers. Through close monitoring of water consumption and regular maintenance of water outlets, we ensure the integrity of our water supply networks. Investigations will be conducted should there be any anomalies such as leakages or faults.

We regularly engage employees, tenants and residents to promote the importance of water conservation. While work-from-home arrangements have resulted in a significant reduction in water consumption, we continue to remind employees and tenants to adopt water-saving habits through training and posters displayed around our premises.

### WATER-SAVING INITIATIVES

BUSINESS	WATER-SAVING INITIATIVES
<b>Media</b>	<ul style="list-style-type: none"> <li>● Daily checks on water supply installation for undetected leaks across both News Centre and Print Centre</li> <li>● Use of water-efficient fittings and PUB-recommended flow rates for flushing systems at News Centre</li> <li>● Harvested rainwater at Print Centre diverted to cooling tower water tank to reduce water consumed</li> <li>● Fixed/rotating water sprinklers and drip valves for landscape watering have been installed since FY2015, which helps to distribute and control watering and minimise wastage</li> </ul>
<b>Properties</b>	<ul style="list-style-type: none"> <li>● Regular tracking and close monitoring of water consumption with prompt rectification of leakages</li> <li>● Paragon, The Clementi Mall and The Seletar Mall have maintained Public Utilities Board's (PUB) Water Efficient Building (WEB) Certification</li> <li>● Westfield Marion achieved 4 Stars for Water in the NABERS rating<sup>9</sup></li> <li>● Figtree Grove and Westfield Marion comply with AS/NZS 3500 standards of plumbing and drainage which includes backflow prevention, cross contamination, management of trade waste and metering standards</li> <li>● Figtree Grove completed installation of digital and pressure-reducing valves to reduce water flow rate across the premises</li> </ul>
<b>Aged Care (Orange Valley)</b>	<ul style="list-style-type: none"> <li>● Rotating water sprinklers are used in the garden to help in the daily watering of plants. This method helps to distribute and control the watering, minimising wastage and runoffs caused by over- or under-watering.</li> </ul>
<b>PBSA</b>	<ul style="list-style-type: none"> <li>● With water consumption mainly driven by students' activities, education on water conservation remains key. Water-saving tips displayed across PBSAs through posters to encourage water-saving habits among students</li> <li>● Water cisterns were also replaced in 1,013 rooms to bring down water consumption</li> </ul>

### PERFORMANCE

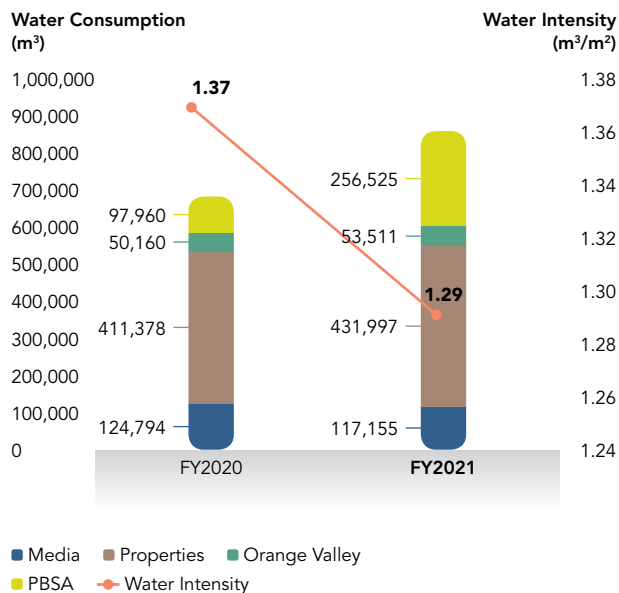
As the Covid-19 situation remains fluid, we continued with precautionary measures such as increased cleaning and disinfection frequency, encouraging employees to wash their hands regularly and inculcating good personal hygiene. As such, we expect the trend in water consumption to be consistent with that of FY2020 across all four business segments. Notwithstanding the low activity across the divisions, respective water-saving initiatives were introduced throughout the year.

News Centre aims to maintain their total water consumption based on a five-year moving average, and

Print Centre (Production) targets to maintain its total water consumption based on FY2017 levels. This year, News Centre saw a decrease in water consumption in FY2021 (59,207 m<sup>3</sup>) compared with the five-year moving average as of FY2020 (67,093 m<sup>3</sup>). Print Centre also saw a drop in water consumption in FY2021 (57,948 m<sup>3</sup>) from FY2017 levels (79,695 m<sup>3</sup>).

Paragon, The Clementi Mall and The Seletar Mall strive to maintain current water intensity from previous year's levels. Water intensity for the Singapore properties decreased in FY2021 (2.04 m<sup>3</sup>/m<sup>2</sup>) from FY2020 (2.50 m<sup>3</sup>/m<sup>2</sup>).

## WATER CONSUMPTION AND INTENSITY BY BUSINESS DIVISION<sup>13</sup>



As with the trend observed for energy consumption, the same is seen in water consumption. The inclusion of Westfield Marion resulted in a higher overall water consumption for the Properties segment in FY2021. Similarly, water consumption for PBSA has also increased with the inclusion of nine more assets across UK and Germany.

While overall water consumption has increased, we observe a drop in overall water intensity, which is attributed to water efficient measures taken across our portfolio in FY2021.

## EFFLUENTS AND WASTE

303-2 • 303-4 • 306-2

Improper waste management can result in detrimental impacts on the environment. As such, we strive to comply with the local laws and legislations governing waste disposal in the countries we operate in. We do so by ensuring proper segregation, treatment and disposal of our effluents and waste. Quantities of waste disposed and recycled by different properties are recorded for mandatory reporting. SPH's waste classification and corresponding management plans are summarised in the table below.

## WASTE CLASSIFICATION AND MANAGEMENT PLANS

TYPE OF WASTE GENERATED	DESCRIPTION	MANAGEMENT PLAN
<b>MEDIA</b>		
<b>Trade Effluent</b>	All cleaning liquids used for the presses' rollers	Effluent is treated at on-site wastewater treatment plant to meet allowable limits for trade discharge relating to Environmental Protection and Management (Trade Effluent) before it is discharged into the public sewer.  The remaining sludge is collected and disposed of by a licensed disposal company approved by NEA.
<b>Non-Treatable Waste</b>	Waste chemical, ink and developer	Collected and disposed of by a licensed waste disposal company approved by NEA.  <b>Waste chemical/ink:</b> Sent for treatment at waste disposal company and will be discharged into PUB sewage only after a sample of the treated waste passes the Trade Effluent test and meets all of NEA requirements  <b>Developer:</b> Sent for incineration and the bottom ash will be sent for cementation before conducting a Toxicity Characteristic Leaching Procedure (TCLP) test. Finally, it is sent to the landfill.
<b>Recyclable Waste</b>	Newsprint, aluminium printing plates, carton boxes, metal drums, and plastic containers	Collected and sold to recycling facilities.

<sup>13</sup> Water consumption for Properties exclude The Rail Mall as it is insignificant to total consumption. Water consumption for the five assets managed by Capitol Students was not available.



# SUSTAINABILITY REPORT

TYPE OF WASTE GENERATED	DESCRIPTION	MANAGEMENT PLAN
<b>PROPERTIES AND PBSA</b>		
<b>Recyclable Waste</b>	Aluminium cans, plastic containers, paper-based packaging and glass	Collected and sold to recycling facilities.
<b>General Waste</b>	General waste collected from malls and student accommodation which are not recycled	<p>Collected and disposed of by licensed waste disposal company approved by NEA, relevant UK authorities and local environmental regulator in Australia</p> <p>Operators in the UK have a waste-management plan prepared in accordance with the guidelines set by the local authorities. This plan comprises the number of bins and space required to provide capacity for the residents living within the premises. Plans will be reviewed internally by the team to ensure that it is operationally effective for each PBSA.</p> <p>In Germany, there are three colour-coded bins provided on site for general waste (green), plastic (yellow) and paper (blue). General waste bins are emptied weekly whereas bins for paper and plastic are emptied fortnightly.</p>
<b>ORANGE VALLEY</b>		
<b>Biohazardous Waste</b>	Infectious waste, pharmaceutical waste and sharps waste	Orange Valley has in place a set of Waste Management guidelines, to ensure biohazardous waste is separated and contained on-site prior to collection by ISO 14001-certified disposal companies.
<b>Non-Hazardous Waste</b>	General waste	Collected and disposed of by a licensed waste disposal company approved by NEA.
	Used plastic containers, pallet wood, etc.	Where applicable, they are upcycled and used as planter pots and decorations at our gardens.

## PERFORMANCE

The following summarises the effluent and waste discharge values in FY2021 in comparison with FY2020. At Print Centre, there was an increase in sludge disposed during the year due to the cleaning of the sump tank. With most of our employees working from home, the amount of non-hazardous waste disposed from News Centre was lower than that of FY2020. We achieved 100% compliance with NEA's regulations regarding wastewater management again in FY2021.

### EFFLUENTS AND WASTE STATISTICS FOR SPH GROUP IN FY2021<sup>14,15</sup>

	FY2020	FY2021
<b>MEDIA (PRINT CENTRE AND NEWS CENTRE)</b>		
Treated wastewater discharged to sewer (m <sup>3</sup> )	1,966	1,803
Untreated wastewater disposed by licensed vendor (litre)	45,000	38,000
Sludge disposed of by licensed vendor (kg)	59,530	85,100
Recycled waste (kg) (Print Centre)	2,467,530	1,919,830
Non-hazardous waste discharged by licensed vendor (kg) (News Centre)	246,982	175,403
<b>ORANGE VALLEY</b>		
Hazardous waste disposed of by licensed vendor (kg)	28,448	26,242
Non-hazardous waste discharged by licensed vendor (kg)	4,328,280	4,496,800

## MATERIALS <sup>301-2</sup>

SPH is committed to minimising the social and environmental consequences of our business operations. We work only with suppliers and business partners that uphold SPH's values and ethical standards.

Vendors are screened through a rigorous qualification process to ensure that they adhere to environmental and social responsibilities. All business partners including vendors and suppliers have a contractual obligation to comply with our procurement guidelines which encompass ethical business dealings, workforce labour, health and safety, human rights and discrimination, environmental protection and conservation, and personal data and confidentiality. Since the first Procurement Fundamentals workshop held in FY2020, we will be conducting it on an annual basis where employees will receive training on procurement ethics as well as on the sourcing and evaluating the suitability of potential suppliers. In FY2021, 91 employees attended the virtual session conducted.

For major newspaper printing supplies such as paper and ink, a best-sourcing approach is adopted.

Only the following types of paper pulp are used for newsprint production:

- 100% sustainably sourced paper pulp. In FY2021, our newsprint produced comprised 70% recycled pulp and 30% virgin fibre pulp
- Hybrid newsprint: A mixture of recycled paper pulp and virgin fibre pulp
- Virgin fibre pulp sourced from sustainable plantations compliant with internationally recognised sustainable forest management standards: These standards include Sustainable Forestry Initiative (SFI), Forest Stewardship Council (FSC) and Programme for the Endorsement of Forest Certification (PEFC)

Similarly, we only use inks with minerals or are soy-based, produced in compliance with REACH or NICNAS.

<sup>14</sup> Scope of all effluents and waste data includes only SPH Print Centre and Orange Valley.

<sup>15</sup> Non-hazardous waste discharged by licensed vendors under Media includes News Centre only.



## CARE FOR OUR COMMUNITY

### SDGS SUPPORTED



### MATERIAL FACTOR IN THIS PILLAR



#### LOCAL COMMUNITIES

Community investment is a valuable way to engage staff and ensure thriving local communities.

To help the community tide through the Covid-19 pandemic, several initiatives and campaigns have been launched. Even as Singapore has taken positive steps to reopen its economy in Phase 2, the impact may continue to be felt by the society. SPH will continue to provide support to the community in maintaining positivity and hope as we emerge from the tough times.

### MANAGEMENT TOOLS

- Corporate Social Responsibility (CSR) Policy

### HIGHLIGHTS

About  
**\$1.2M** in sponsorships and donations to various social and charitable causes by SPH and SPH Foundation

**3RD** consecutive year receiving the Champion of Good Award from the National Volunteer And Philanthropy Centre

Supported and organised  
**114** programmes under our CSR pillars

Received  
**3** Community Chest Awards



# SUSTAINABILITY REPORT

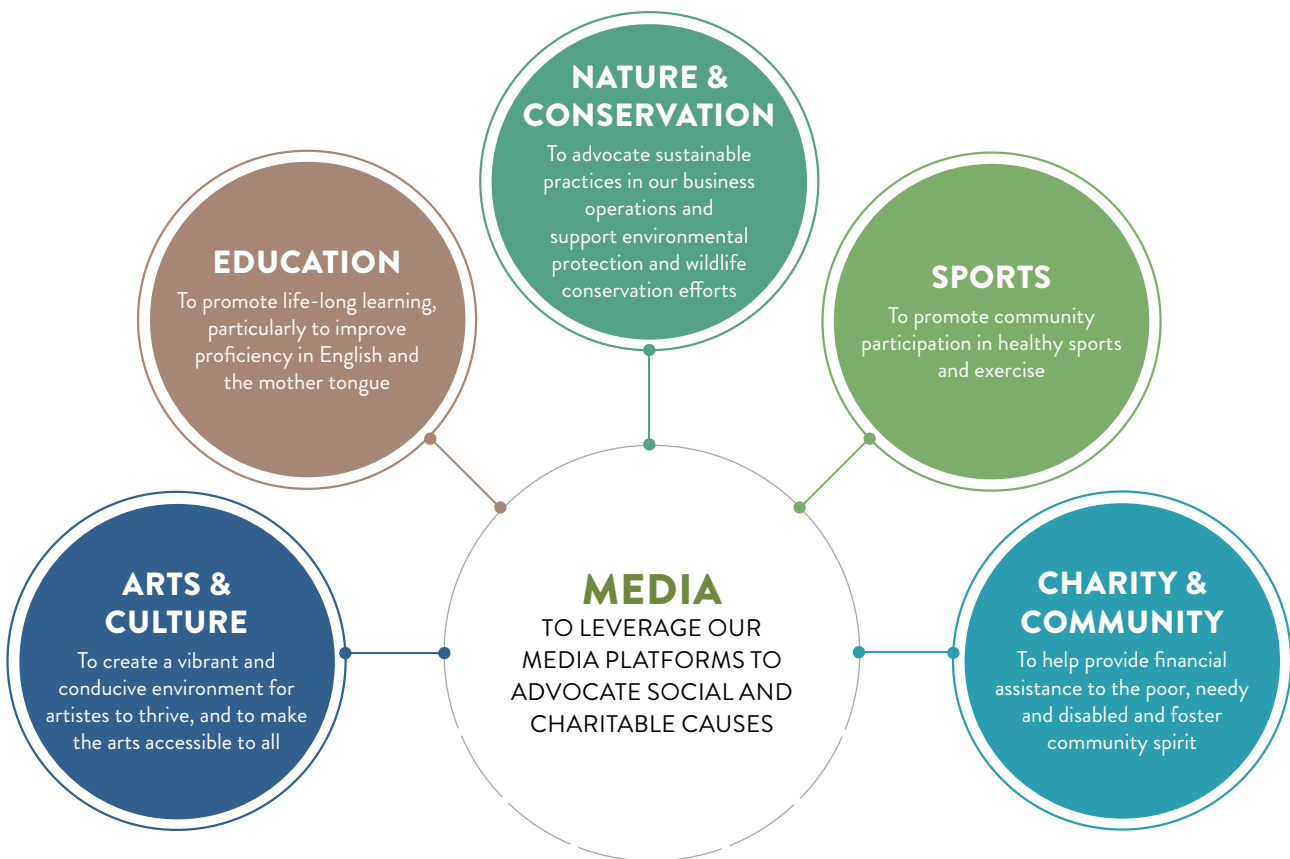
## CORPORATE SOCIAL RESPONSIBILITY PILLARS 413-1

SPH remains committed towards enriching the lives of the communities in which we operate through our Corporate Social Responsibility (CSR) initiative and partnerships. We understand the challenges brought about by the pandemic and continue to support our communities through various methods. Underpinning our efforts is a Group-wide CSR policy that details the process used to assess and review all proposed community involvement initiatives.

SPH partners with well-known organisations on meaningful causes and activities across five identified CSR pillars that share the same goal of supporting our

communities during the trying times. The SPH Staff Volunteers Club has invited employees to participate in our events such as Bags of Love to bring cheer and support to the community.

To assist those who have been severely affected by the pandemic, SPH has rolled out various initiatives to help our communities pull through this crisis. These initiatives included financial and emotional support to those affected by the pandemic. Despite the Covid-19 outbreak disrupting some of our planned CSR initiatives to help the community through this crisis, we were still able to keep to our target of supporting and organising 114 programmes, including sponsorships, donations and company events.



# SUSTAINABILITY REPORT



## CASE STUDY

### CELEBRATION OF OUR CSR JOURNEY

SPH received the Champion of Good 2020 award from the National Volunteer And Philanthropy Centre on 19 November 2020. It is the third year in a row that SPH has been conferred this award, which recognises organisations that are exemplary in doing good and have multiplied the positive impact by engaging their partners and stakeholders in collaborations.

CEO Ng Yat Chung said: *“As a socially responsible company, we believe in giving back to the community. We are honoured that SPH has been recognised as a Champion of Good. It is a strong affirmation of the impact of our corporate giving and how*

*volunteerism is embedded in our company’s culture. I am proud of the work of our staff volunteers, who have rallied for good causes and care for the vulnerable in our community.”*

SPH was also recognised as a Patron of Heritage by the National Heritage Board (NHB) for supporting Bulan Bahasa (Malay Language Month) and other NHB projects that include the Geylang Serai Heritage Gallery and Founders’ Memorial International Architectural Design Competition.

The Patron of Heritage Awards, launched by NHB in 2006, celebrate the donations and contributions of individuals and organisations who have given to heritage causes. The ceremony was held virtually on 24 November 2020 to recognise the contributions by SPH and other 87 donors.

## CHARITY AND COMMUNITIES

### Annual collaboration with the Boys’ Brigade and its Share-a-Gift initiative

Continuing with our annual community service project with the Boys’ Brigade, a total of \$10,140 was raised as part of the Share-a-Gift initiative in November 2020. The amount was used to purchase food hampers from OctoRocket to meet the needs of families, children and elderly affected by the Covid-19 pandemic.

### SPH Cares with Bags of Love

On 9 February 2021, more than 20 SPH staff volunteers distributed fortune bags containing essential items to the homes of 120 elderly residents in the Toa Payoh Estate with Care Corner Singapore, to lift their spirits amid the pandemic. It was the sixth year that SPH had brought festive cheer to needy seniors with its Bag of Love programme.





## CHARITY AND COMMUNITIES

### Supporting needy households

SPH Foundation sponsored subscriptions to ST and TM for needy households in Singapore, to promote greater interest in reading of newspapers and global affairs. The beneficiaries were identified by the Chinese Development Assistance Council (CDAC), Yayasan Mendaki and Singapore Indian Development Association (SINDA).

Working with the Lion Befrienders, shoppers at The Clementi Mall were encouraged to make donations via the donation box placed within the mall with the mall pledging to match dollar-for-dollar.

A total of more than \$1,900 was raised to purchase 100 bags of essential items which were packed at the senior activity centre of Lions Befrienders Service Association (Singapore) and distributed to the needy seniors.

### A Jolly Christmas event at Paragon

Members of the Paragon Club rewards programme were encouraged to pledge donations via reward programme points accumulated in lieu of a physical event. This was implemented to drive donation proceeds for the CSR partner, Kidz Horizon Appeal (KHA) in a contact-less manner. Members donated 10 reward points for a \$5 donation to KHA.

Additionally, bear figurines hand-painted by KHA beneficiaries were posted on Paragon's Facebook page where users voted for their favourite piece from 4 – 13 December 2020. Paragon pledged a donation of \$500 for every 100 "likes", "shares" and comments. Both initiatives raised a total of \$1,095 for KHA.

## NATURE AND CONSERVATION

### Partnership with Terra SG

SPH Foundation partnered NGO Terra SG on a nationwide project – National Engagement With Sustainability (N.E.W.S.) – to educate and engage the public on key sustainability issues and the effects of climate change through a series of six exhibitions with different themes like waste and food security.

Launched in September 2020 at the Sustainable Singapore Gallery and online, the SPH Foundation Sustainability Exhibition featured curated content by the ST climate team on:

- What a Waste! (Global waste, recycling)
- Nature is Calling (Illegal wildlife trade, marine biodiversity)
- The Heat is On (Global warming, natural disasters)
- Eat, Drink & Be Wary (Food security, water security/ scarcity)
- In the Red of Health (Health changes from climate change)
- Down to Earth (Initiatives by individuals, businesses and governments)

The project also includes the Little Eco Prints programme which enabled more than 1,000 children at 20 MY World preschools to learn the importance of conservation through storytelling, fun activities and workshops, and to be green ambassadors among their families and friends

### Earth Hour

SPH joined 77 other establishments in Singapore in supporting this year's Earth Hour. Lights at the Reception Lobby and part of the Roof Garden at News Centre were dimmed between 8.30pm and 9.30pm on 27 March. Staff who were working during that time were also encouraged to turn off non-essential lights in their office to support the event.

In conjunction with Earth Day, an upcycling contest was held to encourage staff to repurpose unwanted materials into useful items.

### SPH Flea Market

The annual SPH Flea Market in April 2021 collected more than 480kg of donated items and helped to raise \$2,040.78 through sales as our staff came together to recycle and shop for a good cause, with the proceeds helping the beneficiaries under The Salvation Army.



# SUSTAINABILITY REPORT

## EDUCATION

### Nurturing Younger Audiences

ST Schools has a mission to engage and nurture young audiences for the future. It does so through its publications Little Red Dot for primary school and IN for secondary school audiences; three newsletters and Instagram under the TL;DR title for pre-university, polytechnic and ITE audiences, as well as other initiatives such as webinars and primers offering local and global perspectives in ST. In July 2021, the team picked up a gold award in the Global Youth and News Media Prize, for excellence in pandemic reporting for children.

To better engage the younger generation who are used to consuming content digitally, CMG's Student Publications division has been producing more digital content over the years to complement the print magazines. This year, two new video series "Platoon Thumbs Up" (拇指兵团) and "Toughest Trainee" (新手来挑战) were produced for primary school and secondary school students respectively. These series are broadcast on zbschools.sg and zaobao.sg and also shared on other SPH websites and social media platforms.

The "Platoon Thumbs Up" series, in particular, is a first for the CMG. The seven-episode bilingual animation series is a spin-off from the Thumbs Up popular comic strip. In each five-minute episode, the viewer gets to learn about the natural world through the escapades of Thumbs Up and his group of friends. Students may typically find such topics dry in print but they become fun and interesting when presented through an animation. From its launch in end January till June, this series garnered a total of 250,000 views across seven episodes.

The four-episode "Toughest trainee" series showcases jobs in emerging industries such as in robotics and aquaculture through a fun and interactive format. Two young hosts experience a variety of jobs in the selected companies and compete to complete a set of tasks to be selected as the best performing trainee. Viewers can also vote for them through social media. This series garnered a total of 42,000 views across four episodes.



### Kallang River is Living and Loved (KRILL) Learning Trail Programme

SPH Foundation continued its partnership with Waterways Watch Society to host a series of assembly talks and learning trail sessions to educate students on climate change, water pollution and conservation. These sessions, which were conducted virtually due to the pandemic, reached out to more than 12,000 students in 20 primary and secondary schools.

### Scholarships and Awards

13 recipients were awarded the SPH Foundation Lim Kim San Memorial Scholarship this year. The bond-free scholarships have now helped some 149 deserving students from modest family backgrounds further their degree programmes in languages, linguistics and the humanities at local universities since 2006.

SPH is a sponsor of the SPH Journalism Award and the subject Photo Journalism and Journalism Fundamentals Awards for Communications and Media Management students at Temasek Polytechnic.

SPH Foundation also sponsored the Distinguished Chinese Language Teachers Awards 2021 which aims to give due recognition to deserving Chinese language teachers who have shown exemplary efforts towards the teaching of Chinese language and culture in the past year. Eight Chinese-language teachers were honoured at the award ceremony held at News Centre on 11 September 2021.

## ARTS & CULTURE

### SPH Foundation Arts Fund

In 2021, the SPH Foundation Arts Fund supported arts groups like The Theatre Practice, Norwegian Cultural Center, How Drama, Arts Fission and Singapore Lyric Opera by purchasing tickets for beneficiaries from Children's Cancer Foundation, Children's Aid Society, Club Rainbow and Children's Wishing Well, Chen Su Lan Methodist Children's Home to enjoy these groups' performances.

### SPH Gift of Music

After more than a year-long hiatus due to the Covid-19 pandemic, the SPH Gift of Music series of free community concerts sponsored by SPH Foundation returned with A Gift of Love, a concert by Ding Yi Music Company on 24 July at the Singapore Chinese Cultural Centre Auditorium. The performance was live-streamed on the Facebook pages of SPH, Ding Yi and 96.3 Hao FM.

This was followed by a lunchtime concert by the Singapore Chinese Orchestra (SCO) on 6 August to mark National Day. The orchestra performed familiar favourites, including Our Singapore, ethnic songs and xinyao classics at the concert which was live-streamed from the SCO Concert Hall.

## SPORTS

### SPH Foundation National Primary School Tchoukball Championships

SPH Foundation will continue to sponsor the National Primary Schools Tchoukball Championships in 2021, supporting the Junior Division Championship scheduled for November, and a Tchoukball awareness programme held at selected schools.



## COVID-19 HIGHLIGHT

### SUPPORTING COMMUNITIES

#### Support through STSPMF

The Straits Times School Pocket Money Fund raised about \$14 million in 2020 despite the pandemic, the highest amount raised in a year in the fund's 20-year history. The fund in 2020 helped more than 10,000 students by giving them pocket money and special payouts amid the outbreak.

#### Covid-19 support towards the Community

In recognition of our outstanding contributions to the community, SPH and SPH Foundation were presented with three Community Chest Awards on 11 December 2020. The awards included the Enabler Award, the Charity Platinum Award and the Community Spirit Gold Award. SPH Foundation continued with the annual charity giving to provide support to the vulnerable in the community by donating

\$300,000 to Community Chest, \$50,000 to STSPMF and \$10,000 to The Business Times Budding Artists Fund in October 2021.

Despite the Covid-19 pandemic, Children for Children (CFC) continued its tradition of treating children to an iconic Singapore attraction for the 12th consecutive year. 1,000 children from 50 primary schools received a pair of tickets each to Universal Studios Singapore during the Children's Day celebrations in schools on 8 October 2020. CFC is an annual community fundraiser and charity event jointly organised by The Business Times, The Rice Company Limited, CHIJ Kellock and Resorts World Sentosa.

SPH also raised a total of \$10,140 in November 2020 for the SPH-Boys Brigade Share-A-Gift Campaign. This amount was used to purchase food hampers from OctoRocket to meet the needs of families, children and elderly affected by the Covid-19 pandemic.

# SUSTAINABILITY REPORT

## REPORTING WHAT MATTERS

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### REPORTING PERIOD

This report discloses SPH Group's activities and ESG performance for FY2021, from 1 September 2020 to 31 August 2021, with prior periods provided for comparison where available.

### REPORTING STANDARDS

This report has been prepared in accordance with the Global Reporting Initiative (GRI) Standards: Core option, with additional reference to the guidelines set out in the GRI-G4 Media Sector Disclosures and the SGX Sustainability Reporting Guide. We use GRI Standards: Core Option, a globally-recognised framework suited for reporting on sustainability matters relevant to SPH.

This report also applies the GRI Reporting Principles for defining report content and quality:

<b>Stakeholder Inclusiveness</b>	We engage with our stakeholders on an ongoing basis to understand their expectations and interests, as well as their information needs. This report draws upon the outcomes of these interactions. Please refer to pages 83-85 for details on our approach to stakeholder engagement.
<b>Sustainability Context</b>	We place emphasis on integrating sustainable practices across our businesses. SPH strives to transform our business model through diversification and innovation to drive the long-term sustainability and growth of our organisation. We take reference from national and global agendas, such as the Sustainable Singapore Blueprint (SSB) and the UN Sustainable Development Goals (UN SDGs), to seek continuous improvements in our practices.
<b>Materiality</b>	This report focuses on the ESG factors which are material to SPH. In defining our material ESG factors, we have considered the significance of the various impacts as well as their influence on our stakeholders' assessments and decisions. Please refer to Page 104 for details on our materiality assessment process.
<b>Completeness, Balance</b>	This report has been prepared to sufficiently provide an accurate and balanced view of SPH's ESG impacts to enable stakeholders to assess our performance. We are gradually expanding our reporting scope for more holistic disclosure. Please refer to Page 99 for details on our reporting scope.
<b>Accuracy, Reliability, Clarity, Comparability</b>	The report has been presented in a manner that is accurate, reliable and accessible to enable stakeholders to analyse changes in performance over time, and to support analysis relative to other organisations.
<b>Timeliness</b>	This report is intended as an annual publication dedicated to provide regular disclosures of SPH's ESG impacts to our stakeholders.

### REPORTING SCOPE

The reporting scope has been determined based on the materiality of the business to the group and over which the group has operational control. The scope covers all subsidiaries and a significant portion of our business. The scope excludes our investment in digital business such as M1 as we have no operational control over that entity.

The report emphasises SPH's contribution to sustainability through Media and Properties business segments, as well as our Purpose-Built Student Accommodation (PBSA) and aged care (Orange Valley) businesses. This year, SPH Magazines has merged with the main media business, which now covers all news, magazine and radio. The restructuring of our media business to a not-for-profit entity will not affect the reporting scope.

In FY2021, we further expanded the reporting scope for our Properties and PBSA businesses.

BUSINESS	FY2019	FY2020	FY2021
<b>Media</b>	<ul style="list-style-type: none"> <li>● SPH</li> <li>● SPH Magazines</li> <li>● SPH Radio</li> <li>● Times Properties</li> </ul>	<ul style="list-style-type: none"> <li>● SPH</li> <li>● SPH Magazines</li> <li>● SPH Radio</li> <li>● Times Properties</li> </ul>	<ul style="list-style-type: none"> <li>● SPH (News, Magazines and Radio)</li> </ul>
<b>Properties</b>	<ul style="list-style-type: none"> <li>● SPH REIT               <ul style="list-style-type: none"> <li>○ Paragon</li> <li>○ The Clementi Mall</li> </ul> </li> <li>● The Seletar Mall</li> </ul>	<ul style="list-style-type: none"> <li>● SPH REIT               <ul style="list-style-type: none"> <li>○ Paragon</li> <li>○ The Clementi Mall</li> <li>○ The Rail Mall</li> <li>○ Figtree Grove Shopping Centre</li> </ul> </li> <li>● The Seletar Mall</li> </ul>	<ul style="list-style-type: none"> <li>● SPH REIT               <ul style="list-style-type: none"> <li>○ Paragon</li> <li>○ The Clementi Mall</li> <li>○ The Rail Mall</li> <li>○ Figtree Grove Shopping Centre</li> <li>○ Westfield Marion Shopping Centre<sup>NEW</sup></li> </ul> </li> <li>● The Seletar Mall</li> </ul>
<b>Aged care</b>	<ul style="list-style-type: none"> <li>● Orange Valley</li> </ul>	<ul style="list-style-type: none"> <li>● Orange Valley</li> </ul>	<ul style="list-style-type: none"> <li>● Orange Valley<sup>16</sup></li> </ul>
<b>Purpose-Built Student Accommodation (PBSA)</b>	<ul style="list-style-type: none"> <li>● UK               <ul style="list-style-type: none"> <li>○ Mayflower (14 assets)</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>● UK               <ul style="list-style-type: none"> <li>○ Mayflower (14 assets)</li> <li>○ Glasgow (2 assets)</li> <li>○ Southampton (1 asset)</li> <li>○ Sheffield (1 asset)</li> <li>○ Leeds (1 asset)</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>● UK (27 assets)</li> <li>● Germany<sup>NEW</sup> (1 asset)</li> </ul>

### FEEDBACK 102-53

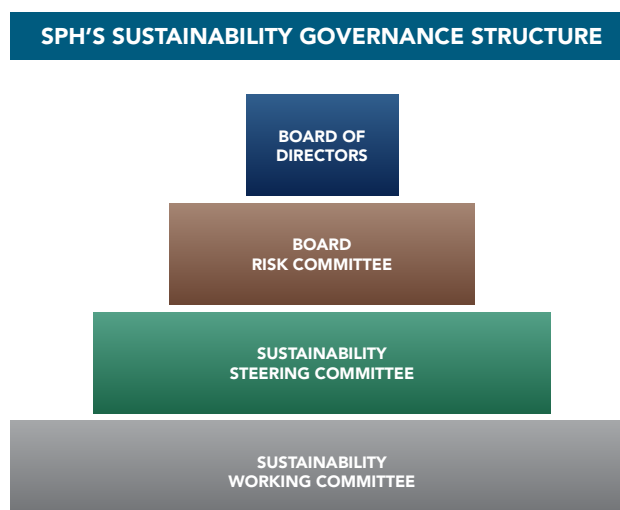
SPH seeks to continually sustain and improve on its business operations as we progress on our sustainability reporting journey. All stakeholders are welcome to write to sphcorp@sph.com.sg should they have any comments or concerns to raise.

### SUSTAINABILITY GOVERNANCE 102-18

The Board has tasked the Board Risk Committee (BRC) to oversee and monitor the management of SPH's material ESG factors.

The Sustainability Steering Committee (SSC), comprising senior management from the Group, supports the BRC by developing SPH's sustainability objectives and strategy, and managing and monitoring SPH's overall sustainability performance.

The SSC is supported by the Sustainability Working Committee (SWC), which consists of representatives from various business functions to drive SPH's sustainability programmes across the organisation.



16 Aged care assets in Japan are not included in the scope. Due to the landlord-tenant operating model, SPH does not have any influence over the operations and purely leases out the space to the local aged care operators.



# SUSTAINABILITY REPORT

## RESPONSIBLE SUPPLY CHAIN MANAGEMENT 102-9

At SPH Group, we are committed to minimising the social and environmental consequences of our business operations. Our values and ethical standards are communicated to all suppliers and business partners through the group-wide Supplier Code of Conduct. The Code covers:

- Compliance with laws and regulations which includes, but are not limited to, financial, socioeconomic and environmental aspects
- Ethical business dealings handled with integrity, transparency and honesty
- Confidentiality in accordance with the terms of their contract and for the benefit of the SPH Group
- Compliance with all competition laws (known as antitrust laws in the US) applicable to them
- Apply fair standards in its treatment of all its employees and comply with national laws on wages and working hours as well as international standards regarding child labour and minimum age

- Provide a safe and healthy working environment for all its employees

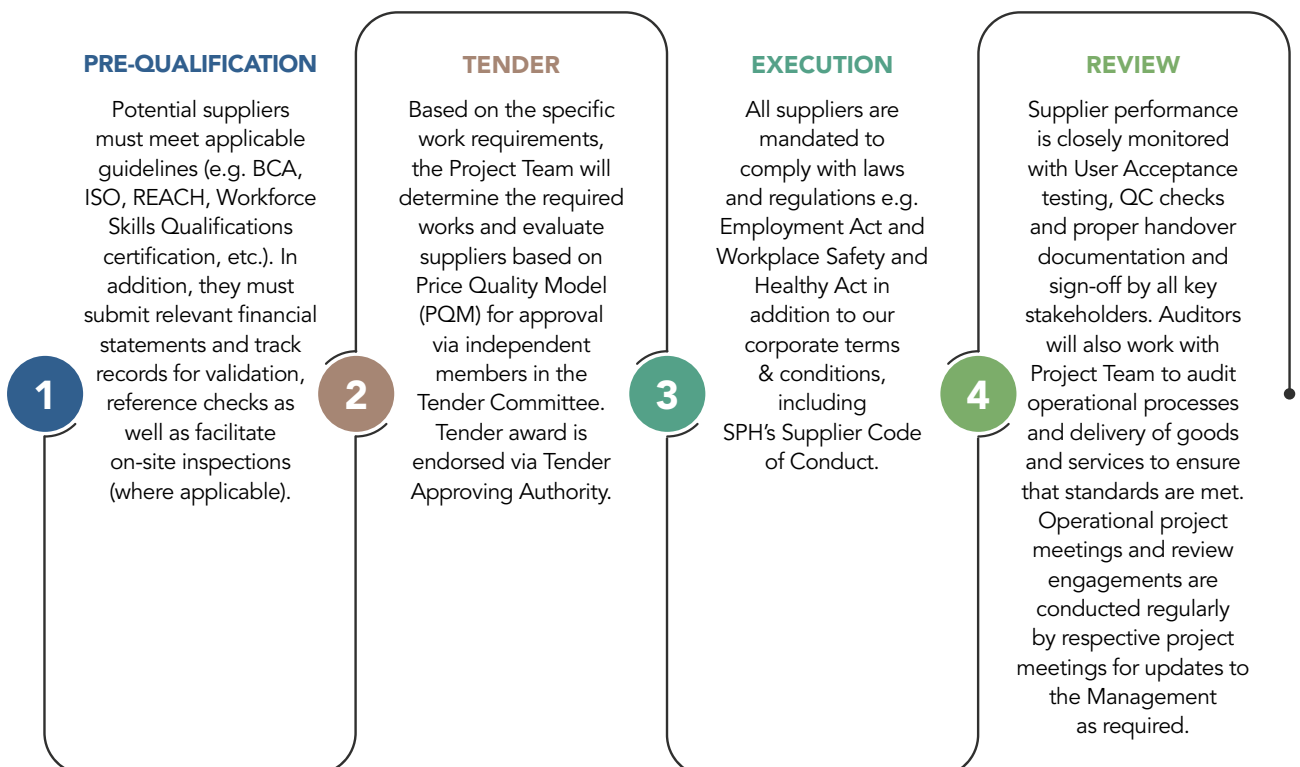
This year, we reinforced our commitment towards ethical procurement with the introduction of a Supplier Declaration of Compliance to Ethical Procurement. This declaration ensures that suppliers we work with continue to comply with laws and regulations in areas of ethical business dealings, workforce labour, health and safety, human rights and discrimination and personal data and confidentiality.

Additionally, training on procurement guidelines was conducted to familiarise SPH's employees on procurement guidelines, share best practices, streamline operations as well as to mitigate potential procurement lapses. Moving forward, similar programmes will be conducted regularly as a refresher.

For all major projects, the supplier management process is still practised as follows:

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SPH ANNUAL REPORT 2021



## STAKEHOLDER ENGAGEMENT

102-13 • 102-40 • 102-42 • 102-43 • 102-44

We recognise that regular engagement with our stakeholders is crucial for us to better understand their needs and expectations and build long lasting relationships with them.

On 10 September 2021, an Extraordinary General Meeting (EGM) was held to get shareholders' vote on the proposed media restructuring. We addressed the substantial and relevant questions submitted by shareholders in advance of the EGM, and the responses

were published on SGXNet and the SPH corporate website before the EGM. There were also live questions during the EGM which were addressed by the panel of SPH Chairman Lee Boon Yang, CEO Ng Yat Chung and Chief Financial Officer Chua Hwee Song.

For more information, please refer to [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html).

The following table provides a summary of our stakeholder interests and concerns, our response and key engagement methods:

### STAKEHOLDER ENGAGEMENT

STAKEHOLDERS	KEY INTERESTS / CONCERNS OF STAKEHOLDERS	SPH'S RESPONSE	KEY ENGAGEMENT METHODS	ENGAGEMENT FREQUENCY
<b>Customers</b>	<ul style="list-style-type: none"> <li>Quality of products and services, reliability of media content, punctuality of media release, enjoyable shopping experience, friendly customer service or engaging promotions and activities</li> <li>Quality and conducive eldercare service and products</li> <li>Comfortable and accessible student accommodations</li> </ul>	<ul style="list-style-type: none"> <li>Ensure credible media content, reliable newspaper delivery services and high levels of customer service</li> <li>Engage with customers on multi-platforms and channels</li> <li>Regular upgrading of retail malls to improve and fine tune tenancy mix, and organise engagement activities to promote customer satisfaction and loyalty</li> </ul>	Customer interaction via multiple platforms and channels, including promotions and events	Ongoing
			Customer feedback channels	Ongoing
<b>Investors/ Shareholders</b>	<ul style="list-style-type: none"> <li>Punctuality and accuracy of company's business progress, financial report</li> <li>SPH's business outlook</li> </ul>	<ul style="list-style-type: none"> <li>Generate optimum returns on investment</li> <li>Practise good corporate governance, transparency and disclosure</li> <li>Strive for sustainability and long-term growth</li> <li>Accurate and timely updates of SPH's business outlook to investing community</li> </ul>	Release of financial results and other relevant disclosures through SGXNet and SPH's website	Ongoing
			Annual General Meeting	Annually
			Extraordinary General Meeting	Ad-hoc
			Securities Investors Association (Singapore) Dialogue	Ad-hoc
			Investor meetings	Quarterly and Ad-hoc
			Media conference and analysts' briefings	Ongoing
			Investment conferences and summits	Ad-hoc

# SUSTAINABILITY REPORT

STAKEHOLDERS	KEY INTERESTS / CONCERNS OF STAKEHOLDERS	SPH'S RESPONSE	KEY ENGAGEMENT METHODS	ENGAGEMENT FREQUENCY
<b>Employees</b>	<ul style="list-style-type: none"> <li>● Workplace health and safety</li> <li>● Work-life balance</li> <li>● User-friendly and systematic platform for employee's welfare</li> <li>● Career progression, opportunities and productivity</li> <li>● Sense of belonging and ownership</li> <li>● Consistent updates of SPH's strategic developments, instilling sense of loyalty and ownership</li> </ul>	<ul style="list-style-type: none"> <li>● Adopt human resource policies and practices that propagate an equitable and a safe working environment.</li> <li>● Exercise meritocracy, reward good performances, and encourage teamwork</li> <li>● Provide opportunity for career development</li> <li>● Provide work-life balance, e.g. provision of nursing rooms and encouraging staff to take part in sports and leisure events</li> <li>● Provide a platform for staff to submit suggestions and feedback to management</li> </ul>	Training and career development programmes	Ongoing
			Health and wellness campaigns	Ongoing
			Social and team-building activities	Ongoing
			Employee feedback channels	Ongoing
<b>Business Partners</b>	<ul style="list-style-type: none"> <li>● Collaborative partnerships and opportunity to nurture and expand the business</li> </ul>	<ul style="list-style-type: none"> <li>● Engage suitable partners to pursue mutually beneficial business objectives, work towards growth and profitability</li> </ul>	Business meetings	Ad-hoc
			Strategic partnerships	Ad-hoc
<b>Media and Industry Partners</b>	<ul style="list-style-type: none"> <li>● Availability of company's latest announcements, corporate news and developments of the media industries SPH is in</li> </ul>	<ul style="list-style-type: none"> <li>● Publish timely and reliable information on company developments and news regularly</li> </ul>	Media release	Ad-hoc
			Industry conferences and seminars	Ad-hoc
			Website and social media	Ongoing
<b>Local Communities</b>	<ul style="list-style-type: none"> <li>● Responsible corporate citizen who cares for the local community</li> </ul>	<ul style="list-style-type: none"> <li>● Organise and support over 100 programmes annually, contribute to worthy causes in charity, community, sports, arts and culture, as well as nature and conservation</li> <li>● Together with SPH Foundation and various business units and subsidiaries, engage with the community in various ways, and work towards a sustainable future.</li> </ul>	Community outreach programmes and events	Ongoing

STAKEHOLDERS	KEY INTERESTS / CONCERNS OF STAKEHOLDERS	SPH'S RESPONSE	KEY ENGAGEMENT METHODS	ENGAGEMENT FREQUENCY
<b>Government and Regulators</b>	<ul style="list-style-type: none"> <li>Require company to comply with guidelines, policies and regulations.</li> <li>Address pertinent issues</li> </ul>	<ul style="list-style-type: none"> <li>Comply with existing laws, formulate policies and procedures to ensure adherence and sustainability of business</li> <li>Provide updates of SPH's new activities and policies to regulators through public/private consultation process</li> </ul>	Communication and Collaboration	Ongoing
			Compliance with applicable reporting requirements	Ongoing
<b>Distributors/ Retailers/ Tenants</b>	<ul style="list-style-type: none"> <li>Systematic and punctual delivery of goods, products and services</li> <li>Memorable retail experiences for shoppers</li> <li>Explore ideas for partnerships with tenants and retailers to deliver memorable shopping experiences</li> </ul>	<ul style="list-style-type: none"> <li>Conduct regular sales planning and support for tenants</li> <li>Regular communication with mall managers, offering tenants a designated channel for prompt assistance</li> <li>Identify target audience, customise advertisement and promotions to effectively reach out to various shoppers</li> </ul>	Tenant sales planning and support	Ongoing
			Tenant communication platforms and bulletins	Ongoing
			Shopper surveys	Ongoing
			Advertisements, marketing and sales promotion activities	Ongoing
<b>Trade Unions</b>	<ul style="list-style-type: none"> <li>Facilitate access to employees and promote membership in the trade unions</li> <li>Encourage engagement between management, staff and trade unions through regular dialogue sessions</li> </ul>	<ul style="list-style-type: none"> <li>Set up open communication channels with the unions and organise official and non-official engagements</li> </ul>	Direct communication with trade unions	Ongoing
<b>Suppliers</b>	<ul style="list-style-type: none"> <li>Ensure suppliers comply with the company's terms and conditions, and purchasing policies and procedures</li> <li>Familiarise suppliers with latest procurement policies and platforms, to avert any fraud or impropriety in dealings with staff</li> </ul>	<ul style="list-style-type: none"> <li>Put in place fair-value and competitive-based policies and best practices to ensure fair selection of suppliers and an ethical procurement process, based on quotations and tenders received</li> <li>Online Procurement-to-Payment System to streamline and automate workflow for suppliers and staff, increasing efficiency and productivity.</li> </ul>	Supplier meetings	Ongoing
			Fair and ethical procurement process	Ongoing
<b>Trade Associations</b>	<ul style="list-style-type: none"> <li>Require company's assistance and express various concerns and issues faced by the industry</li> </ul>	<ul style="list-style-type: none"> <li>Membership and active participation in industry forums and dialogues</li> </ul>	Participation in industry forums and dialogues	Ongoing
			Industry networking events	Ongoing
<b>Advocacy Groups and Charitable and Welfare Organisations</b>	<ul style="list-style-type: none"> <li>Require company to uphold responsible business practices, reduce environmental impacts and disclose necessary information pertaining to business growth and sustainability.</li> </ul>	<ul style="list-style-type: none"> <li>Collaborate with advocacy groups, e.g. engage in conservation projects to reduce environmental impacts, and support charitable causes</li> </ul>	Strategic partnerships and sponsorships to support a range of charitable causes	Ongoing

# SUSTAINABILITY REPORT

## MATERIALITY ASSESSMENT 102-47

The principle of materiality is the essential filter for us to determine which environmental, social and governance (ESG) factors are most significant to our stakeholders and our businesses. The following summarises our approach towards materiality assessment.

Data privacy was added as a new material matter. It is a topic of growing importance in Singapore and globally as consumers are increasingly aware of how their personal data is being collected and used.

### MATERIALITY ASSESSMENT PROCESS

FY2018	FY2019	FY2020	FY2021
<p>SPH went through an extensive list of ESG factors identified based on the industry, peers and sustainability megatrends.</p> <p>Key executives came together to prioritise and validate these material ESG factors.</p> <p>11 material factors were approved by senior management and the Board Risk Committee</p>	<p>As SPH has expanded the scope of reporting this year, a series of reviews and interviews were done with various business functions and stakeholders on the existing material factors to ensure their relevance.</p> <p>SPH has acquired Orange Valley in FY2017 and Purpose-Built Student Accommodation in FY2018. Taking these new business segments into consideration, it is important for SPH to account for the health and safety of our customers too. Therefore, we have expanded our boundary for the material factor to include the health and safety of our customers as well.</p>	<p>The 11 material factors were reviewed and remain highly relevant in SPH's business operations. There are improved disclosures for material matters; including:</p> <ul style="list-style-type: none"> <li>• Expanding disclosure on Health and Safety for Stakeholders by including measures taken to ensure overseas journalists' health and safety</li> <li>• Providing performance data for PBSA and Orange Valley for environmental indicators</li> <li>• Disclosures on the impact and response to Covid-19</li> </ul>	<p>The existing material factors were reviewed for their continued relevance. This year, a new material factor, Data Privacy, was added to the list, bringing it to a total of 12 material factors.</p> <p>We continue to enhance our disclosures for the material matters and have expanded the scope to cover all PBSA assets across the UK and Germany.</p> <p>Disclosures on the impact and response to Covid-19 have been updated to reflect the latest situation across countries of operation. With the media restructuring of SPH Group approved by shareholders in September 2021, SPH will relook its material topics to ensure relevance against the new operating context and environment.</p>



## TRADE MEMBERSHIPS 102-13

SPH has established mutually beneficial partnerships and linkages with a diverse range of local and overseas corporate members and public bodies. Our membership in the trade associations listed below provides a platform for our employees to network with other like-minded industry professionals, receive constant opportunities for peer-to-peer learning and access immediately the latest trends and developments affecting the industry at large.

- Advertising Standards Authority of Singapore
- ASEAN Newspaper Printers
- Asian News Network
- Association of Media Owners (Singapore)
- Audit Bureau of Media Consumption
- Business China
- Central Singapore Development Council
- Chartered Secretaries Institute of Singapore
- Contact Centre Association of Singapore
- Council for Estate Agencies
- FIPP
- Fire Safety Managers' Association
- GS1 Singapore
- Institute of Engineers, Singapore
- Institute of Internal Auditors
- Institute of Singapore Chartered Accountants
- Institute of Technical Education
- Interactive Advertising Bureau SEA (Singapore Chapter)
- International Council of Shopping Centers
- International News Media Association
- Investor Relations Professionals Association (Singapore)
- Management Development Institute of Singapore
- Media Publishers Association Singapore
- Newspaper Association of America
- National Safety and Security Watch Group
- Orchard Road Business Association
- Pacific Area Newspaper Publishers' Association (Panpa)
- Print & Media Association, Singapore
- Pulp and Paper Products Council
- Real Estate Developers' Association of Singapore
- REIT Association of Singapore (REITAS)
- Resource Information Systems Inc (RISI)
- Security Industry Institute
- Singapore Academy of Law
- Singapore Association of the Institute of Chartered Secretaries & Administrators
- Singapore Business Federation – Belt and Road Initiative (BRI) Connect Founding Member
- Singapore Chinese Chamber of Commerce and Industry
- Singapore Compact
- Singapore Corporate Counsel Association
- Singapore International Chamber of Commerce
- Singapore International Mediation Centre
- Singapore Institute of Directors
- Singapore Institute of Safety Officers
- Singapore Manufacturing Federation
- Singapore Mediation Centre
- Singapore National Employers Federation
- Singapore Retailers' Association
- Singapore Press Club
- Singapore Vehicle Traders Association
- Society of Project Managers, Singapore
- Southeast Community Development Council
- The Association of Accredited Advertising Agents Singapore
- The Association of Chartered Certified Accountants
- The Chinese Language Press Institute
- The Society of News Design
- Workplace Safety and Health Council
- World Association of Newspapers and News Publishers

# SUSTAINABILITY REPORT

## GRI CONTENT INDEX 102-55

GENERAL STANDARD DISCLOSURES			
GRI Standard	Disclosure	Section of Report and / or Explanation for Omission	Page
GRI 102: General Disclosures 2016	<b>Organisational profile</b>		
	102-1	Name of the organisation	Corporate Profile 1
	102-2	Activities, brands, products, and services	Corporate Profile 1
	102-3	Location of headquarters	Corporate Information 41
	102-4	Location of operations	Corporate Profile 1
	102-5	Ownership and legal form	Corporate Profile 1
	102-6	Markets served	Corporate Profile 1
	102-7	Scale of the organisation	Group Financial Highlights 11 Profile of our Workforce 66
	102-8	Information on employees and other workers	Profile of our Workforce 66
	102-9	Supply chain	Responsible Supply Chain Management 100
	102-10	Significant changes to the organisation and its supply chain	There are no significant changes to the organisation and its supply chain.
	102-11	Precautionary Principle or Approach	Risk Management 132
	102-12	External Initiatives	SPH is a signatory to Tripartite Alliance for Fair and Progressive Employment Practices (TAFEP).
	102-13	Membership of Associations	Trade Membership 105
<b>Strategy</b>			
102-14	Statement from senior decision-maker	Chairman's Statement 12	
<b>Ethics and Integrity</b>			
102-16	Values, principles, standards, and norms of behaviour	Build Ethical and Transparent Businesses 56 Develop Future-fit Skills and Knowledge for our Stakeholders 65 Promote Workplace Wellness and Ensure Safety of Our Staff and Customers 73 Adopt Environment-Friendly Practices 84 Care for Our Community 92	
<b>Governance</b>			
102-18	Governance structure	Sustainability Governance 99	
<b>Stakeholder Engagement</b>			
102-40	List of stakeholder groups	Stakeholder Engagement 101-103	
102-41	Collective bargaining agreements	Profile of our Workforce 67	
102-42	Identifying and selecting stakeholders	Stakeholder Engagement 101-103	
102-43	Approach to stakeholder engagement	Stakeholder Engagement 101-103	
102-44	Key topics and concerns raised	Stakeholder Engagement 101-103	

## GENERAL STANDARD DISCLOSURES

GRI Standard	Disclosure	Section of Report and / or Explanation for Omission	Page
GRI 102: General Disclosures 2016	<b>Reporting Practice</b>		
	102-45	Entities included in the consolidated financial statements	Financial Section 259
	102-46	Defining report content and topic Boundaries	About this Report 98-99
	102-47	List of material topics	Our Sustainability Targets 51-52
	102-48	Restatements of information	No information or data was restated
	102-49	Changes in reporting	Our Sustainability Targets 51
			Materiality Assessment 104
	102-50	Reporting period	About this Report 98
	102-51	Date of most recent report	31 August 2020
	102-52	Reporting cycle	About this Report 98
	102-53	Contact point for questions regarding the report	Feedback 99
	102-54	Claims of reporting in accordance with the GRI Standards	About this Report 98
	102-55	GRI content index	GRI Content Index 106-110
	102-56	External assurance	SPH has not sought external assurance for this year's report but will consider doing so in future.

## MATERIAL TOPICS

### Anti-Corruption

GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Build Ethical and Transparent Businesses Anti-corruption	56 57	
			Our Sustainability Targets Build Ethical and Transparent Businesses Anti-corruption	51 56 57	
	103-2	The management approach and its components	Our Sustainability Targets Build Ethical and Transparent Businesses Anti-corruption	51 56 57	
	103-3	Evaluation of the management approach	Anti-corruption	57	
	GRI 205: Anti-corruption 2016	205-3	Confirmed incidents of corruption and actions taken	Build Ethical and Transparent Businesses Anti-corruption	56 57

### Compliance with Laws and Regulations

GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Build Ethical and Transparent Businesses Compliance with Laws and Regulations	56 57-58	
			Our Sustainability Targets Build Ethical and Transparent Businesses Compliance with Laws and Regulations	51 56 57-58	
	103-2	The management approach and its components	Our Sustainability Targets Build Ethical and Transparent Businesses Compliance with Laws and Regulations	51 56 57-58	
	103-3	Evaluation of the management approach	Compliance with Laws and Regulations	57-58	
	GRI 419: Socioeconomic Compliance 2016	419-1	Non-compliance with laws and regulations in the social and economic area	Compliance with Laws and Regulations	57-58

### Data Privacy

GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Build Ethical and Transparent Businesses Data Privacy	56 58-59
			Our Sustainability Targets Data Privacy	51 58-59
	103-2	The management approach and its components	Our Sustainability Targets Data Privacy	51 58-59
	103-3	Evaluation of the management approach	Data Privacy	58-59
GRI 418: Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	Data Privacy	58-59

# SUSTAINABILITY REPORT

## GENERAL STANDARD DISCLOSURES

GRI Standard	Disclosure	Section of Report and / or Explanation for Omission	Page	
<b>Content Creation</b>				
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Build Ethical and Transparent Businesses Content Creation	56 60-64
	103-2	The management approach and its components	Our Sustainability Targets	51
			Build Ethical and Transparent Businesses	56
103-3	Evaluation of the management approach	Content Creation	60-64	
G4 Sector Disclosures: Media	G4-M2	Content Creation	Content Creation	60-61
<b>Non-Discrimination and Equal Opportunity</b>				
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Develop Future-fit Skills and Knowledge for our Stakeholders	65
			Non-discrimination and Equal Opportunity	68
	103-2	The management approach and its components	Our Sustainability Targets	51
Develop Future-fit Skills and Knowledge for our Stakeholders			65	
Non-discrimination and Equal Opportunity			68	
103-3	Evaluation of the management approach	Non-discrimination and Equal Opportunity	68	
GRI 401: Employment 2016	401-1	New employee hires and employee turnover	Profile of our Workforce	67
GRI 405: Diversity and Equal Opportunity 2016	405-1	Diversity of governance bodies and employees	Profile of our Workforce	67-68
GRI 406: Non-discrimination 2016	406-1	Incidents of discrimination and corrective actions taken	Non-discrimination and Equal Opportunity	68
<b>Training and Development</b>				
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Develop Future-fit Skills and Knowledge for our Stakeholders	65
			Training and Development	69-72
	103-2	The management approach and its components	Our Sustainability Targets	51
Develop Future-fit Skills and Knowledge for our Stakeholders			65	
Training and Development			69-72	
103-3	Evaluation of the management approach	Training and Development	69-72	
GRI 404: Training and Development 2016	404-1	Average hours of training per year per employee	Training and Development	72

## GENERAL STANDARD DISCLOSURES

GRI Standard	Disclosure	Section of Report and / or Explanation for Omission	Page	
<b>Health and Safety of Our Staff and Customers</b>				
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Promote Workplace Wellness and Ensure Safety of Our Staff and Customers Health and Safety of Our Staff and Customers	73 74-83
		The management approach and its components	Our Sustainability Targets Promote Workplace Wellness and Ensure Safety of Our Staff and Customers Health and Safety of Our Staff and Customers	52 73 74-83
	103-3	Evaluation of the management approach	Health and Safety of Our Staff and Customers	74-83
	GRI 403: Occupational Health and Safety 2018	403-1	Occupational health and safety management system	Health and Safety of Our Staff and Customers
403-2		Hazard identification, risk assessment and incident investigation	Health and Safety of Our Staff and Customers	74-83
403-3		Occupational Health Services	Health and Safety of Our Staff and Customers	74-83
403-4		Worker participation, consultation, and communication on occupational health and safety	Health and Safety of Our Staff and Customers	74-83
403-5		Worker training on Occupational Health and Safety	Health and Safety of Our Staff and Customers	74-83
403-6		Promotion of worker health	Health and Safety of Our Staff and Customers	74-83
403-7		Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	Health and Safety of Our Staff and Customers	74-83
403-9		Work-related injuries	Health and Safety of Our Staff and Customers	83
GRI 416: Customer Health and Safety 2016	416-2	Incidents of non-compliance concerning the health and safety impacts of products and services	Health and Safety of Our Staff and Customers	75, 81-82
<b>Energy and Emissions</b>				
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Adopt Environment-Friendly Practices Energy and Emissions	84 86
		The management approach and its components	Our Sustainability Targets Adopt Environment-Friendly Practices Alignment to Singapore Green Plan Energy and Emissions	52 84 85 86-87
	103-3	Evaluation of the management approach	Energy and Emissions	86-87
	GRI 302: Energy 2016	302-1	Energy consumption within the organisation	Energy and Emissions
302-3		Energy Intensity	Energy and Emissions	87
GRI 305: Emissions 2016	305-1	Direct (Scope 1) GHG emissions	Energy and Emissions	87
	305-2	Energy indirect (Scope 2) GHG Emissions	Energy and Emissions	87
	305-4	GHG emissions intensity	Energy and Emissions	87

# SUSTAINABILITY REPORT

## GENERAL STANDARD DISCLOSURES

GRI Standard	Disclosure	Section of Report and / or Explanation for Omission	Page		
<b>Water</b>					
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Adopt Environment-Friendly Practices Water	84 88-89	
		103-2	The management approach and its components	Our Sustainability Targets Adopt Environment-Friendly Practices Alignment to Singapore Green Plan	52 84 85
	103-3		Evaluation of the management approach	Water	88-89
				Water	88-89
	GRI 303: Water and Effluents 2018	303-1	Interactions with water as a shared resource	Water	88-89
		303-2	Management of water discharge-related impacts	Effluents and Waste	89
303-3		Water withdrawal	Water	88-89	
<b>Effluents and Waste</b>					
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Adopt Environment-Friendly Practices Effluents and Waste	84 89-91	
		103-2	The management approach and its components	Our Sustainability Targets Adopt Environment-Friendly Practices Alignment to Singapore Green Plan	52 84 85
	103-3		Evaluation of the management approach	Effluents and Waste	89-91
				Effluents and Waste	89-91
	GRI 303: Water and Effluents 2018	303-4	Water discharge	Effluents and Waste	91
	GRI 306: Waste 2020	306-1	Waste generation and significant waste-related impacts	Effluents and Waste	89-91
306-2		Management of significant waste-related impacts	Effluents and Waste	89-91	
306-3		Waste generated	Effluents and Waste	91	
<b>Materials</b>					
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Adopt Environment-Friendly Practices Materials	85 91	
		103-2	The management approach and its components	Our Sustainability Targets Adopt Environment-Friendly Practices Materials	52 84 91
	103-3		Evaluation of the management approach	Materials	91
				Materials	91
GRI 301: Materials	301-2	Recycled input materials used	Materials	91	
<b>Local Communities</b>					
GRI 103: Management Approach 2016	103-1	Explanation of the material topic and its Boundary	Care for Our Community	92-97	
	103-2	The management approach and its components	Our Sustainability Targets Care for Our Community	52 92-97	
			Care for Our Community	92-97	
GRI 413: Local Communities 2016	413-1	Operations with local community engagement, impact assessments, and development programs	Care for Our Community	92-97	
			Care for Our Community	92-97	





# CORPORATE GOVERNANCE REPORT

## CORPORATE GOVERNANCE REPORT 2021

SPH is committed to achieving high standards of corporate governance, to promote corporate transparency and to enhance shareholder value. Towards this, SPH has put in place clear policies and processes to promote corporate performance, accountability and sustainability, as well as to protect shareholders' interests. Its corporate governance principles reflect its focus on strong leadership, effective internal controls and risk management, accountability to shareholders, engagement with stakeholders and a robust corporate culture.

SPH is pleased to report that it has complied with the principles of the Code of Corporate Governance 2018 (the "Code"), and in all material respects, with the underlying provisions of the Code. Where there is any deviation from the provisions of the Code, appropriate explanation has been provided.

The Annual Report should be read in totality for SPH's full compliance.

## BOARD MATTERS

### Board's Conduct of its Affairs

#### *Principle 1: Board's Leadership and Control*

The Board is collectively responsible for providing overall strategy and direction to the Management and the Group. In doing so, Directors act in the best interests of the Company, with the objective of enabling the Group to achieve sustainable and successful performance.

The principal functions of the Board are as follows:

- (a) To decide on matters in relation to the Group's operations which are of a significant nature, including decisions on strategic directions and guidelines and the approval of periodic plans and major investments and divestments;
- (b) To oversee the business and affairs of the Company, establish, with Management, the strategies and financial objectives to be implemented by Management, and monitor the performance of Management;
- (c) To oversee processes for evaluating the adequacy and effectiveness of internal controls and risk management systems;
- (d) To set the Company's values and standards (including ethical standards); and
- (e) To consider sustainability issues such as environmental and social factors as part of its strategic formulation.

Matters requiring the Board's decision and approval include:

- 1. Major funding proposals, investments, acquisitions and divestments including the Group's commitment in terms of capital and other resources;
- 2. The annual budgets and financial plans of the Group;
- 3. Annual and half-yearly financial reports;
- 4. Internal controls and risk management strategies and execution; and
- 5. Appointment of directors and key management staff, including review of their performance and remuneration packages.

The Group has in place, financial authorisation limits for matters such as operating and capital expenditure, credit lines and acquisition and disposal of assets and investments, which require the approval of the Board.



## CORPORATE GOVERNANCE REPORT

All Directors are expected to objectively discharge their duties and responsibilities at all times as fiduciaries in the interests of the Company. The Board has a Code of Conduct and Ethics (including Conflicts of Interest) for Directors. This guides Directors in the discharge of their duties, requiring them to adhere to the highest standards of integrity and accountability. This code covers key areas such as conflicts of interest, duty of confidentiality, loans to directors, directors' declaration of interest under the Companies Act, external appointments and dealings in shares. Where a Director has or appears to have a conflict of interest in relation to any matter, he has to immediately declare his interest and recuse himself from participating in any discussion and decision on the matter.

In addition, SPH has in place a SPH Code of Ethics which sets out the framework and policies governing the conduct of the directors, employees and key stakeholders in SPH Group. These policies cover matters relating to anti-bribery, anti-corruption, anti-money laundering, counter-financing of terrorism, environmental protection, ethical procurement, fraud risk management, harassment and discrimination, anti-trust, protection of intellectual property rights, cybersecurity, conflict of interest and whistleblowing.

To assist the Board in their duties and to ensure that specific issues are subject to in-depth and timely review, certain functions have been delegated to various Board Committees. The Board Committees constituted by the Board are the Executive Committee ("EC"), Audit Committee ("AC"), Remuneration Committee ("RC"), Nominating Committee ("NC") and Board Risk Committee ("BRC"). Each of these Board Committees has its own terms of reference.

The EC comprises Dr Lee Boon Yang (Chairman), Mr Bahren Shaari, Mr Quek See Tiat, Ms Tracey Woon, Mr Yeoh Oon Jin and Mr Ng Yat Chung.

The EC's principal responsibilities are as follows:-

- (a) To review, with Management, and recommend to the Board the overall corporate strategy, objectives and policies of the Group, and monitor their implementation;
- (b) To consider and recommend to the Board, the Group's annual operating and capital budgets;
- (c) To review and recommend to the Board proposed investments and acquisitions of the Group which are considered strategic for the long-term prospects of the Group;
- (d) To approve the Company's asset allocation strategy, appointment and termination of external fund managers and investment/ divestment of securities and review investment guidelines, treasury management and investment performance;
- (e) To act on behalf of the Board in urgent situations, when it is not feasible to convene a meeting of the entire Board; and
- (f) To carry out such other functions as may be delegated to it by the Board.

Details of other Board Committees are as set out below:

1. Nominating Committee (Principle 4);
2. Remuneration Committee (Principle 6);
3. Board Risk Committee (Principle 9); and
4. Audit Committee (Principle 10).

## Board Attendance

The Board meets at least on a quarterly basis and as warranted by particular circumstances. The Board met 13 times in the financial year ended 31 August 2021 ("FY2021"), of which four were the regular quarterly meetings and nine were meetings to discuss other important and strategic matters. A Director who is unable to attend any meeting in person may participate via tele-conference. The attendance of the Directors at meetings of the Board and Board Committees, and the frequency of such meetings, is disclosed on page 131. A Director who fails to attend three Board meetings consecutively, without good reason, will not be nominated by the NC for re-appointment and will be deemed to have resigned.

## Training for Directors

Upon the appointment of a Director, he is provided with a letter setting out his key duties and obligations, including disclosure requirements and best practices relating to dealings in securities under applicable laws and regulations. A comprehensive orientation and induction programme, including site visits to the Group's operating centres, is organised for new Directors to familiarise them with the Group's business, operations, organisation structure and corporate policies. They are also briefed on the Company's corporate governance practices, the prevailing regulatory regime and their duties as Directors.

A new Director who has no prior experience as a director of an issuer listed on the SGX-ST must also undergo mandatory training in his roles and responsibilities as prescribed by the SGX-ST.

Directors are updated regularly on changes in relevant laws and regulations, industry developments, business initiatives and challenges, and analyst and media commentaries on matters related to the Company and its businesses. As part of the Directors' ongoing training, Directors are informed and encouraged to attend, at the Company's expense, relevant training programmes conducted by the Singapore Institute of Directors, Singapore Exchange, and other business and financial institutions and consultants.

For FY2021, Directors were provided with training in the areas of risk management, emerging technologies, and learning on the SPH ethics framework, covering areas like anti-bribery, anti-corruption and anti-money laundering law, countering the financing of terrorism, trade control, anti-competition, personal data protection and intellectual property protection. This was in addition to updates on regulatory and reporting requirements such as the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual, Companies Act and financial reporting standards. Directors also attended various conferences and seminars organised by the Singapore Institute of Directors.

They are also informed about matters such as the Code of Dealings in the Company's shares as they are privy to price sensitive information.

## Access to complete, adequate and timely information

The Board and Management are given opportunities to engage in open and constructive debate for the furtherance of strategic objectives. All Board members are supplied with relevant, complete, adequate and timely information prior to Board meetings and on an on-going basis to enable them to make informed decisions. Directors may challenge Management's assumptions and also extend guidance to Management, in the best interests of the Company.

Directors may, at any time, request for further explanation, briefings or informal discussions on any aspect of the Group's operations or business issues from Management.



## CORPORATE GOVERNANCE REPORT

The Board is provided with quarterly financial reports and progress reports of the Group's business operations, as well as analysts' reports on the Company. The financial results and annual budget are presented to the Board for approval. The monthly internal financial statements are made available to members of the Board. The financial results are also compared against the budgets, together with explanations given for significant variances for the reporting period. The Board also receives regular updates on the industry and technological developments. Such reports enable Directors to keep abreast of key issues and developments in the industry, as well as challenges and opportunities for the Group.

Management provides the Board with management accounts and such explanation and information on a regular basis and as the Board may require from time to time, to enable the Board to make a balanced and informed assessment of the Company's performance, position and prospects. Management also provides the Board with monthly reports on its financial performance.

As a general rule, board papers are sent to Directors one week in advance in order for Directors to be adequately prepared for the meeting. Senior Management attends Board meetings to answer any query from Directors. Directors also have unrestricted access to the Company Secretary and Management at all times. Directors are entitled to request from Management and provided with such additional information as needed to make informed and timely decisions.

SPH has adopted half-yearly reporting, but continues to provide a business commentary on the first and third quarter performance, and other updates whenever appropriate, to investors between the half-yearly reports. The Board reviews and approves the operational and performance update of the first and third quarters before they are issued.

The Board announces half-year and full-year financial results which present a balanced and informed assessment of the Company's performance, position and prospects, via public announcements and through the SGXNET.

The Board takes adequate steps through the establishment of appropriate internal policies to ensure compliance with legislative and regulatory requirements, including requirements under the SGX-ST Listing Manual.

### **Company Secretary**

The Company Secretary works closely with the Chairman in setting the agenda for Board meetings. She attends all Board meetings and ensures that board procedures are followed and that applicable rules and regulations are complied with. Under the direction of the Chairman, the Company Secretary's responsibilities include ensuring good information flow within the Board and its Board Committees, and between Management and non-executive Directors. The Company Secretary also organises orientation and training for new Directors, as well as provides updates and advises Directors on all governance matters. The Constitution provides that the appointment and removal of the Company Secretary is subject to the approval of the Board.

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 relevant advice. The cost of such professional advice will be borne by the Company.

### **Board Composition and Guidance**

*Principle 2: Independent and Diverse Board*

As at the date of this report, the Board comprises eleven Directors, all of whom, except for the CEO, are non-executive and independent directors. Each Director has been appointed on the strength of his calibre and experience.

SPH is committed to building an open, inclusive and collaborative culture, and recognises the benefits of having a Board with diverse backgrounds and experience. It has adopted a Board Diversity Policy which recognises that a diverse Board will enhance the decision-making process by utilising the variety in skills, industry and business experiences, gender and other distinguishing qualities of the members of the Board. Diversity will be considered in determining the optimum composition of the Board so that, as a whole, it reflects a range of different perspectives, complementary skills and experiences, which is likely to result in better decision-making. Such diversity will provide a wider range of perspectives, skills and experience, which will allow Board members to better identify possible risks, raise challenging questions, and contribute to problem-solving. In accordance with this policy, NC will review the relevant objectives for promoting and achieving diversity on the Board, the progress made, and make recommendations for approval by the Board. The NC will review this policy from time to time as appropriate and the progress made.

The NC will, in reviewing and assessing the composition of the Board and recommending the appointment of new directors to the Board, consider candidates on merit against the objective criteria set and with due regards for the benefits of diversity on the Board.

The Board and NC are of the view that the current composition of the Board encompasses an appropriate balance and diversity of skills, experience, gender, knowledge and competencies such as accounting, finance, legal, information and digital technology, business or management experience, industry knowledge and strategic planning experience.

The Directors have, with the concurrence of the NC, decided that the optimum size of a Board for effective deliberation and decision making should not exceed 12, taking into account the nature and scope of the operations of the Company, the requirements of the Company's businesses and the need to avoid undue disruptions from changes to the composition of the Board and Board Committees.

### **Review of Directors' independence**

The NC reviews annually whether a Director or potential candidate for the Board is considered an independent director bearing in mind the Code's definition of an "independent director" and guidance as to the relationships, the existence of which would deem a Director not to be independent (Principle 2). Under the Code, an independent director is one who is independent in conduct, character and judgment, and has no relationship with the Company, its related corporations, its substantial shareholders or its officers, that could interfere, or be reasonably perceived to interfere, with the exercise of the director's independent business judgement in the best interests of the Company. Under the SGX-ST Listing Manual a Director will not be deemed independent if he is employed by SPH or its related corporations for the current or any of the past three financial years, or if he has an immediate family member who is employed or has been employed by SPH or its related corporations for the past three financial years, and whose remuneration is determined by the SPH Remuneration Committee. The Company has no known substantial shareholder.

The Directors complete an annual declaration of independence, whereby they are required to assess their independence taking into account the above requirements, which is then put to the NC for review. The Directors are mindful, however, that the relationships identified in the annual confirmation of independence are only indicators of possible situations where independent judgment may be impaired, but are not in themselves conclusive, and they are also required to disclose any relationship with SPH, its related corporations or its officers which may interfere with, the exercise of their independent business judgment in the best interests of the Company, or would otherwise deem them to be not independent.

There is a strong independence element on the Board. The Board and the NC have ascertained that for the period under review, ten out of the Company's eleven Directors were independent. For transparency, the NC's reasons for determining that Dr Lee Boon Yang, Mr Bahren Shaari, Ms Tan Yen Yen and Mr Andrew Lim are independent, following a rigorous review, are as follows.



## CORPORATE GOVERNANCE REPORT

The NC (save for Dr Lee Boon Yang who abstained from deliberations on this matter) noted that Dr Lee, who was appointed to the Board in October 2011, has served on the Board for more than nine years. Taking into consideration, among other things, his invaluable contributions on the Board and Board Committees on which he serves, his objectivity and independence in Board and Board Committee deliberations, his outstanding rating in respect of his performance as Board Chairman and Director in the recent Board, Chairman and peer performance evaluation exercise, and the fact that there were no other circumstances that would deem him non-independent, the NC (save for Dr Lee who abstained from deliberations on this matter) agreed unanimously that Dr Lee has at all times exercised strong independent judgment in the best interests of the Company in the discharge of his director's duties, and should therefore be deemed an independent Director.

Notwithstanding the above, pursuant to Rule 210(5)(d)(iii) of the SGX-ST Listing Manual which takes effect from 1 January 2022, Dr Lee will be considered a non-independent Director with effect from 1 January 2022 solely on account of his having completed more than nine years of service on the Board. The Company will in due course review the need for the appointment of a lead independent Director with effect from 1 January 2022.

The NC (save for Mr Bahren Shaari who abstained from deliberations on this matter) noted that Mr Bahren, who was appointed to the Board in April 2012, has served on the Board for more than nine years. Taking into consideration, among other things, his invaluable contributions on the Board and Board Committees on which he serves, his objectivity and independence in Board and Board Committee deliberations, his outstanding rating in respect of his performance as Director in the recent Board and peer performance evaluation exercise, and the fact that there were no other circumstances that would deem him non-independent, the NC (save for Mr Bahren who abstained from deliberations on this matter) agreed unanimously that Mr Bahren has at all times exercised strong independent judgment in the best interests of the Company in the discharge of his director's duties, and should therefore be deemed an independent Director. Notwithstanding the above, pursuant to Rule 210(5)(d)(iii) of the SGX-ST Listing Manual which takes effect from 1 January 2022, Mr Bahren will be considered a non-independent Director with effect from 1 January 2022 solely on account of his having completed more than nine years of service on the Board.

The NC noted that Ms Tan Yen Yen, who was appointed to the Board in April 2012, has served on the Board for more than nine years. Taking into consideration, among other things, her invaluable contributions on the Board and Board Committees on which she serves, her objectivity and independence in Board and Board Committee deliberations, her outstanding rating in respect of her performance as Director in the recent Board and peer performance evaluation exercise, and the fact that there were no other circumstances that would deem her non-independent, the NC agreed unanimously that Ms Tan has at all times exercised strong independent judgment in the best interests of the Company in the discharge of her director's duties, and should therefore be deemed an independent Director. Notwithstanding the above, pursuant to Rule 210(5)(d)(iii) of the SGX-ST Listing Manual which takes effect from 1 January 2022, Ms Tan will be considered a non-independent Director with effect from 1 January 2022 solely on account of her having completed more than nine years of service on the Board.

The NC (save for Mr Andrew Lim who abstained from deliberations on this matter) noted that Mr Lim is a partner of Allen & Gledhill LLP, which is one of the law firms providing legal services to the Group, including during the course of FY2021. Mr Lim had declared to the NC that he was a partner with a less than 3% share in Allen & Gledhill LLP, and that he was not involved in the selection and appointment of legal advisers for the Group. The NC also took into account Mr Lim's performance and valuable contributions on the Board and Board Committees on which he serves, his objectivity and independence in Board and Board Committee deliberations, and the outcome of the recent assessment of individual Directors' performance. The NC (save for Mr Lim who abstained from deliberations on this matter) agreed unanimously that Mr Lim has at all times discharged his director's duties with professionalism and objectivity, and exercised strong independent judgment in the best interests of the Company, and should therefore be deemed an independent Director.

The Board concurred with the NC's assessment in relation to the status of Dr Lee, Mr Bahren, Ms Tan and Mr Lim as independent Directors.



Key information regarding the Directors, including directorship and chairmanship both present and those held over the preceding five years in other listed companies, and other principal commitments, are set out in the Board of Directors' section and on pages 27 to 31 which provide further information on them.

To facilitate open discussions and the review of the performance and effectiveness of Management, the independent and non-executive Directors regularly meet without the presence of Management or the executive Director for informal discussions. This includes a continual review of the performance and effectiveness of Management in meeting agreed goals and objectives, and succession planning and leadership development.

### **Chairman and Chief Executive Officer**

*Principle 3: Clear division of responsibilities between Board and Management*

The Chairman and CEO of the Company are separate persons. The Chairman is a non-executive and independent Director and also chairs the EC and the RC. He sets the agenda for Board meetings, ensures that adequate time is available for discussion of all agenda items, in particular, strategic issues, and that complete, adequate and timely information is made available to the Board. He encourages constructive relations within the Board and between the Board and Management, facilitates the effective contribution of non-executive Directors, and ensures effective communications with shareholders. He takes a lead role in promoting high standards of corporate governance, with the full support of the Directors, the Company Secretary and Management.

The Chairman and the CEO are not related. The CEO bears executive responsibility for the Group's business and implements the Board's decisions. The roles of the Chairman and the CEO are kept separate to ensure an appropriate balance of power, increased accountability and greater capacity of the Board for independent decision-making.

The Company does not have any lead Independent Director given the majority independence of the Board and that the Chairman is independent. Further, matters affecting the Chairman such as succession and remuneration are deliberated by the RC and NC, where all the members (including the Chairman) are independent Directors, and where if the Chairman is conflicted, he would recuse himself and abstain from voting.

### **Board Membership**

*Principle 4: Formal and transparent process for appointment and re-appointment of directors, including progressive renewal of the Board*

The Board reviews the composition of the Board and Board Committees periodically, taking into account the need for progressive renewal of the Board and each Director's competencies, commitment, contribution and performance.

To ensure that the governance and business needs of the Group are adequately addressed, the NC regularly reviews the capabilities of the Directors collectively by taking into account their skills, experience, diversity, and company and industry knowledge.

The composition of the Board, including the selection of candidates for new appointments to the Board as part of the Board's renewal process, is determined using the following principles:

- (a) the Board should comprise Directors with a broad range of commercial experience, including expertise in media, property, healthcare/aged care, student housing, digital technology, asset management, investments, and the finance and legal fields; and
- (b) non-executive Directors should make up the majority of the Board while independent Directors should make up at least one-third of the Board as the Chairman is independent.



## CORPORATE GOVERNANCE REPORT

The NC comprises Mr Bahren Shaari (Chairman), Dr Lee Boon Yang, Mr Andrew Lim and Ms Janet Ang, all of whom are non-executive and independent Directors.

The functions of the NC include the following:

- (a) To identify candidates for nomination and make recommendations to the Board on all board appointments;
- (b) To re-nominate directors, having regard to the director's contribution and performance (e.g. attendance, preparedness, participation and candour) including, if applicable, as an independent director.
- (c) To determine annually whether a director is independent;
- (d) To review the balance and diversity of skills, experience, gender, knowledge and competencies of the Board, and its size and composition.
- (e) To develop and recommend to the Board a process for evaluation of the performance of the Board, Board Committees and directors;
- (f) To assess the effectiveness of the Board, the Board Committees and the contribution by each individual director to the effectiveness of the Board;
- (g) To review and recommend to the Board the succession plans for directors, in particular, the Chairman and the Chief Executive Officer;
- (h) To review and recommend the training and professional development programmes for the Board; and
- (i) To review the succession plans and the development programmes for key executive/editorial positions.

The NC reviews the size of the Board and recommends that the optimum board size should not exceed 12. The NC regularly reviews the balance and mix of expertise, skills and attributes of the Directors in order to meet the business and governance needs of the Group.

### **Process for selection of new directors**

The NC shortlists candidates with the appropriate profile for nomination or re-nomination and recommends them to the Board for approval. It looks out for suitable candidates to ensure continuity of Board talent. Some of the selection criteria used are integrity, independent-mindedness, diversity, ability to commit time and effort to the Board, track record of good decision-making, experience in high-performing companies and financial literacy. The Committee may seek advice from external search consultants where necessary.

The appointment of Directors is also in accordance with Section 10 of the Newspaper and Printing Presses Act (Cap 206).

### **Directors' time commitment**

The NC has adopted internal guidelines addressing competing time commitments that arise when Directors serve on multiple boards and have other principal commitments. As a guide, a Director should not have more than six listed company board representations and other principal commitments.

The NC monitors and assesses annually whether Directors who have multiple board representations and other principal commitments, are able to give sufficient time and attention to the affairs of the Company and diligently discharge his duties as a Director of the Company. The NC takes into account the results of the assessment of the effectiveness of the individual Director, his actual conduct on the Board and Board Committees, and his attendance record at meetings, in making this determination.

The NC is satisfied that in FY2021, despite their other listed company board representations and other principal commitments, each of the Directors was able to give sufficient time and attention to the affairs of the Company, and was able to adequately carry out his duties as a Director of the Company.

### **Re-nomination of Directors**

As a matter of corporate governance, all Directors are required to submit themselves for re-nomination and re-election at regular intervals, and at least once every three years. Article 116 of the Company's Constitution requires one-third of the Directors for the time being, or if their number is not a multiple of three, the number nearest to but not less than one-third, to retire by rotation at every annual general meeting ("AGM"). These Directors may offer themselves for re-election, if eligible.

### **Succession Planning**

The NC regards succession planning as an important part of corporate governance and has an internal process of succession planning for the Chairman, Directors, the CEO and senior Management, to ensure the progressive and orderly renewal of the Board and key executives.

### **Board Performance**

*Principle 5: Formal annual assessment of the effectiveness of the Board, Board Committees and each Director*

The NC reviews the performance of the Board, Board Committees and individual Directors on an annual basis, based on performance criteria as agreed by the Board, and decides how this may be evaluated.

The Board has a process for assessing the effectiveness of the Board as a whole and its Board Committees, and for assessing the contribution by the Chairman and individual Directors to the effectiveness of the Board.

### **Board Evaluation Process**

The Board evaluation process involves having Directors complete a Questionnaire seeking their views on various aspects of the performance of the Board and Board Committees, such as Board composition, information, process and accountability. The Company Secretary compiles Directors' responses to the Questionnaire into a consolidated report. The report is discussed at the NC meeting and also shared with the Board. The NC assessed the performance of the Board as a whole, based on performance criteria (determined by the NC and approved by the Board), such as the Board's composition and size, the Board's access to information, Board processes, Board accountability, standard of conduct and performance of the Board's principal functions and fiduciary duties, and guidance to and communication with Management and stakeholders. The performance criteria do not change from year to year, unless the NC is of the view that it is necessary to change the performance criteria, for example, in order to align with any changes to the Code.

### **Individual Director Evaluation**

The Company also conducted a peer evaluation to assess the performance of individual Directors. Performance criteria include factors such as the Director's attendance, preparedness, candour, participation at Board meetings, industry and business knowledge, functional expertise, commitment, dedication, and the ability to provide forward-looking and constructive contributions to Board and Board Committee meetings. The results of the peer evaluation are compiled by the Company Secretary and given to the Board Chairman, who assesses the performance of the individual Directors, and will discuss with each individual Director if necessary.



# CORPORATE GOVERNANCE REPORT

## REMUNERATION MATTERS

### Remuneration Policies

*Principle 6: Formal and transparent procedure for director and executive remuneration*

The RC comprises Dr Lee Boon Yang (Chairman), Ms Tan Yen Yen, Mr Tan Chin Hwee and Mr Lim Ming Yan, all of whom are non-executive and independent directors.

The functions of the RC include the following:

- (a) To review and recommend to the Board of Directors a framework of remuneration for the Board, Chief Executive Officer ("CEO") and key executives;
- (b) To review and recommend to the Board the specific remuneration packages for each director, the CEO and key executives;
- (c) To review all aspects of remuneration, including but not limited to directors' fees, salaries, allowances, bonuses, share-based incentives and awards, benefits in kind and termination payments;
- (d) To review and administer the share and other incentive scheme(s) adopted by the Group and to decide on the allocations to eligible participants under the said scheme(s); and
- (e) To review the Company's obligations arising in the event of termination of the executive directors' and key executives' contracts of service, so as to ensure that such contracts of service contain fair and reasonable termination clauses which are not overly generous.

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The RC sets the remuneration guidelines of the Group for each annual period, including the structuring of long-term incentive plans, annual salary increases and variable and other bonuses for distribution to employees, as well as the fee arrangements for non-executive Directors. It administers the SPH Performance Share Plan 2016 which was approved by shareholders at the Annual General Meeting on 1 December 2016 ("Share Plan"). The RC also reviews the remuneration framework (covering all aspects of remuneration including but not limited to Directors' fees, salaries, allowances, bonuses, share-based incentives and awards, and benefits in kind) and specific remuneration packages of Directors including that of the CEO, and key Management and submits its recommendations to the Board for endorsement. The RC reviews any overly-generous obligation on the part of the Company in the event of termination, to ensure that such contracts contain fair and reasonable termination clauses. The RC also aims to be fair and avoid rewarding poor performance. The RC also undertakes benchmarking against comparable organisations, to ensure that all aspects of remuneration are fair, competitive and aligned with the Company's performance.

There are no termination, retirement and post-employment benefits granted to Directors, the CEO or the top five key management personnel in FY2021.

The RC may seek expert advice inside and/or outside of the Company on remuneration of Directors and staff. It ensures that in the event of such advice being sought, existing relationships, if any, between the Company and its appointed remuneration consultants will not affect the independence and objectivity of the remuneration consultants. Willis Towers Watson Consulting (Singapore) Pte Ltd, the consultants engaged to advise on staff remuneration matters in FY2021, do not have such relationship with the Company.

### Level and Mix of Remuneration

*Principle 7: Level and structure of remuneration of the Board and key management personnel*

The RC and the Board in determining the level and structure of remuneration of the Board and senior management will ensure that they are appropriate and proportionate to the sustained performance and value creation of the Group, taking into account its strategic objectives, its short-term and long term interests and risk policies. The RC has structured

remuneration packages for key management personnel on measured performance indicators, taking into account financial and non-financial factors. The Company adopts a remuneration system that is responsive to the market elements and performance of the Company and business divisions respectively. It is structured to link a significant and appropriate proportion of rewards to the Company, business division and individual performance.

The remuneration framework for Directors, CEO and key management personnel is aligned with the interest of shareholders and relevant stakeholders and appropriate to attract, retain and motivate them for the long term success of the Group.

### Disclosure on Remuneration

*Principle 8: Clear disclosure on remuneration policy, level and mix*

### Disclosure on Directors' Remuneration

For the period under review, the CEO's remuneration package includes a variable bonus element and performance share grant, which are based on the Company's and individual performance and 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, including the Chairman, are paid Directors' fees, subject to the approval of shareholders at the AGM. Directors' fees comprise a basic retainer fee, fees in respect of service on Board Committees, attendance fees, and, where appropriate, fees for participation in special projects, adhoc committees and subsidiary boards. The Directors' fees are appropriate to the level of contribution, taking into account factors such as effort and time spent, and the responsibilities of the Directors, such that the independence of the non-executive Directors is not compromised by their compensation.

The Directors' fee structure for service on the Board and Board Committees remains unchanged from that of FY2019, with the scale of fees payable to the non-executive Directors held flat since 2007, and is as follows:

	S\$
Non-executive Chairman	115,000
Non-executive Director	60,000
Audit Committee Chairman	37,500
Audit Committee Member	22,500
Nominating/Remuneration/Board Risk Committee Chairman	22,500
Nominating/Remuneration/Board Risk Committee Member	12,500
Executive Committee Chairman	40,000
Executive Committee Member	25,000

The attendance fees payable to Directors for attendance at each Board and Board Committee meeting are as follows:

	S\$
Board meeting	2,000
Board Committee or adhoc committee meeting	1,000

All the non-executive Directors have taken a 10% reduction in their fees from Q2 FY2020, arising from the adverse impact of the Covid-19 pandemic.

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The aggregate Directors' fees for non-executive Directors is subject to shareholders' approval at the Annual General Meeting. The Chairman and the non-executive Directors will abstain from voting in respect of this resolution.

A breakdown showing the level and mix of each Director's remuneration paid for FY2021 is as follows:-

### Executive Director

Executive Director	Base/Fixed Salary %	Variable Bonus %	Benefits in Kind %	Total Cash & Benefits (S\$)
Ng Yat Chung	83.75	16.21	0.04	1,042,000

Performance shares granted, vested and lapsed for Mr Ng as at 31 August 2021 are as follows:

Awards	Granted (no of shares)	Estimated Value of Shares (S\$) <sup>1</sup>	Performance Share Plan		Date	Released (no of shares)	Value of Shares Released <sup>2</sup> (S\$)
			Vested (no of shares)	Lapsed (no of shares)			
2018 Awards	93,000	272,490	82,770	10,230	14.1.2019	27,600	69,552
					13.1.2020	27,600	58,236
					13.1.2021	27,570	33,635 <sup>3</sup>
2018 Awards	285,600	634,032	65,688	219,912	13.1.2021	65,688	80,139 <sup>3</sup>
2019 Awards	25,300	59,961			13.1.2020	12,700	26,797
					13.1.2021	12,600	15,372 <sup>3</sup>
2019 Awards	381,200	850,076			13.1.2022		
2020 Awards	254,600	514,260			13.1.2021	127,300	155,306 <sup>3</sup>
					13.1.2022		
2020 Awards	334,900	629,540			13.1.2023		
2021 Awards	516,300	561,597			13.1.2022		
					13.1.2023		
2021 Awards	517,100	521,616			13.1.2024		

#### Notes

- 1 Based on the fair values of performance shares granted as at date of grant.
- 2 Based on the market price of the shares when the shares are credited into the employee's CDP account.
- 3 Based on the market price of the shares when the shares are credited into the employee's CDP account in FY2021.



**Non-Executive Directors**

Non-Executive Directors	Base/Fixed Salary (\$)	Variable or Bonuses (\$)	Benefits-in-Kind (\$)	Directors' Fees (\$)	Total Remuneration® (\$)
<b>Lee Boon Yang</b> (Chairman)	-	-	\$13,020.00	205,200.00	218,220.00
<b>Janet Ang</b>	-	-	-	114,300.00	114,300.00
<b>Bahren Shaari</b>	-	-	-	129,150.00	129,150.00
<b>Andrew Lim Ming-Hui</b>	-	-	-	141,750.00	141,750.00
<b>Lim Ming Yan</b>	-	-	-	107,100.00	107,100.00
<b>Quek See Tiat</b>	-	-	-	144,450.00	144,450.00
<b>Tan Chin Hwee</b>	-	-	-	114,300.00	114,300.00
<b>Tan Yen Yen</b>	-	-	-	107,100.00	107,100.00
<b>Tracey Woon</b>	-	-	-	121,950.00	121,950.00
<b>Yeoh Oon Jin<sup>#</sup></b>	-	-	-	21,243.60	21,243.60

<sup>#</sup> Mr Yeoh Oon Jin was appointed as a Director on 9 July 2021.

<sup>@</sup> Total remuneration reflects the 10% reduction in fees from Q2 FY2020

**Disclosure of Remuneration of Key Management Personnel**

The Board is of the view that, given the confidential and commercial sensitivities associated with remuneration matters and the highly competitive human resource environment in which the Company operates and the importance of ensuring stability and continuity of business operations with a competent and experienced management team in place, it is in the best interests of the Company to not disclose the names of the Company's top five key management personnel (who are not Directors or the CEO). The remuneration of the CEO is set out above. The remuneration of the top five key management personnel (who are not Directors or CEO) of the Company for this financial year are set out below in remuneration bands of \$250,000.

**Remuneration of Key Management Personnel****Remuneration Bands FY2021**

	No. of Executives	Base/Fixed Salary (%)	Variable or Bonuses (%)	Benefits-in-Kind (%)	Share-based* (%)	Total (%)
<b>Between \$750,000 to \$999,999</b>	1	55.29%	32.79%	0.04%	11.88%	100%
<b>Between \$500,000 to \$749,999</b>	3	61.70%	31.81%	0.06%	6.43%	100%
<b>Between \$250,000 to \$499,999</b>	1	86.23%	10.18%	0.09%	3.50%	100%

\* Based on the market price of the shares when the shares are credited into the employee's CDP account in FY2021



## CORPORATE GOVERNANCE REPORT

For comparison, the corresponding figures for FY2020 are set out below.

	No. of Executives	Base/Fixed Salary (%)	Variable or Bonuses (%)	Benefits-in -Kind (%)	Share-based* (%)	Total (%)
<b>Between \$1,000,000 to \$1,249,999</b>	1	49.46%	44.43%	0.03%	6.08%	100%
<b>Between \$750,000 to \$999,999</b>	2	55.83%	40.26%	0.05%	3.86%	100%
<b>Between \$500,000 to \$749,999</b>	2	64.11%	32.45%	0.07%	3.37%	100%

\* Based on the market price of the shares when the shares are credited into the employee's CDP account in FY2020

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 include club and car benefits. The RC approves the bonus for distribution to staff based on the Company's and individual performance.

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The annual aggregate remuneration paid to the top five key management personnel of the Company (excluding the CEO) for FY2021 is S\$3,288,000 (FY2020: S\$3,723,000).

No employee of the Group was an immediate family member of any Director or the CEO and whose remuneration exceeded S\$100,000 per annum, during this financial year.

The Company has also, in respect of selected key executives, provided that any component of their remuneration may be revoked in the event of a breach of the terms of their employment, misstatement of financial results, or any misconduct which results in financial loss to the Company.

### Long Term Incentive Plan

The above remuneration bands include performance shares granted to staff under the Share Plan. The Share Plan is administered by the RC.

Staff who participate in the Share Plan are a selected group of employees of such rank and service period as the RC may determine or as selected by the RC. Awards initially granted under the Share Plan are conditional and based on performance assessed over a multi-year performance period. The conditions for such awards were chosen as they reflect medium to longer-term corporate objectives.

The Share Plan contemplates the award of fully paid shares, their equivalent cash value or combinations thereof, free of charge, provided that certain prescribed performance conditions are met, and upon expiry of the prescribed vesting periods.

Senior executives are encouraged to hold a minimum number of shares under the share ownership guideline which requires them to maintain a beneficial ownership stake in the Company, thus further aligning their interests with shareholders.

Furthermore, the profit-driven performance bonus paid out for senior executives in 2019 was under the scheme where a notional variable bonus bank account was set up for each participant. Total performance bonus earned each year was credited into the individual's bonus bank account, with 1/3 paid out immediately and the balance 2/3 carried forward to the next year. The bonus bank mechanism was ceased after the payout in 2019, and the bank balance will be paid out equally over the next two years. From 2020, if the performance bonus of the senior executives is above a certain threshold, a portion of their bonus amount will be converted to deferred shares, to be vested equally over two years.

Further details on the Share Plan and the incentives issued, can be found in the Directors' Statement and Notes to the Financial Statements.

Under the Share Plan, the RC has the discretion to determine if an executive is involved in misconduct, resulting in the forfeiture or lapse of the incentive components of his remuneration or awards, to the extent that such incentive or award has not been released or disbursed.

## ACCOUNTABILITY AND AUDIT

### Risk Management and Internal Controls

*Principle 9: Sound system of risk governance and internal controls*

The BRC oversees the risk governance in the Group to ensure that Management maintains a sound system of risk management to safeguard shareholders' interests and the Group's assets. The BRC monitors and assists the Board in determining the nature and extent of the significant risks which the Company is willing to take in achieving its strategic objectives and value creation.

The BRC comprises Mr Andrew Lim (Chairman), Ms Tan Yen Yen, Mr Lim Ming Yan, Ms Tracey Woon and Mr Ng Yat Chung, the majority of whom are independent and non-executive Directors. Mr Andrew Lim is a member of both the BRC and the AC. The BRC's objectives include the following:

- (a) To oversee and advise the Board on the Group's risk and sustainability frameworks and management systems;
- (b) To review and guide Management in the formulation of the Group's risk and sustainability strategies and policies, risk appetite, and materiality principles of Environmental, Social and Governance ("ESG") issues;
- (c) To review the capabilities and effectiveness of the Group's risk and sustainability management systems and to identify, assess and manage existing and emerging key risks taking into account ESG factors; and
- (d) To report to the Board on risk and sustainability activities and performance, including whether key risks, including ESG risks, are managed within acceptable levels set by the Board or if Key Risk Indicators or ESG targets are breached and their proposed mitigations.

The Enterprise Risk Management framework strengthens the Group's capability to identify new challenges and harness opportunities so as to enhance Management's strategic decision-making, business planning, resource allocation and operational management. The BRC reviews the Group's risk appetite and risk tolerance for enterprise risks regularly. Using qualitative and quantitative measures, enterprise risks are calibrated so that balanced control processes are matched against the strategic objectives of the various businesses.

The BRC also oversees the SPH Sustainability Reporting Framework that impacts the Company's performance and the long term sustainability of its business.

The Risk Management Report is found on page 132. The Sustainability Report is found on page 44.

The CEO and Chief Financial Officer, as well as relevant key management personnel, at the financial year-end, have provided assurances that:

- the financial records have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances;
- and
- the Company's internal controls and risk management systems were adequate and effective as at the end of the financial year.

Based on the internal controls established and maintained by the Group, work performed by the internal and external auditors, and regular reviews performed by Management, the Board, the Audit Committee and the Board Risk Committee, the Board is of the opinion that the Group's internal controls (including financial, operational, compliance and information technology controls) and risk management systems were adequate and effective as at 31 August 2021 to address financial, operational, compliance and information technology risks which the Group considers relevant and material to its operations. The AC concurs with the Board's comments.



## CORPORATE GOVERNANCE REPORT

The Board notes that the system of internal controls provides reasonable, but not absolute, assurance that the Group will not be affected by any event that could be reasonably foreseen and mitigated against as it strives to achieve its business objectives. In this regard, the Board also notes that no system can provide absolute assurance against the occurrence of material errors, poor judgment in decision-making, human error, losses, fraud or other irregularities.

### **Audit Committee**

*Principle 10: Establishment of an Audit Committee*

The AC currently comprises Mr Quek See Tiat (Chairman), Mr Tan Chin Hwee, Ms Janet Ang, Mr Andrew Lim and Mr Yeoh Oon Jin, all of whom are independent and non-executive Directors.

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 given their experience as directors and/or senior management in accounting and financial fields. The AC performs the functions as set out in the Code including the following:

- (a) To review the annual audit plans and audit reports of external and internal auditors;
- (b) To review the balance sheet and profit and loss accounts of the Company and the consolidated balance sheet and profit and loss accounts of the Group before they are submitted to the Board for approval;
- (c) To review the significant financial reporting issues and judgments so as to ensure the integrity of the financial statements of the Company and any announcements relating to the Company's financial performance;
- (d) To review the auditors' evaluation of the system of internal accounting controls;
- (e) To review the adequacy and effectiveness of the Company's internal controls;
- (f) To review the scope, results and effectiveness of the internal audit function;
- (g) To review the scope, results and effectiveness of the external audit, and the independence and objectivity of the external auditors annually, and the nature and extent of non-audit services supplied by the external auditors so as to maintain objectivity;
- (h) To make recommendations to the Board on the appointment, re-appointment and removal of the external auditors, and approving the remuneration and terms of engagement of the external auditors;
- (i) To review the Company's whistle-blowing policy, and to ensure that arrangements are in place for concerns about possible improprieties in matters of financial reporting or other matters to be raised and independently investigated, and for appropriate follow-up action to be taken;
- (j) To oversee any internal investigation into cases of fraud and irregularities;
- (k) To review any interested person transaction;
- (l) To approve the hiring, removal, evaluation and compensation of the head of the internal audit function; and
- (m) To ensure that the internal audit function is adequately resourced and has appropriate standing within the Company.

The AC has the authority to investigate any matter within its terms of reference, has full access to and co-operation by Management, and full discretion to invite any Director or executive officer to attend its meetings, and reasonable resources to enable it to discharge its functions properly.

The AC meets with the external and internal auditors, in each case, without the 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 SGX-ST Listing Manual.

The financial statements and the accompanying announcements are reviewed by the AC before presentation to the Board for approval, to ensure the integrity of information to be released.

During the financial year, the AC reviewed the periodic financial statements prior to approving or recommending their release to the Board, as applicable; the auditors' evaluation of the system of internal accounting controls; the adequacy and effectiveness of the Company's internal controls; the annual audit plan of the external and internal auditors and the results of the audits performed by them; and potential interested person transactions. It also reviewed the scope, results, adequacy and effectiveness of the internal audit and external audit functions; the independence and objectivity of the external auditors and the non-audit services rendered by them; and the re-appointment of the external auditors and their remuneration. Management's assessment of fraud risks, adequacy of the whistleblowing arrangements and whistleblowing complaints are reviewed by the AC.

The Group has established procedures for reviewing and approving interested person transactions.

The AC takes measures to keep abreast of the changes to accounting standards and issues which have a direct impact on financial statements, with training conducted by professionals or external consultants.

During the financial year, the following significant matters that impact the financial statements were reviewed by the AC in relation to their materiality and appropriate methodology/assessment. These matters were also discussed with Management and the external auditors.

<b>Significant matters</b>	<b>How the AC reviewed these matters</b>
<b>Valuation of investment properties</b>	The AC considered the valuation methodologies adopted by the external valuers including the estimation uncertainty arising from the Covid-19 outbreak and the higher degree of caution required in relying on the valuation. It also considered the possibility that valuations may change significantly and unexpectedly over a short period of time. It reviewed the key assumptions used in the valuations against available industry data, taking into consideration comparability and market factors.
<b>Valuation of goodwill and intangible assets</b>	The AC considered the approach which requires an estimation of the value-in-use of the cash-generating units to which goodwill or other intangible assets are allocated. It reviewed the reasonableness of the assumptions used in the cashflow forecasts including the terminal growth rates and discount rates, taking into consideration factors such as sector and industry trends including the estimation uncertainty over these estimated cash flows due to the impact of Covid-19.
<b>Valuation of unquoted investments</b>	The AC considered the appropriateness of the different valuation techniques and the assumptions based on market conditions existing at each reporting date. It also gave due consideration to the challenges behind determining the fair value of the investments operating in sectors affected by Covid-19.
<b>Accounting of disposal group held for sale and discontinued operation</b>	The AC considered the appropriateness of the accounting treatment for the Media Business Restructuring that was announced on 6 May 2021, and subsequently approved by the shareholders at the extraordinary general meeting held on 10 September 2021. It reviewed the classification and measurement of the held for sale assets and liabilities, the recognition of a separate provision for loss pertaining to the carrying value of the net assets of the disposal group, the assessment of the contribution of SPH ordinary shares and SPH REIT units as share-based payments and results of the media business as a discontinued operation.
<b>Liquidity risk management</b>	<p>The AC considered the Group's approach to liquidity risk management. The AC paid particular attention to the Group's active management of its debt maturity profile, the mix between short term and long term funding, and availability of financing options and credit facilities.</p> <p>The AC also considered the appropriateness of the approach taken to assess the ability to continue as a going concern and reviewed the assumptions behind the operating cashflow forecasts, the basis used to determine compliance with debt covenant ratios, and sources of liquidity and funding.</p>



## CORPORATE GOVERNANCE REPORT

The AC concluded that the Group's accounting treatment and estimates in each of the significant matters were appropriate. All the key audit matters ("KAMs") that were raised by the external auditors for the financial year ended 31 August 2021 have been addressed by the AC and covered in the above commentary. The KAMs in the auditors' report for the financial year ended 31 August 2021 can be found on pages 146 to 152 of this Annual Report.

### External Auditors

The AC has conducted an annual review of the performance of the external auditor taking into consideration the Audit Quality Indicators Disclosure Framework recommended by ACRA as reference. It has also reviewed 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. Details of the aggregate amount of fees paid to the external auditors for FY2021, and a breakdown of the fees paid in total for audit and non-audit services respectively, can be found on page 223.

The Company confirms that the appointment of the external auditors is in accordance with Rules 712 and 715 of the SGX-ST Listing Manual.

None of the AC members is a former partner of the Group's existing auditing firm.

### Internal Audit Division ("IAD")

The IAD is staffed by five audit executives, including the Head of Internal Audit. All the IAD staff have professional qualifications, and are members of the Institute of Singapore Chartered Accountants ("ISCA") and/or Institute of Internal Auditors ("IIA"). Some are Certified Information Systems Auditor ("CISA"). All IAD staff have to adhere to a set of code of ethics adopted from the IIA.

The primary line of reporting of the Internal Audit function is to the AC. IAD is guided by the International Standards for the Professional Practice of Internal Auditing issued by IIA and ensures staff competency through the recruitment of suitably qualified and experienced staff, provision of formal and on-the-job training, and appropriate resource allocation in engagement planning.

SPH IAD has unrestricted direct access to all the SPH's documents, records, properties and personnel. IAD's reports are submitted to the AC for deliberation with copies of these reports extended to the relevant senior management personnel and the external auditors. The reports are submitted to the AC when they are completed and are reviewed at the quarterly AC meetings.

The AC is satisfied that IAD is adequately resourced, effective and independent of the activities it audits.

The IAD has an annual audit plan, which focuses on material internal control systems including financial, operational, IT and compliance controls, and the risk management processes. IAD also provides advice on security and control in new systems development, recommends improvements to 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.

The AC approves the hiring, removal, evaluation and compensation of the Head of the Internal Audit function and he is provided with access to the AC.



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

### **Code of Dealings in Securities**

The Group has in place a Code of Dealings in SPH's securities, which prohibits dealings in SPH securities by all Directors of the Company and its subsidiaries, and certain employees, within certain trading periods. The "black-out" periods are one month prior to the announcement of the half year and full year financial statements of the Company. Directors and employees are also reminded to observe insider trading laws at all times, and not to deal in SPH securities when in possession of any unpublished price-sensitive information regarding the Group, or on short-term considerations. The Company issues periodic reminders to its Directors, relevant officers and employees on the restrictions in dealings in listed securities of the Group as set out above, in compliance with Rule 1207(19) of the SGX-ST Listing Manual.

### **Codes of Conduct and Practices**

In addition to the SPH Code of Ethics, codes of conduct and practices covering data protection and workplace health and safety are also posted on the Company's intranet website.

### **Whistleblowing Policy**

The Group also has a Whistleblowing Policy & Procedure which is posted on the SPH Corporate website, to allow staff and external parties such as suppliers, customers, contractors and other stakeholders, to raise concerns or observations in confidence to the Company, about possible irregularities for independent investigation and appropriate follow up action to be taken. Such concerns include dishonesty, fraudulent acts, corruption, legal breaches and other serious improper conduct, unsafe work practices and any other conduct that may cause financial or non-financial loss to the Group or damage to the Group's reputation. The Group adopts a zero-tolerance to corruption.

The Whistleblowing Policy encourages staff and external parties to identify themselves whenever possible to facilitate investigations, but will also consider anonymous complaints, in certain circumstances. The identity of whistleblowers is kept confidential, and the Company is committed to ensuring protection of whistleblowers against detrimental or unfair treatment. The Whistleblowing Policy makes available to staff and external parties the contact details of the Receiving Officer, who may also forward the concern to the respective Heads of Division, CEO, AC Chairman and/or Chairman. The AC is responsible for oversight and monitoring of whistleblowing.

## **SHAREHOLDER RIGHTS AND ENGAGEMENT**

### **Shareholder Rights**

#### *Principle 11: Shareholder rights and conduct of general meetings*

The Group encourages shareholder participation, and ensures that shareholders have the opportunity to participate effectively at general meetings.

The general meeting procedures allow shareholders to raise questions relating to each resolution tabled for approval, and to participate, engage and openly communicate their views on matters relating to SPH.

The Company does not allow a shareholder to vote in absentia at general meetings, except through the appointment of a proxy, attorney or in the case of a corporation, a corporate representative, to cast their vote in their stead.



## CORPORATE GOVERNANCE REPORT

At general meetings, each distinct issue is proposed as a separate resolution. All resolutions are put to the vote by electronic poll voting. Independent scrutineers are appointed to conduct the voting process and verify votes after each resolution. The results of the electronic poll voting are announced instantaneously at the meeting. The outcome of the general meeting is promptly announced on SGXNET after the general meeting.

The Company prepares minutes of general meetings which incorporate substantial and relevant comments or queries from shareholders, and responses from Board and Management, and publishes these on its corporate website.

All Directors, including the chairmen of the EC, AC, NC, RC and BRC, 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 also 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 AGM is held within four months after the close of the financial year.

All SPH shareholders are treated fairly and equitably to facilitate the exercise of their ownership rights.

Any notice of a general meeting of shareholders is issued at least 14 days before the scheduled date of such meeting.

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A shareholder who is not a "relevant intermediary" may appoint up to two proxies during his absence, to attend, speak and vote on his behalf at general meetings, provided that a shareholder holding management shares may appoint more than two proxies in respect of the management shares held by him. Shareholders who are "relevant intermediaries" such as banks, capital markets services licence holders which provide custodial services for securities and the Central Provident Fund Board, are allowed to appoint more than two proxies to attend, speak and vote at general meetings. This will enable indirect investors, including CPF investors, to be appointed as proxies to participate at shareholders' meetings.

In light of the COVID-19 pandemic, SPH's 37<sup>th</sup> AGM will be held via electronic means. Shareholders will not be able to attend the AGM in person, but they may observe the proceedings of the AGM by audio or audio-visual means. Shareholders may appoint the Chairman of the AGM as proxy to vote on their behalf at the AGM. Shareholders may submit questions relating to the business of the meeting in advance. Please refer to the notice of the 37<sup>th</sup> AGM and announcement dated 2 November 2021 for further information.

### Communication with Shareholders

*Principle 12: Engagement with shareholders*

The Company has in place an investor relations policy which allows for an ongoing exchange of views so as to actively engage and promote regular, effective and fair communications with shareholders. The investor relations policy sets out the mechanism through which shareholders may contact the Company with questions and through which the Company may respond to such questions.

The Company holds analysts' briefings of its half-year results and a media briefing of its full year results. The financial results are published through the SGXNET, via media releases and on the Company's corporate website, to ensure fair dissemination to shareholders. The date of release of the results is announced through SGXNET two weeks in advance. Since the onset of the Covid-19 pandemic, the Company has been providing increased disclosure through regular voluntary updates on its business operations via SGXNET, to enable investors to make better-informed decisions. The Company also conducts analysts' briefings and investor roadshows to maintain regular dialogue with shareholders as well as to solicit and understand the views of shareholders. Information disclosed is as descriptive, detailed and forthcoming as possible. Details are set out on page 42. The SPH investor relations team, together with senior Management, communicate with investors.

The Company provides on its website an investor relations email address, through which all shareholders including retail shareholders are able to ask questions and receive responses in a timely manner.

The Company does not practise selective disclosure. Price-sensitive information is first publicly released through SGXNET, either before the Company meets with any investors or analysts or simultaneously with such meetings. SPH also makes available speeches and presentations given by the Chairman, CEO and senior Management, and other information considered to be of interest to shareholders.

The Annual Report for FY2021 ("Annual Report"), the Company's Letter to Shareholders, notice of AGM and proxy form are published on the Company's corporate website, [www.sphl.com.sg](http://www.sphl.com.sg). The print copy of the notice of AGM and proxy form are sent out to all shareholders, and printed copies of the Annual Report and Letter to Shareholders are available on request). The notice of AGM is also advertised in the press and issued on SGXNET.

SPH has been declaring dividends at half-year and final year-end. Any payouts are clearly communicated to shareholders in public announcements and via announcements on SGXNET when the Company discloses its financial results.

*Principle 13: Balancing needs and interests of material stakeholders*

The Board adopts a balanced approach towards the needs and interests of key stakeholders, taking into account the best interests of the Company.

To facilitate the exercise of shareholders' rights, the Company ensures that all material information relating to the Company and its financial performance is disclosed in an accurate and timely manner via SGXNET. Shareholders are also informed of rules, including voting procedures that govern the general meeting. The Company maintains a current corporate website, [www.sphl.com.sg](http://www.sphl.com.sg), to communicate and engage with stakeholders.

The annual report sets out the Group's strategy and key areas of focus in managing stakeholder relationships.

**Directors' attendance at Board and Board Committee Meetings**

(for the financial year ended 31 August 2021)

Name of Director	Board	Executive Committee	Audit Committee	Remuneration Committee	Nominating Committee	Board Risk Committee
Lee Boon Yang(Chairman)	12 out of 13 <sup>1</sup>	8 out of 8	-	4 out of 4	2 out of 2	-
Ng Yat Chung (CEO)	13 out of 13	8 out of 8	-	-	-	4 out of 4
Bahren Shaari	13 out of 13	8 out of 8	-	-	2 out of 2	-
Quek See Tiat	13 out of 13	8 out of 8	4 out of 4	-	-	-
Tan Chin Hwee	12 out of 13	-	4 out of 4	4 out of 4	-	-
Tan Yen Yen	13 out of 13	-	-	4 out of 4	-	4 out of 4
Janet Ang Guat Har	13 out of 13	-	4 out of 4	-	2 out of 2	-
Andrew Lim Ming-Hui	13 out of 13	3 out of 3 <sup>3</sup>	4 out of 4	-	2 out of 2	4 out of 4
Lim Ming Yan	13 out of 13	-	-	4 out of 4	-	4 out of 4
Tracey Woon	13 out of 13	8 out of 8	-	-	-	4 out of 4
Yeoh Oon Jin	3 out of 13 <sup>2</sup>	1 out of 8 <sup>2</sup>	1 out of 4 <sup>2</sup>	-	-	-

Notes:

1. Dr Lee Boon Yang was an Independent Non-Executive Director of Keppel Corporation Limited ("Keppel") from 1 May 2009 to 23 April 2021 and its Chairman from 1 July 2009 to 23 April 2021. As a matter of good corporate governance, Dr Lee Boon Yang had recused himself from a board meeting on the scheme of arrangement relating to Keppel Pegasus Pte. Ltd., a wholly-owned subsidiary Keppel.
2. Mr Yeoh Oon Jin was appointed as a Director and a member of the Executive Committee and the Audit Committee on 9 July 2021.
3. Mr Andrew Lim attended 3 Exco Meetings as Exco (Project Steering Committee) Member.



# RISK MANAGEMENT

## ENTERPRISE RISK MANAGEMENT PROGRAMME

SPH has a holistic Enterprise Risk Management Programme (ERM Programme) that complies with the Corporate Governance Council's Risk Governance Guidance for Listed Boards. This ensures that the Group's resources are employed in a prudent and effective manner to harness opportunities while mitigating threats. This ERM Programme is centered around a framework that identifies, evaluates and manages the major risks that SPH faces.

## ERM FRAMEWORK

Our ERM framework is modelled on the ISO 31000:2018 Risk Management – Principles and Guidelines, which covers the key strategic, operational, financial, compliance, environmental and information technology risks facing SPH. The ERM framework is supported by appropriate risk management policies and procedures which provide guidance to our various business units on managing risks.

## RISK GOVERNANCE

Our ERM Programme is reviewed on a regular basis and, where appropriate, refined by key management with guidance from the Board Risk Committee (BRC) and the Board of Directors (Board).

The Board, through the BRC, has overall responsibility for risk governance and ensures that management maintains a robust system for risk management to safeguard stakeholders' interests as well as the company's assets and resources. In addition, the BRC sets the tone on the appropriate risk culture and provides guidance on the enterprise risk management system and the corresponding policies and procedures. The BRC meets quarterly, and currently comprises of four independent Board members and the CEO. The meetings are also attended by key management.

The BRC and the Board regularly review the top enterprise risks vis-a-vis the Group's strategic objectives, considering the requirements of various stakeholders, the evolving competitive landscape and regulatory frameworks of the various geographies and sectors

within which SPH operates. To ensure that risks are adequately and effectively managed, we adopt a forward-looking risk culture and industry best practices by embedding processes to scan the environment for new and emerging risks and opportunities and concomitantly, update our understanding of previously identified risks.

Our risk governance framework enables the BRC to monitor risks, proactively seek assurance and ensure that any inadequacies are addressed promptly. The framework also facilitates the Board in carrying out its duties in reviewing, assessing and disclosing the adequacy and effectiveness of the risk management and internal control systems in SPH.

## ENTERPRISE RISK MANAGEMENT PHILOSOPHY AND APPROACH

Our approach to Enterprise Risk Management (ERM) is as follows:

- Risks can be managed but cannot be totally eliminated. Accordingly, our risk exposures are mitigated to acceptable levels by a continuous and iterative process involving inputs from the respective business units;
- Risk management is the responsibility of all staff. As such, risk awareness among staff is critical and we promote such awareness through regular management emphasis and engagement;
- Risk management processes are integrated with other business processes such as corporate planning, finance and business development;
- Where possible, risks are shared and transferred via relevant insurance policies; and
- BRC is consulted on material matters relating to the various key enterprise risks and development of mitigation measures.

The key outputs of our Enterprise Risk Management Programme are:

- Identification of key risks affecting SPH's strategic plans, business objectives and major investments;
- Development of strategic options and mitigants required to treat the identified risks;

- Implementation of processes required for monitoring and review of risk severity and treatment effectiveness;
- Updating the BRC and the Board periodically on the risks faced by SPH's material subsidiaries and the mitigations put in place by the business units; and
- Updating the BRC and the Board promptly on emerging risks and new developments affecting identified risks.

The following sections outline some of the enterprise risks that may impact SPH.



#### COVID-19

We continue to assess the potential impact of COVID-19 on our businesses and undertook initiatives to protect our customers and employees whilst maintaining key operations. We stress-tested various financial scenarios and also stabilised our supply chain to ensure continuity of operations. The BRC and Board have been updated regularly on the impact of COVID-19 on the financial and operational performance of our various businesses.

In line with national efforts to vaccinate as many of the resident population as possible, SPH has encouraged customers and staff to get vaccinated in accordance with Ministry of Health guidelines. Policies are in place to ensure safety for staff including work from home regime, safe distancing, testing and isolation (where necessary). Measures are calibrated according to guidelines from the Ministry of Manpower.



#### CLIMATE CHANGE AND ESG

SPH may face climate related physical risks such as the impact of rising sea levels and adverse weather conditions on our real estate assets. This may be mitigated by future proofing our portfolio against

such risks and improving the operational efficiencies of our properties.

Investors and lenders are incorporating ESG factors into their investment or credit assessment processes alongside traditional financial considerations. SPH is taking steps to integrate ESG factors into its investment and business processes.



#### ECONOMIC AND MARKET

Adverse macroeconomic conditions in the global and domestic environment may have a significant impact on our portfolio of businesses going forward. The outlook for 2022 remains uncertain with inflationary expectations setting the ground for central banks to commence tapering asset purchases and raising target interest rates. Full recovery could take some time, with the possibility of new vaccine resistant COVID-19 variants causing economic volatility and leading to uncertainties for SPH's businesses. We proactively manage risk exposure on the economic front by prudently deploying investment capital, reducing costs and maintaining a healthy cash reserve to ensure the robustness of our balance sheet. We have also optimized our capital recycling by streamlining our portfolio of businesses and divesting non-core assets. The risk management team also conducts market research and monitors economic developments proactively and closely.



#### FINANCING AND INVESTING

Financial market risks and gearing levels are closely monitored and actively managed by the Finance division and reported to the BRC and Board on a quarterly basis. SPH hedges its group exposure to interest rate volatility using interest rate derivatives and fixed rate debts. SPH also actively monitors its overall cashflow position and funding requirements to ensure sufficient liquid reserves to fund operations, meet short-term obligations and



## RISK MANAGEMENT

achieve a well-staggered debt maturity profile. SPH also maintains sufficient financial flexibility and adequate debt headroom to finance future acquisitions. Bank concentration risks are mitigated by having a well-diversified funding base.

The risks arising from investment activities are managed through a rigorous and disciplined investment approach, particularly in the areas of asset evaluation and pricing. Sensitivity analysis is also performed for each acquisition to test the robustness of the assumptions used.



### BUSINESS DISRUPTION

Availability and safety of our newspaper printing facilities, aged care facilities, student accommodation properties and retail properties are of paramount importance to SPH as our customers rely on SPH to provide them with seamless services and trustworthy products.

We recognise our organisation's exposure to internal and external threats and seek to increase our resilience to minimise the impact of a crisis on business operations, people and assets.

Our Business Continuity Planning Programme (BCP Programme) aims to minimise any disruptions to our critical business activities and to restore services quickly in the event of a disruption. To instill resilience in our operations, staff from frontline and supporting business units participate in simulation exercises that are conducted periodically. SPH's properties are also insured against business disruption in accordance with industry norms in Singapore.



### IT AND CYBER

We constantly strive to stay on top of cybersecurity and technological trends, implementing appropriate and effective IT controls to address potential exposures and

threats. We have established various measures towards ensuring the security of our IT systems and to further strengthen our cybersecurity posture.

In order to foster a culture of awareness, the Group's Information Technology Acceptable Use Policies are communicated to all staff. The policies guide all staff on appropriate and acceptable use of computing resources such as hardware, software and data. Cybersecurity awareness education is conducted regularly to strengthen corporate awareness against potential hacking, phishing, malware and other cyber-crimes.



### OPERATIONAL

Operational risk relates to the risk of business operations failing due to human error and inadequate and ineffective controls in systems or processes. Effective operational risk management is one of the fundamental elements in our ERM Programme, and we have designed and implemented our system to mitigate such risk.

Comprehensive operating, reporting and monitoring guidelines enable SPH and its businesses to manage day-to-day activities and mitigate operational risks. To ensure effectiveness, standard operating procedures ("SOPs") are regularly reviewed and improved. Compliance with SOPs is reinforced through continuous training of employees and regular reviews by the internal audit department.



### TALENT RETENTION

Loss of key management personnel and identified talent can cause disruptions to business operations and hinder the achievement of business objectives. SPH has put in place succession planning, talent management, competitive compensation and benefits plans to reward and retain high performing personnel.





### REGULATORY AND COMPLIANCE

SPH is required to comply with statutory and regulatory requirements such as the Singapore Exchange Listing Manual requirements, the Singapore Companies Act, the Securities & Futures Act and related Monetary Authority of Singapore regulations, the Singapore Income Tax Act and the Singapore Competition Act. Failure to comply with the relevant Act and regulations may subject SPH to significant liabilities, such as fines, suspension, or the revocation of operating licenses.

Our newspaper business is dependent on the annual renewal of printing license and newspaper permit license for each newspaper, pursuant to the provisions of the Newspaper and Printing Presses Act (Chapter 206, Singapore Statutes). The group's online publications and radio business are also subject to the Singapore Broadcasting Act and its relevant Codes of Practice. Insofar as these Acts and Codes apply to our media business, they will cease to apply upon completion of the proposed restructuring to transfer our media business to a company limited by guarantee, which was approved by shareholders at the Extraordinary General Meeting held on 10th September 2021.

SPH's other business segments like aged care and Purpose-Built Student Accommodation (PBSA) are also subject to the applicable statutory and regulatory requirements such as the Private Hospitals and Medical Clinics Act, Allied Health Professions Act and the Nurses and Midwives Act for the aged care business, and the Housing Act 2004 (England), Housing Act 2006 (Scotland) and the Building Act 1984 for PBSA.

In response to such statutory and regulatory requirements, we have implemented compliance frameworks and internal protocols to monitor the level of compliance and minimise any lapses. We have also put in place formal processes for Workplace Safety and Health compliance for our various businesses.

There are also policies and processes in place to comply with the requirements of the Personal Data Protection

Act 2012 (PDPA) and the European Union General Data Protection Regulation (GDPR), where applicable.



### FRAUD, BRIBERY AND MONEY LAUNDERING

SPH does not tolerate any malpractice, impropriety, statutory non-compliance or wrongdoing by staff in the course of their work. Our anti-fraud, anti-bribery and anti-money laundering stance and practices are communicated through our Code of Ethics. The Code of Ethics also covers areas to safeguard the integrity of our assets, proprietary information and intellectual property.

We seek to promote and foster a strong awareness culture against fraud, bribery and money laundering by making the Code of Ethics accessible to employees via the corporate intranet. Frequent communication about the Code of Ethics is also conducted via new staff induction programmes and the corporate newsletter SPHConnect. We also have in place a Whistle-blowing Policy to guide staff and other stakeholders to confidentially raise concerns about possible improprieties e.g. fraud, corruption and employee misconduct. The Whistle-blowing policy and hotline number are found on the staff portal and internet (<https://www.sph.com.sg/corporate-governance/whistleblowing-policy-procedure/>).



### NEWSPRINT COST

One of our main cost drivers of the media business is newsprint price. A significant spike in newsprint price or a reduction in newsprint availability can result in higher production costs and adversely impact our operating margins. To mitigate the risk, we have adopted measures such as advance purchasing and establishing a core network of reliable, sustainable and responsible suppliers. Following completion of the restructuring to transfer our media business to a company limited by guarantee, risks arising from newsprint costs will cease to apply to SPH.

## SUPPLEMENTAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

### SUPPLEMENTAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION.

The information required under Rule 720(6) and Appendix 7.4.1 of the SGX-ST Listing Manual in respect of Directors seeking re-election at the Annual General Meeting on 18 November 2021 is set out below.

Name of Director	Dr Lee Boon Yang	Mr Tan Chin Hwee
Date of Appointment	1 October 2011	1 March 2014
Date of last re-appointment (if applicable)	3 December 2018	3 December 2018
Age	74	50
Country of principal residence	Singapore	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The process of succession planning for the Board, appointment of Directors, and the re-nomination and re-election of Directors, is set out on pages 114 to 119 of the Annual Report.	The process of succession planning for the Board, appointment of Directors, and the re-nomination and re-election of Directors, is set out on pages 114 to 119 of the Annual Report.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive Director And Chairman	Non-Executive Director
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	<ul style="list-style-type: none"> <li>Executive Committee (Chairman)</li> <li>Remuneration Committee (Chairman)</li> <li>Nominating Committee</li> </ul>	<ul style="list-style-type: none"> <li>Audit Committee</li> <li>Remuneration Committee</li> </ul>
Professional Qualifications	<ul style="list-style-type: none"> <li>B.V.Sc Hon (2A), University of Queensland</li> </ul>	<ul style="list-style-type: none"> <li>Bachelor of Accountancy (2nd Class Upper Hons), Nanyang Technological University</li> <li>MBA, Yale University</li> <li>Postgraduate course, Harvard Kennedy School</li> <li>Chartered Financial Analyst (CFA)</li> <li>Certified Public Accountant (CPA), Australia and Singapore</li> </ul>
Working experience and occupation(s) during the past 10 years	<ul style="list-style-type: none"> <li>Chairman of Keppel Corporation Limited (up to 23 April 2021)</li> </ul>	<ul style="list-style-type: none"> <li>Director of Trafigura Holdings Pte Ltd, Trafigura Pte Ltd and Nayara Energy Ltd (India) Director and Chairman of Banking &amp; Finance Board Committee</li> </ul>
Shareholding interest in the listed issuer and its subsidiaries	<ul style="list-style-type: none"> <li>SPH – 88,000 ordinary shares (Direct)</li> <li>SPH REIT – 300,000 Units (Direct)</li> <li>SPH – 4 management shares</li> </ul>	<ul style="list-style-type: none"> <li>SPH – 47,000 ordinary shares (Direct)</li> <li>SPH – 4 management shares</li> </ul>

## SUPPLEMENTAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Ms Janet Ang Guat Har	Ms Tan Yen Yen	Mr Yeoh Oon Jin
17 October 2014	1 April 2012	9 July 2021
3 December 2018	29 November 2019	N.A.
62	56	60
Singapore	Singapore	Singapore
The process of succession planning for the Board, appointment of Directors, and the re-nomination and re-election of Directors, is set out on pages 114 to 119 of the Annual Report.	The process of succession planning for the Board, appointment of Directors, and the re-nomination and re-election of Directors, is set out on pages 114 to 119 of the Annual Report.	The process of succession planning for the Board, appointment of Directors, and the re-nomination and re-election of Directors, is set out on pages 114 to 119 of the Annual Report.
Non-Executive Director	Non-Executive Director	Non-Executive Director
<ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Nominating Committee</li> </ul>	<ul style="list-style-type: none"> <li>• Remuneration Committee</li> <li>• Board Risk Committee</li> </ul>	<ul style="list-style-type: none"> <li>• Executive Committee</li> <li>• Audit Committee</li> </ul>
<ul style="list-style-type: none"> <li>• Business Administration (Honors), National University of Singapore</li> </ul>	<ul style="list-style-type: none"> <li>• Computer Science, National University of Singapore</li> <li>• Executive MBA, Helsinki School of Economics Executive Education</li> </ul>	<ul style="list-style-type: none"> <li>• B Com (Accounting) (1st Class Honours), University of Birmingham, United Kingdom.</li> <li>• Fellow of the Institute of Singapore Chartered Accountants</li> <li>• Fellow of the Institute of Chartered Accountants in England and Wales.</li> </ul>
<ul style="list-style-type: none"> <li>• IBM Vice President, Industry Solutions, IBM Asia Pacific (2015 to 2019)</li> <li>• IBM Vice President and Managing Director, IBM Singapore (2001 to 2003; 2011 to 2015)</li> </ul>	<ul style="list-style-type: none"> <li>• President, Asia Pacific, Vodafone Global Enterprise Singapore Pte Ltd</li> <li>• Regional Vice-President and Managing Director of SAS South Asia Pacific</li> <li>• Senior Vice President, Applications, Oracle Corporation Asia Pacific</li> <li>• Vice President &amp; Managing Director for Hewlett-Packard Singapore</li> </ul>	<ul style="list-style-type: none"> <li>• Partner and Executive Chairman, PricewaterhouseCoopers Singapore</li> </ul>
<ul style="list-style-type: none"> <li>• SPH – 45,000 ordinary shares (Direct)</li> <li>• SPH – 4,250 ordinary shares (Deemed)</li> <li>• SPH – 4 management shares</li> </ul>	<ul style="list-style-type: none"> <li>• SPH – 42,000 ordinary shares (Direct)</li> <li>• SPH – 4 management shares</li> </ul>	<ul style="list-style-type: none"> <li>• SPH – 4 management shares</li> </ul>

## SUPPLEMENTAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Dr Lee Boon Yang	Mr Tan Chin Hwee
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Nil	Nil
Conflict of interest (including any competing business)	Nil	Nil
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments including Directorships <ul style="list-style-type: none"> <li>Past (for the last 5 years)</li> </ul>	<ul style="list-style-type: none"> <li>Chairman of Keppel Corporation Limited</li> </ul>	<ul style="list-style-type: none"> <li>International Olympic Council (Independent Advisor)</li> <li>Keppel REIT Management Limited (as manager of Keppel REIT*) (Director)</li> <li>Lighthouse (Mauritius) Ltd (Director)</li> <li>Apollo Management Singapore Pte. Ltd. (Director)</li> <li>Lien Aid Limited (Director)</li> </ul>
Other Principal Commitments including Directorships <ul style="list-style-type: none"> <li>Present</li> </ul>	<ul style="list-style-type: none"> <li>Singapore Press Holdings Foundation Limited (Chairman)</li> <li>Keppel Care Foundation Limited (Chairman)</li> <li>Jilin Food Zone Pte Ltd (Chairman)</li> <li>and Jilin Food Zone Investment Holdings Pte Ltd (Chairman)</li> </ul>	<ul style="list-style-type: none"> <li>Trafigura Holdings Pte Ltd (Director)</li> <li>Trafigura Pte Ltd (Director)</li> <li>Nayara Energy Ltd (India) (Director Chairman of Banking &amp; Finance Board Committee)</li> <li>Emerging Stronger Taskforce under the Future Economy Council (FEC)/PMO (Member)</li> <li>Trade &amp; Connectivity Standards Committee under the Singapore Standards Council (SSC)/MTI (Member)</li> <li>Nanyang Technological University (Trustee)</li> <li>SingHealth Fund Limited (Institution Fund Committee Member &amp; Audit Committee Member)</li> <li>Maritime and Port Authority of Singapore's International Maritime Centre (IMC) 2030 (Advisory Committee Member)</li> </ul>

## SUPPLEMENTAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Ms Janet Ang Guat Har	Ms Tan Yen Yen	Mr Yeoh Oon Jin
Nil	Nil	Nil
Nil	Nil	Nil
Yes	Yes	Yes
<ul style="list-style-type: none"> <li>International Women's Forum Singapore (President)</li> <li>National Volunteer &amp; Philanthropy Centre (Board Member)</li> <li>InfoCommunications Media Development Authority of Singapore (Board Member)</li> <li>Public Utilities Board (Board Member)</li> <li>Caritas Singapore Community Services (Chairman)</li> </ul>	<ul style="list-style-type: none"> <li>Defence Science &amp; Technology Agency (Director)</li> <li>Cap Vista Pte Ltd (Director)</li> <li>Gemalto NV (Director)</li> <li>Singapore Institute of Directors (Director)</li> </ul>	<ul style="list-style-type: none"> <li>Accounting &amp; Corporate Regulatory Authority (ACRA) (Director)</li> <li>Jurong Town Corporation (Director)</li> <li>Singapore Institute of International Affairs (Council Member)</li> <li>PricewaterhouseCoopers LLP (Partner)</li> <li>Shared Services for Charities Ltd (Director)</li> </ul>
<ul style="list-style-type: none"> <li>SISTIC.com Pte Ltd (Chairman)</li> <li>The Esplanade Company Ltd (Board Member)</li> <li>Caritas Agape Fund, Board of Trustees (Chairman)</li> <li>NUS Institute of Systems Science (ISS)(Chairman)</li> <li>Singapore Business Federation (Council Member)</li> <li>Singapore Business Federation Foundation (Deputy Chairman)</li> <li>Council for Board Diversity(Member)</li> <li>Singapore Polytechnic Board of Governors (Chairman)</li> <li>Home Team Science and Technology Agency (Board Member, Finance &amp; Risk Committee Chairman)</li> <li>Parliament of Singapore (Nominated Member of Parliament)</li> <li>Non-Resident Ambassador to the Holy See</li> <li>Bank of the Philippine Islands (Independent Director)</li> </ul>	<ul style="list-style-type: none"> <li>Oversea-Chinese Banking Corporation Limited (Director)</li> <li>Jardine Cycle &amp; Carriage Limited (Director)</li> <li>In.Corp Global Pte Ltd (Director)</li> <li>ams AG (Director)</li> <li>Barry Callebaut AG (Director)</li> <li>Science Centre Singapore (Chairman)</li> <li>National University of Singapore's School of Computing (Advisory Board Member)</li> </ul>	<ul style="list-style-type: none"> <li>Singapore Land Authority (Chairman)</li> <li>Singapore Business Federation (Vice Chairman)</li> <li>Singapore Exchange Limited (Director)</li> <li>Singapore Airlines Limited (Director)</li> <li>Singapore Health Services Pte Ltd (Director)</li> <li>Kidney Dialysis Foundation (Director)</li> <li>Lien Foundation (Independent Governor)</li> <li>Monetary Authority of Singapore (Member, Corporate Governance Advisory Committee)</li> <li>SC Bank Solutions (Singapore) Limited</li> </ul>

## SUPPLEMENTAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Name of Director	Dr Lee Boon Yang	Mr Tan Chin Hwee
Information required pursuant to listing rule 704 (7)	Confirmed that there is no change to his responses previously disclosed under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual which were all "No". The Appendix 7.4.1 information was announced on 22 September 2011 in respect of Dr Lee's first appointment as Director.	Confirmed that there is no change to his responses previously disclosed under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual which were all "No". The Appendix 7.4.1 information was announced on 28 February 2014 in respect of Mr Tan's first appointment as Director.



## SUPPLEMENTAL INFORMATION ON DIRECTORS SEEKING RE-ELECTION

### Ms Janet Ang Guat Har

Confirmed that there is no change to her responses previously disclosed under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual which were all "No". The Appendix 7.4.1 information was announced on 17 October 2014 in respect of Ms Ang's first appointment as Director.

### Ms Tan Yen Yen

Confirmed that there is no change to her responses previously disclosed under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual which were all "No". The Appendix 7.4.1 information was announced on 30 March 2012 in respect of Ms Tan's first appointment as Director.

### Mr Yeoh Oon Jin

Confirmed that there is no change to his responses previously disclosed under items (a) to (k) of Appendix 7.4.1 of the SGX-ST Listing Manual which were all "No". The Appendix 7.4.1 information was announced on 8 July 2021 in respect of Mr Yeoh's first appointment as Director.



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## DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

The Directors present this statement to the members together with the audited financial statements of Singapore Press Holdings Limited and its subsidiaries (the "Group") for the financial year ended 31 August 2021 and the statement of financial position of Singapore Press Holdings Limited (the "Company") as at 31 August 2021.

In the opinion of the Directors,

- (a) the consolidated financial statements of the Group and the statement of financial position of the Company, as set out on pages 155 to 258, are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 August 2021, and the financial performance, changes in equity and cash flows of the Group for the financial year ended on that date in accordance with the provisions of the Singapore Companies Act, Chapter 50 and Singapore Financial Reporting Standards (International); and
- (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.

### DIRECTORS

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

Lee Boon Yang  
Ng Yat Chung  
Janet Ang Guat Har  
Bahren Shaari  
Andrew Lim Ming-Hui  
Lim Ming Yan  
Quek See Tiat  
Tan Chin Hwee  
Tan Yen Yen  
Tracey Woon  
Yeoh Oon Jin (appointed on 9 July 2021)

### 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 objects are, or one of whose objects is, 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, other than the SPH Performance Share Plan 2016 and remuneration shares to Directors of the Company.

### DIRECTORS' INTERESTS IN SHARES

3. The Directors holding office as at 31 August 2021 had interests in shares and awards over shares, in the Company and its related corporations, and interests in units in SPH REIT, as recorded in the register of Directors' shareholdings as follows:

# DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

## DIRECTORS' INTERESTS IN SHARES (CONT'D)

	Direct Interests			Deemed Interests		
	1 Sept 2020	31 Aug 2021	21 Sept 2021	1 Sept 2020	31 Aug 2021	21 Sept 2021
<b>Singapore Press Holdings Limited</b>						
<u>Management Shares</u>						
Lee Boon Yang	4	4	4	–	–	–
Ng Yat Chung	8 <sup>®</sup>	8	8	–	–	–
Janet Ang Guat Har	4	4	4	–	–	–
Bahren Shaari	4	4	4	–	–	–
Andrew Lim Ming-Hui	4	4	4	–	–	–
Lim Ming Yan	4	4	4	–	–	–
Quek See Tiat	4	4	4	–	–	–
Tan Chin Hwee	4	4	4	–	–	–
Tan Yen Yen	4	4	4	–	–	–
Tracey Woon	4	4	4	–	–	–
Yeoh Oon Jin	4 <sup>®</sup>	4	4	–	–	–
<u>Ordinary Shares</u>						
Lee Boon Yang	44,000	88,000	88,000	–	–	–
Ng Yat Chung	67,900	301,058	301,058	–	–	–
Janet Ang Guat Har	23,000	45,000	45,000	4,250	4,250	4,250
Bahren Shaari	24,000	49,000	49,000	–	–	–
Andrew Lim Ming-Hui	28,000	56,000	56,000	–	–	–
Lim Ming Yan	12,000	33,000	33,000	–	–	–
Quek See Tiat	30,000	59,000	59,000	47,000	57,333	57,333
Tan Chin Hwee	24,000	47,000	47,000	–	–	–
Tan Yen Yen	21,000	42,000	42,000	–	–	–
Tracey Woon	–	16,000	16,000	–	–	–
<u>Conditional Awards of Performance Shares*</u>						
Ng Yat Chung						
31,000 <sup>#</sup> shares to be vested in January 2021	27,570	– <sup>^^</sup>	N.A.	–	–	–
285,600 <sup>#</sup> shares to be vested in January 2021	Up to 428,400 <sup>##</sup>	– <sup>^^</sup>	N.A.	–	–	–
12,600 shares to be vested in January 2021	12,600	– <sup>^^</sup>	N.A.	–	–	–
381,200 <sup>#</sup> shares to be vested in January 2022	Up to 762,400 <sup>##</sup>	Up to 762,400 <sup>##</sup>	Up to 762,400 <sup>##</sup>	–	–	–
127,300 shares to be vested in January 2021	127,300	– <sup>^^</sup>	N.A.	–	–	–
127,300 shares to be vested in January 2022	127,300	127,300	127,300	–	–	–
334,900 <sup>#</sup> shares to be vested in January 2023	Up to 669,800 <sup>##</sup>	Up to 669,800 <sup>##</sup>	Up to 669,800 <sup>##</sup>	–	–	–
258,200 shares to be vested in January 2022	–	258,200	258,200	–	–	–
258,100 shares to be vested in January 2023	–	258,100	258,100	–	–	–
517,100 <sup>#</sup> shares to be vested in January 2024	–	Up to 904,925 <sup>##</sup>	Up to 904,925 <sup>##</sup>	–	–	–

# DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

## DIRECTORS' INTERESTS IN SHARES (CONT'D)

	Direct Interests			Deemed Interests		
	1 Sept 2020	31 Aug 2021	21 Sept 2021	1 Sept 2020	31 Aug 2021	21 Sept 2021
<b>Singapore Press Holdings Limited</b>						
<u>3.2% Notes due 2030</u>						
Yeoh Oon Jin	S\$250,000 <sup>@@</sup>	<b>S\$250,000</b>	<b>S\$250,000</b>	-	-	-
<b>Singapore News and Publications Limited</b>						
<u>Management Shares</u>						
Ng Yat Chung	1 <sup>^</sup>	<b>1<sup>^</sup></b>	<b>1<sup>^</sup></b>	-	-	-
<b>The Straits Times Press (1975) Limited</b>						
<u>Management Shares</u>						
Ng Yat Chung	1 <sup>^</sup>	<b>1<sup>^</sup></b>	<b>1<sup>^</sup></b>	-	-	-
<b>SPH REIT</b>						
<u>Units</u>						
Lee Boon Yang	300,000	<b>300,000</b>	<b>300,000</b>	-	-	-

<sup>@</sup> Mr Ng Yat Chung transferred 4 management shares to Mr Yeoh Oon Jin when he was appointed as a Director on 9 July 2021.

<sup>\*</sup> Represents performance shares granted from financial year 2018 to 2021.

<sup>#</sup> The number of shares represents the shares required if awarded at 100% of the grant.

<sup>##</sup> The shares awarded at the vesting date could range from 0% to 200% depending on the level of achievement against the pre-set performance conditions.

<sup>^^</sup> During the financial year, 233,158 shares were released to Mr Ng Yat Chung.

<sup>@@</sup> Mr Yeoh Oon Jin was appointed as a Director on 9 July 2021.

<sup>^</sup> Held as nominee for Singapore Press Holdings Limited.

## SHARE OPTIONS IN THE COMPANY

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

4. (a) The 1999 Scheme, which was approved by shareholders at an Extraordinary General Meeting held on 16 July 1999, has fully terminated on 16 December 2015.
- (b) During the financial year:
  - (i) no options to take up unissued shares of the Company were granted; and
  - (ii) no shares were issued by virtue of the exercise of options to take up unissued shares of the Company.
- (c) There were no unissued shares of the Company under option as at the end of the financial year.

# DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

## PERFORMANCE SHARES IN THE COMPANY

5. (a) The SPH Performance Share Plan was approved by shareholders at an Extraordinary General Meeting held on 5 December 2006 ("the Share Plan").

At the annual general meeting of the Company held on 1 December 2016, the Company's shareholders approved the adoption of the SPH Performance Share Plan 2016 ("the 2016 Share Plan" or "SPH PSP"). This replaced the Share Plan, which was terminated.

The SPH PSP is administered by the Remuneration Committee ("the RC").

- (b) Persons eligible to participate in the SPH PSP are selected Group Employees of such rank and service period as the RC may determine, and other participants selected by the RC.
- (c) Awards initially granted under the SPH PSP are conditional and are principally performance-based with performance conditions set over a multi-year performance period. Performance conditions are based on medium- to longer-term corporate objectives and include both market and non-market conditions.
- (d) The SPH PSP contemplates the award of fully-paid shares, their equivalent cash value or combinations thereof, free of charge, provided that certain prescribed performance conditions are met and upon expiry of the prescribed vesting periods.
- (e) Senior management are required to hold a minimum number of shares under the share ownership guideline which requires them to maintain a beneficial ownership stake in the Company, thus further aligning their interests with shareholders.
- (f) During the financial year, 3,519,300 performance shares were granted subject to the terms and conditions of the 2016 Share Plan as follows:

<b>Category</b>	<b>No. of Persons</b>	<b>No. of Performance Shares Granted<sup>^</sup></b>
Executive Director	1	1,033,400
Employee	33	2,485,900
	34	3,519,300

<sup>^</sup> Granted with non-market conditions.

The aggregate number of performance shares granted since the commencement of the 2016 Share Plan on 1 December 2016 to 31 August 2021 is 10,810,105 performance shares.

The above figures represent the shares required if participants are awarded at 100% of the grant. However, the shares awarded at the vesting date could range from 0% to 200%, depending on the level of achievement against the pre-set performance conditions.

- (g) 937,940 ordinary shares were delivered during the financial year pursuant to the vesting of awards granted under the 2016 Share Plan.
- (h) The aggregate number of performance shares comprised in awards granted under the 2016 Share Plan which are outstanding as at 31 August 2021 is 6,104,541 performance shares.



# DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

## OTHER INFORMATION ON AWARDS

6. Details of the awards granted to a Director under the SPH PSP are as follows:

<b>Name of Director</b>	<b>Aggregate awards outstanding as at 1.9.20</b>	<b>Aggregate awards granted since commencement to 31.8.21</b>	<b>Aggregate awards released during the financial year under review</b>	<b>Aggregate awards outstanding as at 31.8.21</b>
Ng Yat Chung	Up to 2,155,370	Up to 3,695,645	233,158 <sup>#</sup>	Up to 2,980,725

<sup>#</sup> All of the ordinary shares were delivered by way of the transfer of treasury shares. No new ordinary shares were issued.

In respect of the SPH PSP:

- Details of the ordinary shares delivered pursuant to awards granted under the SPH PSP are set out in the notes to the financial statements. The prices at which the ordinary shares were purchased have been previously announced.
- No awards under the SPH PSP have been granted to controlling shareholders of the Company or their associates.
- No participant (other than the Director mentioned above) has received in aggregate 5% or more of (a) the total number of new ordinary shares available under the SPH PSP, and (b) the total number of existing ordinary shares delivered pursuant to awards released under the SPH PSP.

## AUDIT COMMITTEE

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

Its functions include reviewing the audit plans and audit reports of the internal and external auditors; reviewing the auditors' evaluation of the internal accounting controls; reviewing the adequacy and effectiveness of the Company's internal controls; reviewing the scope of the internal audit function; reviewing the statement of financial position of the Company and financial statements of the Group before submitting them to the Board for approval; reviewing any interested person transaction; reviewing the independence, objectivity and cost effectiveness of the external auditors and the nature and extent of non-audit services supplied by them; reviewing the assistance given by the Company's Management to the internal and external auditors; 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.



## DIRECTORS' STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

### AUDITORS

8. The auditors, KPMG LLP, have indicated their willingness to accept re-appointment.

On behalf of the Directors



**Lee Boon Yang**  
Chairman



**Ng Yat Chung**  
Director

Singapore,  
5 October 2021



# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SINGAPORE PRESS HOLDINGS LIMITED

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of Singapore Press Holdings Limited (the "Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 August 2021, the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in total equity and consolidated statement of cash flows of the Group for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 155 to 258.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Singapore Companies Act, Chapter 50 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 August 2021 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group for the year ended on that date.

### Basis for opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the 'Auditors' responsibilities for the audit of the financial statements' section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Valuation of investment properties

(Refer to Note 8 and 33(e) to the financial statements)

#### **Risk:**

The Group owns a portfolio of investment properties in Singapore, United Kingdom, Australia and Japan. Investment properties represent the single largest category of assets on the statement of financial position, at S\$6.5 billion as at 31 August 2021.

These investment properties are stated at their fair values based on independent external valuations. The valuation process involves significant judgement in determining the appropriate valuation methodology to be used, and in estimating the underlying assumptions to be applied. The valuations are highly sensitive to key assumptions applied, i.e. a small change in the assumptions can have a significant impact to the valuation.



# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SINGAPORE PRESS HOLDINGS LIMITED

The outbreak of COVID-19 pandemic and the various containment measures adopted by the countries the Group operates in to delay the spread of the virus have impacted the Group. With the re-imposition of COVID-19 restrictions to combat new waves of localised infections, the Group continues to experience extended disruption in 2021 to its business operations due to economic uncertainty evidenced by continued volatility in currency exchange rates in countries in which the Group operates in and the asset prices. These volatilities and the uncertainties in the recovery trajectories of the world economies in the near term in turn increased the level of subjectivity and judgement involved.

The independent valuation reports have highlighted estimation uncertainty arising from the COVID-19 outbreak, a higher degree of caution should be exercised when relying upon the valuation. The valuations may change significantly and unexpectedly over a short period of time.

## *Our response:*

We evaluated the qualifications and competence of the external valuers. We also read the terms of engagement of the valuers with the Group to determine whether there were any matters that might have affected their objectivity or limited the scope of their work.

We considered the valuation methodologies used against those applied by other valuers for similar property types. We tested the integrity of inputs of the projected cash flows used in the valuation to supporting leases and other documents. We challenged the key assumptions used in the valuation by comparing them against historical rates and available industry data, taking into consideration comparability and market factors including the impact of Covid-19.

We also assessed whether the disclosures in the financial statements appropriately described the inherent degree of subjectivity and key assumptions in the valuations and impact of COVID-19 on the valuation of investment properties.

## *Our findings:*

The valuers are members of recognised professional bodies for valuers and have confirmed their own independence in carrying out their work.

The valuation methodologies adopted by the valuers are in line with generally accepted market practices and the key assumptions used are within range of available market data.

The assessments have incorporated the known relevant considerations to the assumptions and estimates used as at the reporting date. If unfavourable changes to these assumptions and estimates occur, this could lead to lower asset values, which might in turn affect the financial position and performance of the Group. The disclosures in the financial statements are appropriate in their description of the inherent subjectivity and estimation involved.

## **Valuation of goodwill and intangible assets**

(Refer to Note 13 to the financial statements)

### *Risk:*

Intangible assets of S\$118.9 million as at 31 August 2021 comprise mainly goodwill, trademarks, licences and technology acquired from business combinations.

The estimated recoverable amount of these assets is based on forecasted cash flows of the underlying businesses. There is an increased estimation uncertainty on these forecasted cash flows due to the continued impact of COVID-19. The impairment assessment is thus inherently judgmental. There is therefore a risk that actual cash flows of the underlying businesses fall short of the forecast, resulting in more impairment losses.



# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SINGAPORE PRESS HOLDINGS LIMITED

## **Our response:**

We challenged the reasonableness of the key assumptions used in the cash flow forecast, including the discount rates and terminal growth rates by comparing to historical records and externally derived data, where available. As part of the challenge, we also considered the accuracy of past projections and the impact of COVID-19. We also considered the adequacy of the disclosures of the key assumptions used in conveying the inherent estimation uncertainties.

## **Our findings:**

In forecasting the cash flows of the underlying businesses, the Group took into account macroeconomic and sector trends and uncertain economic conditions, including the impact of COVID-19. We found the key assumptions used in the cash flow forecast to be within acceptable range, supported by historical performance and available market growth statistics. The disclosures in the financial statements describing the inherent degree of estimation uncertainties and the sensitivity of the assumptions applied are appropriate.

## **Valuation of unquoted investments**

(Refer to Note 12 and 33(e) to the financial statements)

## **Risk:**

The Group's investment portfolio of S\$660.2 million as at 31 August 2021 included unquoted investments of S\$168.0 million, measured at Level 3 of the fair value hierarchy. The Level 3 investments are measured using non-observable market data (e.g. adjusted equity values derived from recent market transactions and investee companies' financial information, and underlying net asset value of the investee companies) and hence, the valuation of these investments involves significant judgement.

Certain Level 3 investments' underlying businesses were in sectors at risk due to the impact of COVID-19. The determination of the fair value of such investments continued to be challenging given the economic uncertainty faced due to the extended disruptions.

## **Our response:**

We evaluated the appropriateness of the valuation techniques and the key valuation inputs used to determine the fair value of these Level 3 investments, including the impact of COVID-19. We also assessed the adequacy of disclosures on the fair value measurement basis.

## **Our findings:**

The valuation methods applied are in line with generally accepted market practices and the valuations are supported by recent transacted prices or indicative price for equity participation or external net assets valuation reports. The Group has also assessed the impact of COVID-19 on the valuation of these investments. The disclosures in the financial statements are appropriate.



# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SINGAPORE PRESS HOLDINGS LIMITED

## Accounting of disposal group held for sale and discontinued operations

(Refer to Note 18 and 30 to the financial statements)

### Risk:

On 6 May 2021, the Group entered into a Media Business Restructuring Deed with its wholly-owned subsidiary, SPH Media Holdings Pte. Ltd. ("SPH Media Holdings"). As part of the restructuring, certain assets in relation to the Media business of the Group, and obligations and certain liabilities in connection with these assets will be transferred to SPH Media Holdings and its newly-incorporated subsidiaries after the end of the financial year. SPH Media Holdings and its subsidiaries will subsequently be transferred to a not for profit company limited by guarantee (the "CLG") for a nominal consideration of S\$1.

At an extraordinary general meeting held on 10 September 2021, the shareholders approved the transfer of SPH Media Holdings and its subsidiaries to the CLG. The transfer is expected to take place in December 2021.

Following the completion of the transfer, the Group shall contribute (i) 6,868,132 SPH ordinary shares currently held as treasury shares, (ii) 23,446,659 SPH REIT units, and (iii) a minimum cash balance of S\$80 million (the "Contribution") to the CLG via SPH Media Holdings.

The Group assessed the media business (i.e. disposal group) to be transferred to the CLG as held for sale as at 6 May 2021 and has reclassified the assets and corresponding liabilities accordingly. An impairment loss has been recognised for the write-downs of the non-current assets within the measurement scope of SFRS(I) 5 *Non-current Assets Held for Sale and Discontinued Operations*. However, after considering the measurement requirement in accordance with SFRS(I) 5, the carrying amount of the net assets of the disposal group exceeds the nominal consideration of S\$1, hence the Group has elected to recognise a separate provision in the current financial year for the impairment loss on the carrying value of the net assets.

The Group has also assessed that the contribution of SPH ordinary shares and SPH REIT units to CLG via SPH Media Holdings following completion of the transfer to be share-based payments. As such, the payments of SPH ordinary shares and SPH REIT units, together with the S\$80 million cash contribution, will be recognised in profit or loss upon settlement in the next financial year.

The accounting for the disposal group and the Contribution involves significant judgement and have significant impact on the amount of loss recognised in profit or loss and the period in which the losses are recognised.

### Our response:

We have reviewed the accounting treatment of the transaction, including the measurement of the held for sale assets and liabilities in accordance with SFRS(I) 5, the recognition of a separate provision for loss pertaining to the carrying value of the net assets of the disposal group, and the assessment of the contribution of SPH ordinary shares and SPH REIT units as share-based payments.

We have also evaluated the adequacy of the disclosure of transaction, the accounting treatment adopted and results of the media business as discontinued operations and assets and liabilities held for sale.

### Our findings:

We found the accounting of the transaction to be supportable and the disclosure of the pertinent information to be in accordance with SFRS(I) 5.





# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SINGAPORE PRESS HOLDINGS LIMITED

## Other information

Management is responsible for the other information contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon.

We have obtained the Directors' Statement prior to the date of this auditors' report. The other sections of the annual report ("the Reports") are expected to be made available to us after that date.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions in accordance with SSAs.

## Responsibilities of management and directors for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I)s, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

## Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.



# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SINGAPORE PRESS HOLDINGS LIMITED

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless the law or regulations preclude public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditors' report is Ang Fung Fung.



**KPMG LLP**

*Public Accountants and  
Chartered Accountants*

Singapore  
5 October 2021

# STATEMENTS OF FINANCIAL POSITION

AS AT 31 AUGUST 2021

	Note	Group		Company	
		31 Aug 2021 S\$'000	31 Aug 2020 S\$'000	31 Aug 2021 S\$'000	31 Aug 2020 S\$'000
<b>CAPITAL EMPLOYED</b>					
Share capital	4(a)	522,809	522,809	522,809	522,809
Treasury shares	4(a)	(18,802)	(20,734)	(18,802)	(20,734)
Reserves	5	437,568	139,779	4,234	1,845
Retained profits		2,687,456	2,671,666	1,763,322	1,693,580
Shareholders' interests		3,629,031	3,313,520	2,271,563	2,197,500
Perpetual securities	4(b)	452,493	452,493	452,493	452,493
Non-controlling interests	6	1,196,071	1,185,933	–	–
<b>Total equity</b>		<b>5,277,595</b>	<b>4,951,946</b>	<b>2,724,056</b>	<b>2,649,993</b>
<b>EMPLOYMENT OF CAPITAL</b>					
<b>Non-current assets</b>					
Property, plant and equipment	7	89,667	225,626	702	43,175
Investment properties	8	6,519,263	6,420,294	–	–
Subsidiaries	9	–	–	428,273	430,528
Associates	10	361,423	358,055	–	–
Joint ventures	11	11,385	14,933	–	195
Investments	12(a)	516,916	423,564	–	–
Intangible assets	13	118,908	131,754	35,790	38,550
Trade and other receivables	14(a)	257,393	246,250	3,004,606	2,311,924
Derivatives	15	200	200	–	–
		<b>7,875,155</b>	<b>7,820,676</b>	<b>3,469,371</b>	<b>2,824,372</b>
<b>Current assets</b>					
Inventories	16	1,634	20,063	–	18,542
Trade and other receivables	14(b)	50,721	144,295	676,232	1,308,294
Investments	12(b)	143,319	–	–	–
Cash and cash equivalents	17	743,988	864,693	495,701	671,091
Assets held for sale	18	99,408	–	66,489	–
		<b>1,039,070</b>	<b>1,029,051</b>	<b>1,238,422</b>	<b>1,997,927</b>
<b>Total assets</b>		<b>8,914,225</b>	<b>8,849,727</b>	<b>4,707,793</b>	<b>4,822,299</b>
<b>Non-current liabilities</b>					
Trade and other payables	19(a)	61,580	55,736	–	515
Deferred tax liabilities	20(a)	62,696	42,052	5,168	5,930
Borrowings	21	2,421,045	2,191,173	500,493	648,412
Derivatives	15	4,690	13,933	–	2,548
		<b>2,550,011</b>	<b>2,302,894</b>	<b>505,661</b>	<b>657,405</b>
<b>Current liabilities</b>					
Trade and other payables	19(b)	276,787	285,540	881,146	798,176
Current tax liabilities		23,551	22,622	190	2,277
Borrowings	21	686,758	1,286,045	530,127	714,448
Derivatives	15	1,175	680	124	–
Provision for loss from discontinued operation	18	16,953	–	13,130	–
Liabilities associated with assets held for sale	18	81,395	–	53,359	–
		<b>1,086,619</b>	<b>1,594,887</b>	<b>1,478,076</b>	<b>1,514,901</b>
<b>Total liabilities</b>		<b>3,636,630</b>	<b>3,897,781</b>	<b>1,983,737</b>	<b>2,172,306</b>
<b>Net assets</b>		<b>5,277,595</b>	<b>4,951,946</b>	<b>2,724,056</b>	<b>2,649,993</b>

The accompanying notes form an integral part of these financial statements.

# CONSOLIDATED INCOME STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

	Note	Group 2021 S\$'000	2020 S\$'000 (Restated*)
<b>Continuing operations</b>			
Operating revenue	23	<b>449,926</b>	420,517
Other operating income		<b>25,152</b>	43,636
Total revenue		<b>475,078</b>	464,153
Materials and production costs		<b>(9,476)</b>	(35,370)
Staff costs	25	<b>(61,714)</b>	(64,105)
Premises costs		<b>(89,056)</b>	(101,705)
Depreciation		<b>(10,385)</b>	(11,169)
Other operating expenses	26	<b>(39,800)</b>	(39,142)
Allowance on trade receivables	14(b)	<b>(1,998)</b>	(8,499)
Write-back of allowance/(Allowance) on cash and cash equivalents	17	<b>1,956</b>	(1,956)
Impairment of goodwill and intangibles		–	(17,451)
Finance costs	27	<b>(57,905)</b>	(63,020)
Total costs		<b>(268,378)</b>	(342,417)
Operating profit		<b>206,700</b>	121,736
Fair value change on investment properties	8	<b>66,585</b>	(232,013)
Share of results of associates and joint ventures	10,11	<b>6,680</b>	3,894
Net income from investments	28	<b>35,592</b>	17,382
Gain on divestment of subsidiaries		<b>12,762</b>	–
Gain on divestment of a property		–	25,712
Impairment of an associate	10	<b>(3,304)</b>	(10,008)
Profit/(Loss) before taxation		<b>325,015</b>	(73,297)
Taxation	20(b)	<b>(47,004)</b>	(27,240)
Profit/(Loss) after taxation from continuing operations		<b>278,011</b>	(100,537)
<b>Discontinued operation</b>			
Loss from discontinued operation	30	<b>(128,340)</b>	(11,965)
<b>Profit/(Loss) after taxation</b>		<b>149,671</b>	(112,502)
Attributable to:			
<b>Shareholders of the Company</b>		<b>92,942</b>	(83,676)
Non-controlling interests	6	<b>56,729</b>	(28,826)
		<b>149,671</b>	(112,502)
<b>Earnings/(Loss) per share (\$\$) of the Group (including discontinued operation)</b>			
Basic	31	<b>0.04</b>	(0.07)
Diluted		<b>0.04</b>	(0.07)
<b>Earnings/(Loss) per share (\$\$) of continuing operations</b>			
Basic	31	<b>0.12</b>	(0.06)
Diluted		<b>0.12</b>	(0.06)

\* The Group undertook a strategic review and announced a media restructuring exercise on 6 May 2021. At an extraordinary general meeting on 10 September 2021, shareholders gave their approval for the transfer of its Media business to a not-for-profit company limited by guarantee ("CLG"). Results of the Media segment were therefore classified under discontinued operation for the financial year ended 31 August 2021 with prior year comparatives restated ("Restated"). Assets and liabilities of the Media business to be transferred to the CLG were classified as assets held for sale and liabilities associated with assets held for sale respectively for the financial year ended 31 August 2021. Continuing operations of the Group comprise businesses of the Retail & Commercial, Purpose-Built Student Accommodation ("PBSA") and Others segments.

The accompanying notes form an integral part of these financial statements.

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

	Note	2021 S\$'000	Group 2020 S\$'000
Profit/(Loss) after taxation		149,671	(112,502)
<b>Other comprehensive income, net of tax</b>			
<u>Items that may be re-classified subsequently to profit or loss</u>			
Capital reserves			
– share of capital reserves of an associate		(388)	–
Cash flow hedges (interest rate swaps)			
– net fair value changes		6,932	(10,808)
– transferred to income statement		1,987	2,966
Currency translation difference			
– arising from consolidation of financial statements of foreign subsidiaries, associates and joint ventures		2,728	57,298
		<b>11,259</b>	<b>49,456</b>
<u>Item that will not be re-classified subsequently to profit or loss</u>			
Net fair value changes on fair value through other comprehensive income (“FVOCI”) financial assets		297,081	35,696
<b>Total comprehensive income</b>		<b>458,011</b>	<b>(27,350)</b>
Attributable to:			
<b>Shareholders of the Company</b>		<b>403,310</b>	<b>(10,573)</b>
Non-controlling interests	6	54,701	(16,777)
		<b>458,011</b>	<b>(27,350)</b>

# CONSOLIDATED STATEMENT OF CHANGES IN TOTAL EQUITY

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

Note	Share Capital S\$'000	Treasury Shares S\$'000	Capital Reserve S\$'000
Balance as at 1 September 2020	522,809	(20,734)	(9,565)
Total comprehensive income for the year	-	-	(388)
Realised profit on disposal of FVOCI financial assets	-	-	-
<b>Transactions with owners, recognised directly in equity</b>			
<u>Contributions by and distributions to owners</u>			
Share-based compensation	-	-	-
Treasury shares re-issued	4(a) -	1,932	-
Dividends and distribution	29 -	-	-
<u>Changes in ownership interest in a subsidiary without a change in control</u>			
Acquisition of additional interest in a subsidiary	-	-	(51)
Dilution of interest in a subsidiary	-	-	1
<u>Changes in ownership interests in subsidiaries</u>			
Disposal of interests in subsidiaries	-	-	-
Fair value gain on interest-free loans	-	-	-
<b>Balance as at 31 August 2021</b>	<b>522,809</b>	<b>(18,802)</b>	<b>(10,003)</b>
Balance as at 1 September 2019	522,809	(13,226)	(10,278)
Total comprehensive income for the year	-	-	-
Realised profit on disposal of FVOCI financial assets	-	-	-
<b>Transactions with owners, recognised directly in equity</b>			
<u>Contributions by and distributions to owners</u>			
Share-based compensation	-	-	-
Treasury shares re-issued	4(a) -	1,841	-
Share buy-back – held as treasury shares	4(a) -	(9,349)	-
Issue of perpetual securities	4(b) -	-	-
Dividends and distribution	29 -	-	-
<u>Changes in ownership interests in subsidiaries without a change in control</u>			
Acquisition of additional interests in subsidiaries	-	-	(39)
Dilution of interest in a subsidiary	-	-	752
Contribution by non-controlling interests	-	-	-
<u>Changes in ownership interests in subsidiaries</u>			
Disposal of interests in subsidiaries	-	-	-
Balance as at 31 August 2020	522,809	(20,734)	(9,565)

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The accompanying notes form an integral part of these financial statements.





Attributable to Shareholders of the Company								
Share-based Compensation Reserve S\$'000	Hedging Reserve S\$'000	Fair Value Reserve S\$'000	Currency Translation Reserve S\$'000	Retained Profits S\$'000	Total S\$'000	Perpetual Securities S\$'000	Non- controlling Interests S\$'000	Total Equity S\$'000
3,960	(11,835)	124,291	32,928	2,671,666	3,313,520	452,493	1,185,933	4,951,946
-	7,788	297,081	5,887	92,942	403,310	-	54,701	458,011
-	-	(12,879)	-	12,879	-	-	-	-
2,273	-	-	-	-	2,273	-	-	2,273
(1,896)	-	-	-	799	835	-	-	835
-	-	-	-	(91,207)	(91,207)	-	(46,028)	(137,235)
-	(21)	-	95	(98)	(75)	-	75	-
-	-	-	(2)	(21)	(22)	-	166	144
-	-	-	(99)	496	397	-	148	545
-	-	-	-	-	-	-	1,076	1,076
<b>4,337</b>	<b>(4,068)</b>	<b>408,493</b>	<b>38,809</b>	<b>2,687,456</b>	<b>3,629,031</b>	<b>452,493</b>	<b>1,196,071</b>	<b>5,277,595</b>
4,170	(5,366)	105,259	(11,167)	2,896,255	3,488,456	150,512	1,068,180	4,707,148
-	(6,641)	35,696	44,048	(83,676)	(10,573)	-	(16,777)	(27,350)
-	-	(16,664)	-	16,664	-	-	-	-
2,601	-	-	-	-	2,601	-	-	2,601
(2,811)	-	-	-	1,176	206	-	-	206
-	-	-	-	-	(9,349)	-	-	(9,349)
-	-	-	-	-	-	298,396	-	298,396
-	-	-	-	(153,344)	(153,344)	3,585	(34,716)	(184,475)
-	(9)	-	(3)	(56)	(107)	-	107	-
-	181	-	50	(5,353)	(4,370)	-	4,577	207
-	-	-	-	-	-	-	162,823	162,823
-	-	-	-	-	-	-	1,739	1,739
3,960	(11,835)	124,291	32,928	2,671,666	3,313,520	452,493	1,185,933	4,951,946

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

	Note	Group 2021 S\$'000	2020 S\$'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit/(Loss) before taxation			
Continuing operations		<b>325,015</b>	(73,297)
Discontinued operation		<b>(128,340)</b>	(11,965)
		<b>196,675</b>	(85,262)
Adjustments for:			
Depreciation		<b>27,654</b>	40,628
Loss/(Profit) on disposal of property, plant and equipment		<b>21</b>	(507)
Fair value change on investment properties		<b>(66,585)</b>	232,013
Share of results of associates and joint ventures		<b>(7,372)</b>	(3,418)
(Gain)/Loss on divestment of interests in subsidiaries		<b>(12,762)</b>	98
Gain on divestment of a property		<b>–</b>	(25,712)
Impairment and provision for loss from discontinued operation	30	<b>115,290</b>	–
Loss/(Gain) on divestment of interests in associates/joint venture		<b>5</b>	(477)
Net income from investments		<b>(35,592)</b>	(17,382)
Amortisation of intangible assets		<b>4,872</b>	7,740
Impairment of an associate		<b>3,304</b>	10,008
Impairment of goodwill		<b>–</b>	11,688
Impairment of intangible assets		<b>327</b>	5,763
Impairment of property, plant and equipment		<b>2,050</b>	4,458
Allowance on trade receivables		<b>1,837</b>	9,844
Finance costs		<b>58,995</b>	65,065
Share-based compensation expense		<b>2,273</b>	2,601
Other non-cash items		<b>(4,945)</b>	2,124
Operating cash flow before working capital changes		<b>286,047</b>	259,272
Changes in operating assets and liabilities, net of effects from acquisition and disposal of subsidiaries and business:			
Inventories		<b>8,692</b>	3,409
Trade and other receivables, current		<b>36,147</b>	(23,164)
Trade and other payables, current		<b>58,318</b>	7,712
Trade and other receivables, non-current		<b>3,484</b>	732
Trade and other payables, non-current		<b>5,881</b>	(853)
Others		<b>(5,263)</b>	6,496
		<b>393,306</b>	253,604
Income tax paid		<b>(26,220)</b>	(32,263)
<b>Net cash from operating activities</b>		<b>367,086</b>	221,341

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The accompanying notes form an integral part of these financial statements.

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2021

		Group	
	Note	2021 S\$'000	2020 S\$'000
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Additions to property, plant and equipment		(10,568)	(12,236)
Proceeds from disposal of property, plant and equipment		87	25,915
Additions to investment properties		(29,048)	(780,428)
Acquisition of subsidiaries (net of cash acquired)	32(a)	–	(720,429)
Acquisition of interests in associates		–	(660)
Distributions received from associates/joint ventures		12,287	14,215
(Cash outflow)/Proceeds from divestment of interests in subsidiaries	32(b)	(1,283)	3,401
Proceeds from divestment of interest in an associate/joint venture		257	–
Increase in amounts owing by associates/joint ventures		(12,646)	(813)
(Decrease)/Increase in amounts owing to associates/joint venture		(170)	269
Purchase of investments, non-current		(7,471)	(10,819)
Purchase of investments, current		–	(150,778)
Proceeds from capital distribution/disposal of investments, non-current		71,007	41,202
Proceeds from capital distribution/disposal of investments, current		–	190,577
Dividends received		24,082	5,264
Interest received		5,548	5,017
Other investment income		76	1,246
<b>Net cash from/(used in) investing activities</b>		<b>52,158</b>	<b>(1,389,057)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from borrowings (net of transaction costs)	21(j)	197,340	2,472,754
Repayment of borrowings	21(j)	(520,487)	(1,187,968)
Payment for lease liabilities	21(j)	(11,936)	(15,432)
Interest paid		(58,631)	(58,775)
Share buy-back		–	(9,349)
Proceeds from perpetual securities issued (net of transaction costs)		–	298,396
Proceeds from capital contribution by non-controlling interests		–	162,823
Repayment of loans from non-controlling interest	21(j)	(9,000)	–
Dividends paid		(64,306)	(128,842)
Dividends paid to non-controlling interest		(41,880)	(30,545)
Distributions to perpetual securities holders		(31,049)	(25,088)
<b>Net cash (used in)/from financing activities</b>		<b>(539,949)</b>	<b>1,477,974</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(120,705)</b>	<b>310,258</b>
Cash and cash equivalents at beginning of financial year		864,693	554,435
<b>Cash and cash equivalents at end of financial year</b>	17	<b>743,988</b>	<b>864,693</b>

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The accompanying notes form an integral part of these financial statements.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

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

## 1. GENERAL INFORMATION

The Company is incorporated and domiciled in Singapore. The address of its registered office is 1000 Toa Payoh North, News Centre, Singapore 318994.

The Company is listed on the Singapore Exchange Securities Trading Limited.

The principal activities of the Group consist of:

- (a) publishing, printing and distributing newspapers,
- (b) publishing and distributing magazines,
- (c) providing multimedia content and services,
- (d) holding investments,
- (e) holding, managing and developing properties,
- (f) providing outdoor advertising services,
- (g) providing radio broadcasting services,
- (h) providing online classifieds services,
- (i) organising events, exhibitions, conventions and conferences,
- (j) publishing and distributing books,
- (k) operating nursing homes, and providing ancillary services and supplies, and
- (l) operating tuition and enrichment centres, managing and developing curriculum and intellectual property.

The principal activities of the Company consist of:

- (a) publishing, printing and distributing newspapers,
- (b) distributing magazines and books,
- (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 have been prepared in accordance with the Singapore Financial Reporting Standards (International) ("SFRS(I)") under the historical cost convention except as disclosed in the accounting policies below.

The Group's financial statements are prepared on a going concern basis. The future development of Covid-19 remains uncertain and there will be impact to the Group's business and customers' demand for its products and services. As at 31 August 2021, the Group is in a net current liabilities position mainly due to the maturity of loans within the next 12 months [Note 21].

In assessing the appropriateness of the going concern basis, management has been monitoring the ability to comply with loan covenants and availability of borrowings. Based on management's analysis, the Group is able to stay in compliance with the covenants in the next 12 months and loans will be re-financed on maturity. In addition, the Group has various financing options for these loan amounts, and adequate unutilised credit facilities and marketable securities available for use.

The accounting policies have been applied consistently by the Group entities.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (a) Basis of preparation (cont'd)

The changes to significant accounting policies are described in Note 2(b).

The preparation of financial statements in conformity with SFRS(I) requires management to exercise its judgement in the process of applying the Group's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. Areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 3.

### (b) Changes in accounting policies

The Group has applied the following SFRS(I)s, amendments to and interpretations of SFRS(I) for the first time for the annual period beginning on 1 September 2020:

- *Amendments to References to Conceptual Framework in SFRS(I) Standards*
- *Definition of Material (Amendments to SFRS(I) 1-1 and SFRS(I) 1-8)*
- *Covid-19-Related Rent Concessions (Amendment to SFRS(I) 16)*

The Group has early adopted Covid-19-Related Rent Concessions – Amendment to SFRS(I) 16 issued on 28 May 2020. The amendment introduces an optional practical expedient for leases in which the Group is a lessee – i.e. for leases to which the Group applies the practical expedient, the Group is not required to assess whether eligible rent concessions that are a direct consequence of the Covid-19 pandemic are lease modifications. The amendment has no impact on retained earnings at 1 September 2020. The details of accounting policies are set out in Note 2(w).

Except for the adoption of Covid-19-Related Rent Concessions – Amendment to SFRS(I) 16, the Group has not early adopted the new standards, interpretations and amendments to standards (Changes) which are effective for annual periods beginning after 1 September 2020, in preparing these consolidated financial statements. These changes are not expected to have a significant impact on the Group's financial statements.

### (c) Group accounting

#### (i) Subsidiaries

##### • Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries made up to the end of the financial year.

Subsidiaries are entities controlled by the Group, generally accompanied by a shareholding of more than one half of the voting rights. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date on which control ceases.

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group entities are eliminated. Unrealised losses are also eliminated but are considered an impairment indicator of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (c) Group accounting (cont'd)

#### (i) Subsidiaries (cont'd)

- **Consolidation (cont'd)**

Non-controlling interests are that part of net results of operations and of net assets of a subsidiary attributable to interests which are not owned directly or indirectly by the Company. They are shown separately in the consolidated income statement, statement of comprehensive income, statement of changes in total equity and statement of financial position. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

- **Acquisitions**

The acquisition method of accounting is used to account for business combinations by the Group.

The consideration transferred for the acquisition of a subsidiary comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's net identifiable assets.

Please refer to Note 2(l)(i) for the accounting policy on goodwill arising from business combination.

- **Disposals**

Upon the loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any amounts previously recognised in other comprehensive income (OCI) in respect of that entity are transferred to the income statement or transferred directly to retained earnings if required by a specific standard.

Any retained interest in the entity is remeasured at fair value at the date that control is lost. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in the income statement.

When the Group sells a controlling interest in a subsidiary to an equity-accounted investee, no elimination of the gain or loss is performed and the fair value of the retained interest is its deemed cost for the purposes of subsequent accounting.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (c) Group accounting (cont'd)

#### (i) Subsidiaries (cont'd)

- **Transactions with non-controlling interests**

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control over the subsidiary are accounted for as transactions with shareholders of the company. Any difference between the change in the carrying amount of the non-controlling interest and the fair value of the consideration paid or received is recognised in retained profits within equity attributable to the shareholders of the company.

#### (ii) Associates/Joint ventures

Associates are entities over which the Group has significant influence, but not control or joint control, and generally accompanied by a shareholding giving rise to between and including 20% and 50% of voting rights. Where the voting rights are less than 20%, the presumption that the entity is not an associate is overcome if the Group has significant influence including representation on the board of directors or participation in policy-making process of the investee.

A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

The Group's investments in associates/joint ventures are accounted for in the consolidated financial statements using the equity method of accounting less impairment losses. Investments in associates/joint ventures are initially recognised at cost. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued or liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition.

In applying the equity method of accounting, the Group's share of the post-acquisition results of associates/joint ventures is included in its consolidated income statement. The Group's share of the post-acquisition OCI is recognised in OCI. These post-acquisition movements and distributions received from the associates/joint ventures are adjusted against the carrying amount of the investments in the consolidated statement of financial position. When the Group's share of losses in an associate/joint venture equals or exceeds its interest in the associate/joint venture, including any unsecured non-current receivables, the Group does not recognise further losses, unless it has obligations or has made payments on behalf of the associate/joint venture.

Adjustments are made to the financial statements of associates/joint ventures, where necessary, to ensure consistency of accounting policies with those of the Group.

Unrealised gains on transactions between the Group and its associates/joint ventures are eliminated to the extent of the Group's investments in the associates/joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

The investment in the associate/joint venture is derecognised when the Group ceases to have significant influence or joint control respectively. Any amounts previously recognised in OCI in respect of that entity are transferred to the income statement. Any retained interest in the entity is remeasured at its fair value. The difference between the carrying amount of the retained interest at the date when significant influence or joint control is lost and its fair value is recognised in the income statement.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (c) Group accounting (cont'd)

#### (ii) Associates/Joint ventures (cont'd)

If the ownership interest in an associate/joint venture is reduced but significant influence or joint control is retained, only a proportionate share of the amounts previously recognised in OCI are transferred to income statement where appropriate. Gains or losses arising from such transactions are recognised in the income statement.

### (d) Currency translation

#### (i) Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollars ("presentation currency"), which is also the Company's functional currency. All financial information presented in Singapore Dollars have been rounded to the nearest thousand, unless otherwise stated.

#### (ii) Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Currency translation gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the reporting date are taken to the income statement.

Currency translation differences on non-monetary items which are equity investments classified as fair value through profit or loss (FVTPL) are reported as part of the fair value gain or loss in the income statement. Currency translation differences on non-monetary items which are equity investments classified as fair value through other comprehensive income (FVOCI) are included in other comprehensive income.

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined. Non-monetary items that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

#### (iii) Translation of Group entities' financial statements

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities are translated at the closing exchange rates at the reporting date;
- Income and expenses are translated at average exchange rates; and
- All resulting exchange differences are taken to OCI and transferred to the income statement upon the disposal of the foreign operation as part of the gain or loss on disposal.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rates at the reporting date.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (e) Impairment of non-financial assets

#### (i) Goodwill

Goodwill recognised separately as an intangible asset is tested annually for impairment, as well as when there is any indication that the goodwill may be impaired. Goodwill included in the carrying amount of an investment in associate/joint venture is tested for impairment as part of the investment, rather than separately, where there is objective evidence that the investment may be impaired.

For the purpose of impairment testing of goodwill, goodwill is allocated to each of the Group's cash-generating units ("CGU") expected to benefit from synergies arising from the business combination.

An impairment loss is recognised when the carrying amount of the CGU, including the goodwill, exceeds the recoverable amount of the CGU. Recoverable amount of the CGU is the higher of the CGU's fair value less cost to sell and value-in-use.

The total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU pro-rata on the basis of the carrying amount of each asset in the CGU.

An impairment loss on goodwill is recognised in the income statement and is not reversed in a subsequent period.

#### (ii) Other intangible assets

##### Property, plant and equipment

##### Investments in subsidiaries, associates and joint ventures

Other intangible assets, property, plant and equipment, and investments in subsidiaries, associates and joint ventures are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, recoverable amount (i.e. the higher of the fair value less cost to sell and value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the CGU to which the asset belongs.

An impairment loss is recognised when the carrying amount of the asset (or CGU) exceeds the recoverable amount of the asset (or CGU). Recoverable amount of the asset (or CGU) is the higher of the asset's (or CGU's) fair value less cost to sell and value-in-use.

An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset other than goodwill is recognised in the income statement.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (f) Property, plant and equipment

#### (i) Measurement

Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses. The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

#### (ii) Depreciation

Depreciation is calculated using the straight-line method to allocate the depreciable amounts over the expected useful lives of the assets. The expected useful lives for this purpose are:

Leasehold land and buildings	25 – 50 years
Plant and equipment	1 – 20 years
Furniture and fittings	1 – 10 years
Motor vehicles	3 – 10 years

The residual values, estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at each reporting date. The effects of any revision are recognised in the income statement when the changes arise.

No depreciation is charged on capital work-in-progress.

#### (iii) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in the income statement when incurred.

#### (iv) Disposal

On disposal of an item of property, plant and equipment, the difference between the net disposal proceeds and its carrying amount is taken to the income statement.

### (g) Investment properties

Investment properties comprise retail, commercial and residential buildings that are held for long-term rental yields.

Investment properties are initially recognised at cost and subsequently measured at fair value. Any gains or losses arising from the changes in their fair values are taken to the income statement.

The cost of an investment property includes capitalisation of borrowing costs for the purchase, renovation and extension of the investment property 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.

Investment properties are subject to renovations or improvements at regular intervals. The cost of major renovations and improvements is capitalised and the carrying amounts of the replaced components are written-off to the income statement. The cost of maintenance, repairs and minor improvements is charged to the income statement when incurred.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (g) Investment properties (cont'd)

Properties that are being constructed or developed for future use as investment properties are classified as investment properties. Where the fair value of the investment property under construction or development cannot be reliably measured, the property is measured at cost until the earlier of the date the construction is completed or the date at which fair value becomes reliably measurable.

On disposal of an investment property, the difference between the net disposal proceeds and its carrying amount is taken to the income statement.

### (h) Investments in subsidiaries, associates and joint ventures

Investments in subsidiaries, associates and joint ventures are included in the Company's statement of financial position at cost less accumulated impairment losses. On disposal of these investments, the difference between disposal proceeds and the carrying amount of the investments is recognised in the income statement.

### (i) Financial assets

#### (i) Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

- **Financial assets at amortised cost**

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Debt investments at FVOCI**

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- **Equity investments at FVOCI**

On initial recognition of an equity investment that is not held-for-trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (i) Financial assets (cont'd)

#### (i) Classification (cont'd)

- **Financial assets at FVTPL**

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

#### (ii) Offsetting

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### (iii) Initial measurement and recognition

Financial assets are initially recognised at fair value plus transaction costs except for financial assets at FVTPL, which are recognised at fair value. Transaction costs for financial assets at FVTPL are recognised immediately in the income statement.

Purchases and sales of financial assets are recognised on trade-date – the date on which the Group commits to purchase or sell the asset.

#### (iv) Subsequent measurement and derecognition

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

- **Financial assets at amortised cost**

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses, and impairment are recognised in the income statement. Any gain or loss on derecognition is recognised in the income statement.

- **Debt investments at FVOCI**

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses, and impairment are recognised in the income statement. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to the income statement.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (i) Financial assets (cont'd)

#### (iv) Subsequent measurement and derecognition (cont'd)

- **Equity investments at FVOCI**

These assets are subsequently measured at fair value. Dividends are recognised as income in the income statement unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to the income statement.

- **Financial assets at FVTPL**

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in the income statement.

#### (v) Impairment

The Group recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised costs, debt investments measured at FVOCI and intra-group financial guarantee contracts (FGCs).

#### *Simplified approach*

The Group applies the simplified approach to provide for ECLs for all trade receivables and contract assets. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

#### *General approach*

The Group applies the general approach to provide for ECLs on all other financial instruments and FGCs. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECLs at initial recognition.

At each reporting date, the Group assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and includes forward-looking information.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

#### *Measurement of ECLs*

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (i) Financial assets (cont'd)

#### (v) Impairment (cont'd)

##### *Credit-impaired financial assets*

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt investments at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

##### *Write-off*

The gross carrying amount of a financial asset is written-off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written-off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

### (j) Fair value estimation of financial assets and liabilities

The fair values of financial instruments traded in active markets (such as exchange-traded and over-the-counter securities and derivatives) are based on quoted market prices as at the reporting date. The quoted market prices used for financial assets are the current bid prices; the appropriate quoted market prices for financial liabilities are the current asking prices.

The fair values of financial instruments that are not traded in an active market are determined by using valuation techniques. The Group uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Where appropriate, quoted market prices or dealer quotes for similar instruments are used. Methods such as estimating with reference to recent arm's length transactions, discounted cash flow projections and the underlying net asset value of the investee companies are also used to determine the fair values of the financial instruments.

### (k) Derivatives and hedging activities

Derivatives are used to manage exposure to foreign exchange and interest rate risks arising from operating, financing and investing activities. Derivatives taken up directly by the Group are not used for trading purposes.

A derivative is initially recognised at its fair value on the date the derivative contract is entered into and is subsequently carried at its fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (k) Derivatives and hedging activities (cont'd)

The Group designates its derivatives for hedging purposes as either hedges of the fair value of recognised assets or liabilities or a firm commitment (fair value hedge), or hedges of highly probable forecast transactions (cash flow hedge).

The Group documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategies for undertaking various hedge transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of the hedged items.

The carrying amount of a derivative designated as a hedge is presented as a non-current asset or liability if the remaining expected life of the hedged item is more than 12 months, and as a current asset or liability if the remaining expected life of the hedged item is less than 12 months. The fair value of a trading derivative is presented as a current asset or liability.

#### **Specific policies applicable from 1 September 2019 for hedges directly affected by Interbank Offered Rate ("IBOR") reform**

A fundamental review and reform of major interest rate benchmarks is being undertaken globally. The Group has exposure to IBORs on its financial instruments that will be replaced or reformed as part of this market-wide initiative. There is uncertainty as to the timing and the methods of transition for replacing existing benchmark IBORs with alternative rates.

On initial designation of the hedging relationship, the Group formally documents the relationship between the hedging instruments and hedged items, including the risk management objective and strategy in undertaking the hedge, together with the method that will be used to assess the effectiveness of the hedging relationship. The Group makes an assessment, both on inception of the hedging relationship and on an ongoing basis, of whether the hedging instruments are expected to be highly effective in offsetting the changes in the fair value or cash flows of the respective hedged items during the period for which the hedge is designated. For the purpose of evaluating whether the hedging relationship is expected to be highly effective (i.e. prospective effectiveness assessment), the Group assumes that the benchmark interest rate on which the cash flows are based is not altered as a result of IBOR reform.

The Group will cease to apply the amendments to its prospective effectiveness assessment of the hedging relationship when the uncertainty arising from interest rate benchmark reform is no longer present with respect to the timing and the amount of the interest rate benchmark-based cash flows of the hedged item or hedging instrument, or when the hedging relationship is discontinued.

### (i) Cash flow hedge

The Group has entered into interest rate swaps that are cash flow hedges for the Group's exposure to interest rate risk on its borrowings. These contracts entitle the Group to receive interest at floating rates on notional principal amounts and oblige the Group to pay interest at fixed rates on the same notional principal amounts, thus allowing the Group to raise borrowings at floating rates and swap them into fixed rates.

The fair value changes on the effective portion of these interest rate swaps are recognised in OCI and accumulated in the hedging reserve, and transferred to the income statement in the periods when the interest expense on the borrowings is recognised in the income statement. The gain or loss relating to the ineffective portion is recognised immediately in the income statement.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (k) Derivatives and hedging activities (cont'd)

#### Specific policies applicable from 1 September 2019 for hedges directly affected by Interbank Offered Rate ("IBOR") reform (cont'd)

#### (ii) Net investment hedges

The Group designates certain derivatives as hedges of foreign exchange risk on its net investment in foreign operations.

When a derivative instrument is designated as the hedging instrument in a hedge of a net investment in a foreign operation, the effective portion of the change in fair value is recognised in OCI and presented in the translation reserve within equity. Any ineffective portion of the change in the fair value is recognised immediately in income statement. The amount recognised in OCI is reclassified to the income statement as a reclassification adjustment on disposal of the foreign operation.

#### (iii) Derivatives that do not qualify for hedge accounting

Changes in the fair value of derivatives that do not qualify for hedge accounting are recognised immediately in the income statement.

### (l) Intangible assets

#### (i) Goodwill arising from business combination

Goodwill arising from business combination is the excess of the fair value of consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets and contingent liabilities acquired. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the income statement.

Goodwill arising from business combination is recognised separately as intangible assets and carried at cost less accumulated impairment losses.

Goodwill on acquisition of associates and joint ventures is recorded as part of the carrying value of the investments in the consolidated statement of financial position.

The gains and losses on the disposal of subsidiaries, associates and joint ventures include the carrying amount of goodwill relating to the entity sold.

#### (ii) Technology, trademarks, licences, mastheads and others

Technology, trademarks, licences, mastheads and other intangible assets acquired as part of business combinations are initially recognised at their fair values at the acquisition date and are subsequently carried at cost (i.e. the fair values on initial recognition) less accumulated amortisation and accumulated impairment losses. The fair value of patents and trademarks acquired in a business combination is based on the discounted estimated royalty payments that are expected to be avoided as a result of the patent and trademark being owned, or the multi-period excess earnings method, whereby the subject asset is valued after deducting a fair return on all other assets that are part of creating the related cash flows. The fair value of customer relationships acquired in a business combination is determined using the multi-period excess earnings method.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (l) Intangible assets (cont'd)

#### (ii) Technology, trademarks, licences, mastheads and others (cont'd)

Technology and licenses acquired separately are initially recognised at cost and subsequently carried at cost less accumulated amortisation and accumulated impairment losses.

These costs are amortised to the income statement using the straight-line method over 3 to 20 years, which is the shorter of their estimated useful lives and periods of contractual rights.

The amortisation period and amortisation method of these intangible assets other than goodwill are reviewed at least once at each reporting date. The effects of any revision are recognised in the income statement when the changes arise.

### (m) Inventories

Inventories comprise raw materials and consumable stores, and are stated at the lower of cost and net realisable value.

The 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 basis. Net realisable value is the estimated selling price in the ordinary course of business, less estimated variable selling expenses.

### (n) Assets held for sale

Non-current assets, or disposal groups comprising assets and liabilities, that are highly probable to be recovered primarily through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets, or components of a disposal group, are remeasured in accordance with the Group's accounting policies. Thereafter, the assets, or disposal group, classified as held for sale are generally measured at the lower of their carrying amount and fair value less costs to sell.

Any impairment loss on a disposal group is first allocated to goodwill, and then to remaining assets and liabilities on pro rata basis, except that no loss is allocated to investment properties, inventories, financial assets, deferred tax assets, which continue to be measured in accordance with the Group's accounting policies. Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are recognised in profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

When the fair value less costs to sell of a disposal group is below its carrying amount, but the carrying amount of assets in the measurement scope of SFRS(I) 5 *Non-current Assets Held for Sale and Discontinued Operations* is insufficient to absorb the impairment loss, the Group recognises a separate provision on the remaining assets.

Intangible assets and property, plant and equipment once classified as held for sale are not amortised or depreciated. In addition, equity accounting of associates and joint ventures ceases once classified as held for sale.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (o) Borrowings

Borrowings are initially recognised at fair value (net of transaction costs incurred) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is taken to the income statement over the period of the borrowings using the effective interest method.

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the reporting date, in which case they are presented as non-current liabilities.

Borrowing costs incurred to finance the acquisition of fixed assets are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Other borrowing costs are taken to the income statement over the period of borrowing using the effective interest rate method.

### (p) Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within 1 year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade and other payables are initially carried at fair value, and subsequently carried at amortised cost using the effective interest method.

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expire.

### (q) 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.

### (r) Employee benefits

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

#### (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 rendered their services to the Group.

#### (ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as Singapore's Central Provident Fund on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The Group's contributions to defined contribution plans are recognised in the financial year when they are due.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (r) Employee benefits (cont'd)

#### (iii) Share-based compensation

Persons eligible to participate in the SPH Performance Share Plan and the SPH Performance Share Plan 2016 (collectively, "the Plans") are selected Group Employees of such rank and service period as the Remuneration Committee ("the RC") may determine, and other participants selected by the RC.

The Plans contemplates the award of fully-paid ordinary shares, their equivalent cash value or combinations thereof, free of charge, provided that certain prescribed performance conditions are met and upon expiry of the prescribed vesting periods.

The fair value of the performance shares granted is recognised as a share-based compensation expense in the income statement with a corresponding increase in the share-based compensation reserve over the vesting period.

The amount is determined by reference to the fair value of the performance shares on grant date.

If the performance condition is a market condition, the probability of the performance condition being met is taken into account in estimating the fair value of the ordinary shares granted at the grant date. The compensation cost shall be charged to the income statement on a basis that fairly reflects the manner in which the benefits will accrue to the employee under the Plans over the prescribed vesting periods from date of grant. No adjustments to the amounts charged to the income statement are made whether or not the market condition is met.

For performance share grants with non-market conditions, the Company revises its estimates of the number of share grants expected to vest and corresponding adjustments are made to the income statement and share-based compensation reserve. The Company assesses this change at the end of each reporting period.

### (s) Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made.

### (t) Income taxes

Current tax for current and prior periods is recognised at the amount expected to be paid to (or recovered from) the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, except when the deferred tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting nor taxable profit or loss.

Deferred tax is measured:

- (i) at the tax rates that are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date; and
- (ii) based on the tax consequence that will follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amounts of its assets and liabilities.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (t) Income taxes (cont'd)

Deferred tax liabilities are recognised on temporary differences arising on investments in subsidiaries, associates and joint ventures, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

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

Current and deferred taxes are recognised as income or expense in the income statement, except to the extent that the tax arises from a business combination or a transaction which is recognised directly in equity. Deferred tax arising from a business combination is adjusted against the related goodwill.

Current tax assets and liabilities are offset only if certain criteria are met.

### (u) Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and rendering of services in the ordinary course of the Group's activities. Revenue is presented, net of goods and services tax, rebates, discounts and returns, and after eliminating sales within the Group.

The Group recognises revenue when the amount of revenue and related cost can be reliably measured, when it is probable that the collectability of the related receivables is reasonably assured and when the specific criteria for each of the Group's activities are met as follows:

- (i) Revenue from the sale of the Group's products is recognised on completion of delivery;
- (ii) Revenue from advertisements is recognised in the period in which the advertisement is published or broadcasted;
- (iii) Revenue from rental and rental-related services is recognised on a straight-line basis over the lease term. Lease incentives granted are recognised as an integral part of the total rental income;
- (iv) Revenue from the provision of other services is recognised in the period in which the services are rendered;
- (v) Dividend income is recognised when the right to receive payment is established; and
- (vi) Interest income is recognised using the effective interest method.

### (v) Share capital, treasury shares and perpetual securities

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

The consideration paid for treasury shares, including any directly attributable incremental costs, is presented as a component within shareholders' equity until the shares are cancelled, re-issued or disposed of. Where such shares are subsequently re-issued or disposed of, any consideration received, net of any directly attributable incremental transaction costs, is included in shareholders' equity. Realised gain or loss on disposal or re-issue of treasury shares is included in retained profits of the Company.

When treasury shares are subsequently cancelled, the cost of the treasury shares is deducted against the share capital account, if the shares are purchased out of capital of the Company, or against the retained profits of the Company, if the shares are purchased out of profits of the Company.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (v) Share capital, treasury shares and perpetual securities (cont'd)

Perpetual securities which do not result in the Group having a contractual obligation to deliver cash or another financial asset, or to exchange financial assets or financial liabilities with the holder under conditions that are potentially unfavourable to the Group, are classified as equity. Distributions arising from such instruments are recognised in equity as there is no contractual obligation to pay distributions on these instruments. Incremental external costs directly attributable to the issuance of such instruments are accounted for as a deduction from equity.

### (w) Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### (i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (w) Leases (cont'd)

#### (i) As a lessee (cont'd)

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'borrowings' in the statement of financial position.

#### *Short-term leases and leases of low-value assets*

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

#### *Covid-19-related rent concessions*

The Group has applied Covid-19-Related Rent Concessions – Amendment to SFRS(I) 16. The Group applies the practical expedient allowing it not to assess whether eligible rent concessions that are a direct consequence of the Covid-19 pandemic are lease modifications. The Group applies the practical expedient consistently to contracts with similar characteristics and in similar circumstances.

#### (ii) As a lessor

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (w) Leases (cont'd)

#### (ii) As a lessor (cont'd)

If an arrangement contains lease and non-lease components, then the Group applies SFRS(I) 15 to allocate the consideration in the contract.

The Group applies the derecognition and impairment requirements in SFRS(I) 9 *Financial Instruments* to the net investment in the lease [Note 2(i)(v)]. The Group further regularly reviews estimated unguaranteed residual values used in calculating the gross investment in the lease.

The Group recognises lease payments received from investment property under operating leases as income on a straight-line basis over the lease term as part of "revenue". Rental income from sub-leased property is recognised as "other income".

### (x) Government grants

Government grants related to co-funding of salaries and wages are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant. Grants that compensate the Group for expenses incurred are recognised in profit or loss as "other operating income" on a systematic basis in the same periods in which the expenses are recognised.

### (y) Discontinued operations

A discontinued operation is a component of the Group's business, the operations and cash flows of which can be clearly distinguished from the rest of the Group and which:

- represents a separate major line of business or geographical area of operations;
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or
- is a subsidiary acquired exclusively with a view to resale.

Classification as a discontinued operation occurs at the earlier of disposal or when the operation meets the criteria to be classified as held of sale. When an operation is classified as a discontinued operation, the comparative statement of profit or loss is re-presented as if the operation had been discontinued from the start of the comparative year.

### (z) Segment reporting

Segmental information is reported in a manner consistent with the internal reporting provided to the Chief Executive Officer of the Company who conducts a regular review for allocation of resources and assessment of performance of the operating segments.

### (aa) Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand and deposits with financial institutions which are subject to an insignificant risk of change in value.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

### (ab) Intra-group financial guarantees in the separate financial statements

Financial guarantees are financial instruments issued by the Company that require the issuer to make specified payments to reimburse the holder for the loss it incurs because a specified debtor fails to meet payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees issued are initially measured at fair value and the initial fair value is amortised over the life of the guarantees. Subsequent to initial measurement, the financial guarantees are measured at the higher of the amortised amount and the amount of loss allowance.

ECLs are measured for financial guarantees issued as the expected payments to reimburse the holder less any amounts that the Company expects to recover. Loss allowances for ECLs for financial guarantees issued are presented in the Company's statement of financial position as "borrowings".

## 3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

The preparation of financial statements in conformity with SFRS(I) requires management to make estimates, assumptions and judgements that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The outbreak of Covid-19 pandemic and the various containment measures adopted by the countries the Group operates in to delay the spread of the virus have impacted the Group. With the re-imposition of Covid-19 restrictions to combat new waves of localised infections, the Group continues to experience extended disruption in 2021 to its business operations due to economic uncertainty evidenced by continued volatility in currency exchange rates in countries in which the Group operates in and the asset prices. These volatilities and the uncertainties in the recovery trajectories of the world economies in the near term in turn increased the level of subjectivity and judgement involved.

Information about assumptions and estimation uncertainties that have significant effect on the amounts recognised are as follows:

- **Fair value estimation**

The fair value of investment properties is based on independent professional valuations using valuation techniques and assumptions. The independent valuation reports have highlighted estimation uncertainty of future impact arising from the Covid-19 outbreak and a higher degree of caution should be exercised when relying upon the valuation. In addition, the valuations may change significantly and unexpectedly over a short period of time.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Group uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Methods used include estimating with reference to recent arm's length transactions, discounted cash flow projections and the underlying net asset value of the investee companies. Certain Level 3 investments' underlying businesses were in sectors at risk of Covid-19. The determination of the fair value of such investments would be challenging in such unprecedented circumstances.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS (CONT'D)

- Recoverable value of goodwill and other intangible assets**

The Group determines whether goodwill and other intangible assets are impaired at least on an annual basis. This requires an estimation of the value-in-use of the cash-generating units to which goodwill or other intangible assets are allocated. Estimating the value-in-use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose an appropriate discount rate in order to calculate the present value of those cash flows. Forecasts of future cash flows are based on the Group's estimates using sector and industry trends, general market and economic conditions, changes in technology and other available information, taking into consideration the heightened estimation uncertainty on cash flows due to the impact of Covid-19. Information about the assumptions and their risk factors relating to goodwill and other intangible assets impairment are discussed in Note 13(a).

## 4. SHARE CAPITAL, TREASURY SHARES AND PERPETUAL SECURITIES

### (a) Share capital and treasury shares

	Group and Company			
	2021		2020	
	Number of Shares '000	Amount S\$'000	Number of Shares '000	Amount S\$'000
<b>Issued and fully paid, with no par value</b>				
Management shares	16,362	7,109	16,362	7,109
Ordinary shares	1,600,649	515,700	1,600,649	515,700
	<b>1,617,011</b>	<b>522,809</b>	1,617,011	522,809
Treasury shares	(9,137)	(18,802)	(10,075)	(20,734)
	<b>1,607,874</b>	<b>504,007</b>	1,606,936	502,075
Movements during the financial year:				
Beginning of financial year	1,606,936	502,075	1,611,865	509,583
Purchase of treasury shares	-	-	(5,638)	(9,349)
Treasury shares re-issued	938	1,932	709	1,841
End of financial year	<b>1,607,874</b>	<b>504,007</b>	1,606,936	502,075

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 participate 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.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 4. SHARE CAPITAL, TREASURY SHARES AND PERPETUAL SECURITIES (CONT'D)

### (a) Share capital and treasury shares (cont'd)

#### (i) Treasury shares

No share purchase was made during the financial year.

In the previous financial year, the Company acquired 5,637,600 of its own shares through purchases on the Singapore Exchange. The total amount paid to acquire the shares was S\$9.3 million. The shares, held as treasury shares, were included as deduction against shareholders' equity.

The Company re-issued 937,940 (2020: 708,917) treasury shares during the financial year for the fulfilment of share awards vested under the Plans at a total value of S\$1.9 million (2020: S\$1.8 million).

#### (ii) Performance shares

At the annual general meeting of the Company held on 1 December 2016, the Company's shareholders approved the adoption of the SPH Performance Share Plan 2016 ("the 2016 Share Plan"). This replaced the SPH Performance Share Plan, which was terminated.

During the financial year, 3,519,300 (2020: 2,155,300) performance shares were granted subject to the terms and conditions of the 2016 Share Plan.

Movements in the number of performance shares outstanding during the financial year are summarised below:

2021						
Grant Date	Outstanding as at 01.09.20 '000	Adjusted* '000	Granted^ '000	Vested '000	Lapsed '000	Outstanding as at 31.08.21 '000
12.01.18	1,058	(612)	–	(444)	(2)	–
14.01.19	1,467	–	–	(58)	(58)	1,351
13.01.20	2,080	–	–	(391)	(152)	1,537
13.01.21	–	–	3,519	(45)	(257)	3,217
2020						
Grant Date	Outstanding as at 01.09.19 '000	Adjusted* '000	Granted^ '000	Vested '000	Lapsed '000	Outstanding as at 31.08.20 '000
13.01.17	733	(413)	–	(316)	(4)	–
12.01.18	1,329	–	–	(266)	(5)	1,058
14.01.19	1,529	–	–	(58)	(4)	1,467
13.01.20	–	–	2,155	(69)	(6)	2,080

\* Adjusted at end of the performance period based on the level of achievement of pre-set performance conditions.

^ Included a special sign-on bonus of SPH shares.

The shares awarded at the vesting date could range from 0% to 200% of the grant, depending on the level of achievement against the pre-set performance conditions.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 4. SHARE CAPITAL, TREASURY SHARES AND PERPETUAL SECURITIES (CONT'D)

### (a) Share capital and treasury shares (cont'd)

#### (ii) Performance shares (cont'd)

The fair value of the performance shares is determined at grant date using the Monte Carlo simulation model. The number of performance shares granted during the financial year, their fair values and the input assumptions used are as follows:

Grant Date	Vesting Date	Number of Shares '000	Fair Value per Share S\$	Expected Volatility* of SPH %	Expected Dividend Yield %	Risk-free Interest Rate %	Share Price at Grant Date S\$
<b>2021</b>							
13.01.21 <sup>^</sup>	13.01.24	2,319	0.98	28.66	4.34	0.32	1.12
13.01.21 <sup>^</sup>	13.01.22	587	1.05	N.A.	4.34	N.A.	1.12
13.01.21 <sup>^</sup>	13.01.23	587	1.05	N.A.	4.34	N.A.	1.12
<b>2020</b>							
13.01.20 <sup>^</sup>	13.01.23	1,311	1.86	19.82	5.50	1.50	2.18
13.01.20 <sup>^</sup>	13.01.21	387	2.01	N.A.	5.50	N.A.	2.18
13.01.20 <sup>^</sup>	13.01.22	388	2.01	N.A.	5.50	N.A.	2.18

\* Derived based on 36 months of historical volatility prior to grant date.

<sup>^</sup> Granted with non-market conditions.

N.A. Not applicable

For non-market conditions, achievement factors have been estimated based on management inputs for the purpose of accrual for the performance shares until the achievement of the performance conditions can be accurately ascertained.

During the financial year, the Group recognised S\$2.3 million (2020: S\$2.6 million) of share-based compensation expense in respect of performance shares based on the fair values determined on grant date and estimation of the share grants that will ultimately vest.

### (b) Perpetual securities

Issue Date	Principal Amount S\$'000	Initial Distribution Rate %	Distribution Rate Reset Dates
07.06.2019	150,000	4.5	First reset on 07.06.2024 and subsequent resets occurring every 5 years thereafter
12.11.2019	300,000	4.0	First reset on 12.05.2025 and subsequent resets occurring every 5 years thereafter

The distributions will be payable semi-annually in arrears on a discretionary basis and will be cumulative and compounding in accordance with the terms and conditions of the securities ("Conditions"). The perpetual securities have no fixed redemption date.

The perpetual securities constitute direct, unconditional, subordinated and unsecured obligations of the Issuer and shall at all times rank *pari passu*, without any preference or priority among themselves, and *pari passu* with any Parity Obligations (as defined in the Conditions) of the Issuer.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 4. SHARE CAPITAL, TREASURY SHARES AND PERPETUAL SECURITIES (CONT'D)

### (b) Perpetual securities (cont'd)

As at 31 August 2021, the perpetual securities of S\$452.5 million (2020: S\$452.5 million) recognised within equity included accrued distribution for the perpetual securities.

In the previous financial year, the Company issued S\$300 million of perpetual securities and recognised S\$298.4 million, net of issuance costs.

## 5. RESERVES

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Capital reserve	(10,003)	(9,565)	–	–
Share-based compensation reserve	4,337	3,960	4,337	3,960
Hedging reserve	(4,068)	(11,835)	(103)	(2,115)
Fair value reserve	408,493	124,291	–	–
Currency translation reserve	38,809	32,928	–	–
	<b>437,568</b>	<b>139,779</b>	<b>4,234</b>	<b>1,845</b>

### Capital reserve

The capital reserve comprises mainly capitalised listing expenses incurred in relation to the listing of a subsidiary on the Main Board of Singapore Exchange Securities Trading Limited.

### Share-based compensation reserve

The share-based compensation reserve comprises the fair value of performance shares granted.

### Hedging reserve

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of hedging instruments pending subsequent recognition in the income statement.

### Fair value reserve

The fair value reserve comprises the cumulative net change in the fair value of FVOCI investments until the investment is derecognised.

### Currency translation reserve

The currency translation reserve comprises the foreign currency differences arising from translation of the financial statements of foreign operations.

# NOTES TO THE FINANCIAL STATEMENTS

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## 6. NON-CONTROLLING INTERESTS

The following summarises the financial information of the Group's subsidiaries with non-controlling interests, based on their respective (consolidated) financial statements prepared in accordance with SFRS(I), modified for fair value adjustments on acquisition and differences with the Group's accounting policies. The information is before inter-company eliminations with other companies in the Group.

	SPH REIT Group S\$'000	Other subsidiaries S\$'000	Total S\$'000
<b>2021</b>			
Revenue	<u>277,179</u>		
Profit	<b>152,088</b>		
Other comprehensive income	<u>(4,788)</u>		
<b>Total comprehensive income</b>	<b>147,300</b>		
Attributable to non-controlling interests:			
Profit	<b>52,548</b>	<b>4,181</b>	<b>56,729</b>
Other comprehensive income	<u>(1,891)</u>	<u>(137)</u>	<u>(2,028)</u>
<b>Total comprehensive income</b>	<b>50,657</b>	<b>4,044</b>	<b>54,701</b>
Non-current assets	<b>4,123,568</b>		
Current assets	<b>122,997</b>		
Non-current liabilities	<u>(1,181,744)</u>		
Current liabilities	<u>(216,953)</u>		
<b>Net assets</b>	<b>2,847,868</b>		
<b>Attributable to non-controlling interests</b>	<b>1,178,135</b>	<b>17,936</b>	<b>1,196,071</b>
Cash flows from operating activities	<b>202,545</b>		
Cash flows used in investing activities	<b>(13,078)</b>		
Cash flows used in financing activities*	<u>(158,264)</u>		
<b>Net increase in cash and cash equivalents</b>	<b>31,203</b>		

\* Included S\$41.9 million dividends paid to non-controlling interests and S\$12.3 million distributions for perpetual securities.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 6. NON-CONTROLLING INTERESTS (CONT'D)

	SPH REIT Group S\$'000	Other subsidiaries S\$'000	Total S\$'000
2020			
Revenue	241,463		
Loss	(64,024)		
Other comprehensive income	34,096		
<b>Total comprehensive income</b>	<b>(29,928)</b>		
Attributable to non-controlling interests:			
Loss	(23,499)	(5,327)	(28,826)
Other comprehensive income	12,297	(248)	12,049
<b>Total comprehensive income</b>	<b>(11,202)</b>	<b>(5,575)</b>	<b>(16,777)</b>
Non-current assets	4,126,036		
Current assets	114,627		
Non-current liabilities	(1,130,442)		
Current liabilities	(295,512)		
<b>Net assets</b>	<b>2,814,709</b>		
<b>Attributable to non-controlling interests</b>	<b>1,173,266</b>	<b>12,667</b>	<b>1,185,933</b>
Cash flows from operating activities	166,309		
Cash flows used in investing activities	(635,032)		
Cash flows from financing activities*	205,992		
<b>Net decrease in cash and cash equivalents</b>	<b>(262,731)</b>		

\* Included S\$30.5 million dividends paid to non-controlling interests and S\$12.3 million distributions for perpetual securities.

### Perpetual securities issued by a subsidiary

On 30 August 2019, the Group's subsidiary, SPH REIT, issued S\$300 million of perpetual securities with an initial distribution rate of 4.1% per annum with the first distribution rate reset falling on 30 August 2024 and subsequent resets occurring every 5 years thereafter. The distribution will be payable semi-annually in arrears on a discretionary basis in accordance with the terms and conditions of the securities ("Conditions"), and will be non-cumulative. The perpetual securities have no fixed redemption date.

The perpetual securities constitute direct, unconditional, subordinated and unsecured obligations of the Issuer and shall at all times rank *pari passu*, without any preference or priority among themselves, and *pari passu* with any Parity Obligations (as defined in the Conditions) of the respective issuers.

As at 31 August 2021, non-controlling interests included perpetual securities of S\$297.9 million (2020: S\$297.9 million), net of issuance costs.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 7. PROPERTY, PLANT AND EQUIPMENT

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Property, plant and equipment owned	61,005	160,554	702	34,988
Right-of-use assets	28,662	65,072	–	8,187
	<b>89,667</b>	<b>225,626</b>	<b>702</b>	<b>43,175</b>

### (a) Property, plant and equipment owned

	Leasehold Land and Buildings S\$'000	Plant and Equipment S\$'000	Furniture and Fittings S\$'000	Motor Vehicles S\$'000	Total S\$'000
<b>Group</b>					
<b>2021</b>					
<b>Cost or deemed cost</b>					
Beginning of financial year	255,256	625,696	23,434	1,140	905,526
Additions	27	2,316	141	25	2,509
Transfer from capital work-in-progress	1	5,088	438	–	5,527
Disposals/Write-offs	–	(8,899)	(2,475)	(304)	(11,678)
Disposal of subsidiaries [Note 32(b)]	–	(608)	(80)	–	(688)
Reclassification to assets held for sale [Note 18]	(187,475)	(612,471)	(20,725)	(477)	(821,148)
Currency translation differences	432	52	(115)	–	369
End of financial year	<b>68,241</b>	<b>11,174</b>	<b>618</b>	<b>384</b>	<b>80,417</b>
<b>Accumulated depreciation and impairment</b>					
Beginning of financial year	140,946	594,152	10,759	821	746,678
Depreciation	8,858	9,181	1,210	145	19,394
Disposals/Write-offs	–	(8,773)	(2,346)	(304)	(11,423)
Disposal of subsidiaries [Note 32(b)]	–	(426)	(30)	–	(456)
Reclassification to assets held for sale [Note 18]	(138,952)	(587,533)	(9,922)	(477)	(736,884)
Impairment	–	1,545	505	–	2,050
Currency translation differences	85	15	(43)	–	57
End of financial year	<b>10,937</b>	<b>8,161</b>	<b>133</b>	<b>185</b>	<b>19,416</b>
<b>Carrying amount</b>					
End of financial year	57,304	3,013	485	199	61,001
Capital work-in-progress	–	4	–	–	4
Total	<b>57,304</b>	<b>3,017</b>	<b>485</b>	<b>199</b>	<b>61,005</b>
<b>Capital work-in-progress</b>					
Beginning of financial year	1	1,424	281	–	1,706
Additions	23	7,598	438	–	8,059
Transfer to property, plant and equipment	(1)	(5,088)	(438)	–	(5,527)
Reclassification to assets held for sale [Note 18]	(23)	(3,930)	(281)	–	(4,234)
End of financial year	<b>–</b>	<b>4</b>	<b>–</b>	<b>–</b>	<b>4</b>

During the financial year, the Group recognised impairment charges of S\$2.1 million mainly due to the secular decline in the Media business (2020: Group S\$4.5 million and Company S\$4.3 million respectively mainly on a press line due to lower utilisation following the cessation of certain products).

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 7. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

### (a) Property, plant and equipment owned (cont'd)

	Leasehold Land and Buildings S\$'000	Plant and Equipment S\$'000	Furniture and Fittings S\$'000	Motor Vehicles S\$'000	Total S\$'000
Group 2020					
<b>Cost or deemed cost</b>					
Beginning of financial year	308,281	634,868	29,097	1,273	973,519
Additions	153	3,087	874	53	4,167
Acquisition of subsidiaries [Note 32(a)]	–	125	186	–	311
Transfer from capital work-in-progress	621	9,879	583	–	11,083
Disposals/Write-offs	(53,978)	(20,555)	(5,423)	(185)	(80,141)
Disposal of subsidiaries [Note 32(b)]	–	(1,687)	(1,881)	–	(3,568)
Currency translation differences	179	(21)	(2)	(1)	155
End of financial year	255,256	625,696	23,434	1,140	905,526
<b>Accumulated depreciation and impairment</b>					
Beginning of financial year	176,888	597,080	15,413	835	790,216
Depreciation	11,388	13,962	2,149	172	27,671
Disposals/Write-offs	(47,325)	(19,872)	(5,319)	(185)	(72,701)
Disposal of subsidiaries [Note 32(b)]	–	(1,366)	(1,594)	–	(2,960)
Impairment	–	4,359	99	–	4,458
Currency translation differences	(5)	(11)	11	(1)	(6)
End of financial year	140,946	594,152	10,759	821	746,678
<b>Carrying amount</b>					
End of financial year	114,310	31,544	12,675	319	158,848
Capital work-in-progress	1	1,424	281	–	1,706
Total	114,311	32,968	12,956	319	160,554
<b>Capital work-in-progress</b>					
Beginning of financial year	578	3,762	380	–	4,720
Additions	44	7,541	484	–	8,069
Transfer to property, plant and equipment	(621)	(9,879)	(583)	–	(11,083)
End of financial year	1	1,424	281	–	1,706



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 7. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

### (a) Property, plant and equipment owned (cont'd)

	Plant and Equipment S\$'000	Furniture and Fittings S\$'000	Motor Vehicles S\$'000	Total S\$'000
<b>Company</b>				
<b>2021</b>				
<b>Cost or deemed cost</b>				
Beginning of financial year	536,141	19,742	729	556,612
Additions	565	53	-	618
Transfer from capital work-in-progress	4,880	435	-	5,315
Disposals/Write-offs	(7,767)	(1,490)	(221)	(9,478)
Reclassification to assets held for sale	(532,213)	(18,579)	(240)	(551,032)
End of financial year	1,606	161	268	2,035
<b>Accumulated depreciation and impairment</b>				
Beginning of financial year	513,572	8,970	612	523,154
Depreciation	7,044	930	53	8,027
Disposals/Write-offs	(7,735)	(1,412)	(221)	(9,368)
Reclassification to assets held for sale	(511,913)	(8,327)	(240)	(520,480)
End of financial year	968	161	204	1,333
<b>Carrying amount</b>				
End of financial year	638	-	64	702
<b>Capital work-in-progress</b>				
Beginning of financial year	1,250	280	-	1,530
Additions	7,483	436	-	7,919
Transfer to property, plant and equipment	(4,880)	(435)	-	(5,315)
Reclassification to assets held for sale	(3,853)	(281)	-	(4,134)
End of financial year	-	-	-	-

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 7. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

### (a) Property, plant and equipment owned (cont'd)

	Plant and Equipment S\$'000	Furniture and Fittings S\$'000	Motor Vehicles S\$'000	Total S\$'000
Company				
2020				
<b>Cost or deemed cost</b>				
Beginning of financial year	531,420	21,821	729	553,970
Additions	835	154	–	989
Transfer from capital work-in-progress	8,150	564	–	8,714
Disposals/Write-offs	(4,264)	(2,797)	–	(7,061)
End of financial year	536,141	19,742	729	556,612
<b>Accumulated depreciation and impairment</b>				
Beginning of financial year	502,389	10,392	552	513,333
Depreciation	11,153	1,370	60	12,583
Disposals/Write-offs	(4,256)	(2,792)	–	(7,048)
Impairment	4,286	–	–	4,286
End of financial year	513,572	8,970	612	523,154
<b>Carrying amount</b>				
End of financial year	22,569	10,772	117	33,458
Capital work-in-progress	1,250	280	–	1,530
Total	23,819	11,052	117	34,988
<b>Capital work-in-progress</b>				
Beginning of financial year	2,195	362	–	2,557
Additions	7,205	482	–	7,687
Transfer to property, plant and equipment	(8,150)	(564)	–	(8,714)
End of financial year	1,250	280	–	1,530

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 7. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

### (b) Right-of-use assets

	Land and Building S\$'000	Plant and Equipment S\$'000	Total S\$'000
<b>Group</b>			
<b>2021</b>			
Beginning of financial year	65,066	6	65,072
Additions	4,639	–	4,639
Depreciation	(8,260)	–	(8,260)
Derecognition	(29)	(6)	(35)
Disposal of subsidiaries [Note 32(b)]	(62)	–	(62)
Reclassification to assets held for sale [Note 18]	(32,686)	–	(32,686)
Currency translation differences	(6)	–	(6)
End of financial year	<u>28,662</u>	<u>–</u>	<u>28,662</u>
2020			
Beginning of financial year	92,943	130	93,073
Additions	12,508	–	12,508
Depreciation	(12,853)	(104)	(12,957)
Derecognition	(24,992)	(20)	(25,012)
Disposal of subsidiaries [Note 32(b)]	(2,534)	–	(2,534)
Currency translation differences	(6)	–	(6)
End of financial year	<u>65,066</u>	<u>6</u>	<u>65,072</u>
<b>Company</b>			
<b>2021</b>			
Beginning of financial year	8,187	–	8,187
Additions	1,845	–	1,845
Depreciation	(2,281)	–	(2,281)
Reclassification to assets held for sale	(7,751)	–	(7,751)
End of financial year	<u>–</u>	<u>–</u>	<u>–</u>
2020			
Beginning of financial year	5,138	–	5,138
Additions	6,753	–	6,753
Depreciation	(3,534)	–	(3,534)
Derecognition	(170)	–	(170)
End of financial year	<u>8,187</u>	<u>–</u>	<u>8,187</u>

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 8. INVESTMENT PROPERTIES

	Group	
	2021	2020
	S\$'000	S\$'000
<b>Investment properties</b>		
Beginning of financial year	6,101,305	5,014,896
Additions	24,489	744,504
Transfer from investment properties under development	317,665	–
Acquisition of subsidiaries [Note 32(a)]	–	457,679
Fair value change	66,585	(232,013)
Currency translation differences	9,219	116,239
End of financial year	<u>6,519,263</u>	<u>6,101,305</u>
<b>Investment properties under development</b>		
Beginning of financial year	318,989	–
Additions	4,074	41,697
Acquisition of subsidiaries [Note 32(a)]	–	272,782
Transfer to investment properties	(317,665)	–
Currency translation differences	(5,398)	4,510
End of financial year	<u>–</u>	<u>318,989</u>
<b>Total Carrying Amount</b>	<u><b>6,519,263</b></u>	<u><b>6,420,294</b></u>
Carrying amount of		
– Freehold investment properties	5,255,260	4,855,449
– Leasehold investment properties	1,236,293	1,220,396
– Freehold and long leasehold properties	27,710	25,460
– Freehold property under development	–	318,989
	<u><b>6,519,263</b></u>	<u><b>6,420,294</b></u>

The fair value of the investment properties as at the reporting date was stated based on independent professional valuations using valuation techniques and assumptions set out in Note 33(e).

The Paragon on Orchard Road with a carrying amount of S\$2,830 million (2020: S\$2,811 million) is mortgaged to banks as security for a S\$995 million loan granted to a subsidiary of the Group, SPH REIT [Note 21(a)].

The Figtree Shopping Centre ("Figtree") in Australia with a carrying amount of S\$196.7 million (2020: S\$190.6 million) is mortgaged to a bank as security for an A\$105 million (2021: S\$103.3 million; 2020: S\$105.3 million) loan granted to a subsidiary of the Group, Figtree Holding Trust ("FHT") [Note 21(a)].

The Westfield Marion Shopping Centre ("Westfield Marion") in Australia with a carrying amount of S\$630.1 million (2020: S\$648.6 million) is mortgaged to a bank as security for an A\$200 million (2021: S\$196.7 million; 2020: S\$200.6 million) loan granted to a subsidiary of the Group, Marion Sub Trust ("MST") [Note 21(a)].

The Seletar Mall with a carrying amount of S\$480.5 million (2020: S\$480 million) is mortgaged to a bank as security for a S\$300 million loan granted to a subsidiary of the Group, The Seletar Mall Pte. Ltd. ("TSMPL") [Note 21(b)].

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 8. INVESTMENT PROPERTIES (CONT'D)

The Purpose-Built Student Accommodation ("PBSA") portfolio, comprised 28 assets in the United Kingdom and Germany, with a carrying amount of S\$1,506.5 million (2020: 28 assets, S\$1,431.1 million). A portfolio of 20 assets in the United Kingdom, with a carrying amount of S\$656 million (2020: S\$622.4 million), is mortgaged to a bank as security for a £205 million (2021: S\$379.2 million; 2020: S\$372.8 million) loan granted to a subsidiary of the Group, Straits Capitol Trust ("SCT") [Note 21(c)].

The Japan Aged Care portfolio comprised 5 assets with a carrying amount of S\$68 million (2020: S\$72 million). Of the 5 assets, 3 are owned by Straits Himawari TMK One TMK ("TMK1") and 2 by Straits Himawari TMK Two TMK ("TMK2"). TMK1 and TMK2 have issued bonds secured by the statutory general lien under the Japan law. In addition, the bond issued by TMK1 is also secured by way of property mortgages in respect of the 3 assets owned by TMK1 [Note 21(d)].

The following amounts are recognised in the income statement:

	Group	
	2021	2020
	S\$'000	S\$'000
Rental income	389,193	328,307
Direct operating expenses arising from investment properties that generated rental income	(106,837)	(100,807)

## 9. SUBSIDIARIES

	Company	
	2021	2020
	S\$'000	S\$'000
Equity investments at cost	458,501	460,635
Allowance for impairment	(30,228)	(30,107)
	428,273	430,528

During the financial year, an impairment loss of S\$0.1 million (2020: S\$9.8 million) was recognised on certain subsidiaries following a review of their businesses. In addition, the Company reclassified its investment in a subsidiary of S\$2.1 million to assets held for sale following the proposed restructuring of the Media business [Note 18].

The recoverable amounts of the subsidiaries were determined based on higher of fair value less cost to sell and value-in-use. Fair value less cost to sell was represented by the revalued net assets or net monetary assets and liabilities of the subsidiaries as at the reporting date which approximates its fair value.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 9. SUBSIDIARIES (CONT'D)

Details of significant subsidiaries are set out as below:

Name of Subsidiaries	Principal Activities	Country of Incorporation	Effective % of Equity held by the Group	
			2021 %	2020 %
Orchard 290 Ltd	Holding investments and management of shopping centres and other commercial properties	Singapore	<b>100</b>	100
Singapore News and Publications Limited	Holding investments and properties	Singapore	*	100
Singapore Newspaper Services Private Limited	Holding investments and properties	Singapore	*	100
SPH Invest Ltd.	Holding investments	Singapore	<b>100</b>	100
SPH Multimedia Private Limited	Holding investments	Singapore	<b>100</b>	100
SPH REIT and its subsidiaries	Holding property investments	Singapore	<b>66</b>	66
Straits Capitol Trust and its subsidiaries	Holding property investments	Singapore	<b>100</b>	100
Straits Silver Trust and its subsidiaries	Holding property investments	Singapore	<b>100</b>	100
Invest Healthcare and its subsidiaries	Holding investments	Singapore	<b>100</b>	100
The Seletar Mall Pte. Ltd.	Holding property investments and management of shopping centre	Singapore	<b>70</b>	70
Times Properties Private Limited	Letting properties and provision of property management services	Singapore	<b>100</b>	100

\* *Singapore News and Publications Limited and Singapore Newspaper Services Private Limited ceased to be significant subsidiaries as at 31 August 2021.*

Note:

(i) *The above companies are audited by KPMG LLP, Singapore.*

(ii) *A list of operating subsidiaries of the Group can be found on pages 259 to 261 of the Annual Report.*

# NOTES TO THE FINANCIAL STATEMENTS

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## 10. ASSOCIATES

	Group 2021 S\$'000	2020 S\$'000
Investments in associates	<b>361,423</b>	358,055

The Group equity accounted for its associates based on their respective (consolidated) financial statements prepared in accordance with SFRS(I), modified for fair value adjustments on acquisition and any significant differences with the Group's accounting policies.

The Group's associates comprised mainly the following:

	Nature of relationship with the Group	Principal place of business/Country of incorporation	Ownership interest/ Voting rights held
Konnectivity Pte Ltd ("Konnectivity")	Business adjacency	Singapore	20% (2020: 20%)
KBS US Prime Property Management Pte. Ltd. ("KBS")	Business adjacency	Singapore	20% (2020: 20%)
MindChamps Preschool Limited ("MindChamps")	Business adjacency	Singapore	20% (2020: 20%)
Constellar Holdings Pte Ltd ("Constellar")	Business adjacency	Singapore	40% (2020: Nil)

A list of operating associates of the Group can be found on page 261 of the Annual Report.

The summarised financial information of these associates, not adjusted for the proportional ownership interest held by the Group, is as follows:

	Konnectivity S\$'000	KBS S\$'000	MindChamps S\$'000	Constellar S\$'000
<b>2021</b>				
Revenue	<b>1,063,398</b>	<b>14,789</b>	<b>61,347</b>	<b>10,390</b>
Profit/(Loss) after tax	<b>28,819</b>	<b>7,244</b>	<b>3,215</b>	<b>(8,000)</b>
Other comprehensive income	<b>3,133</b>	<b>460</b>	<b>4,184</b>	<b>(7)</b>
<b>Total comprehensive income</b>	<b>31,952</b>	<b>7,704</b>	<b>7,399</b>	<b>(8,007)</b>
Attributable to:				
– Non-controlling interests	<b>(1,084)</b>	<b>–</b>	<b>543</b>	<b>(11)</b>
– Associate's shareholders	<b>33,036</b>	<b>7,704</b>	<b>6,856</b>	<b>(7,996)</b>
Non-current assets	<b>2,408,397</b>	<b>8,279</b>	<b>126,486</b>	<b>55,621</b>
Current assets	<b>340,678</b>	<b>8,811</b>	<b>28,438</b>	<b>58,679</b>
Non-current liabilities	<b>(367,539)</b>	<b>(391)</b>	<b>(50,177)</b>	<b>(15,640)</b>
Current liabilities	<b>(529,921)</b>	<b>(3,986)</b>	<b>(32,506)</b>	<b>(45,647)</b>
<b>Net assets</b>	<b>1,851,615</b>	<b>12,713</b>	<b>72,241</b>	<b>53,013</b>
Attributable to:				
– Non-controlling interests	<b>357,408</b>	<b>–</b>	<b>591</b>	<b>9</b>
– Associate's shareholders	<b>1,494,207</b>	<b>12,713</b>	<b>71,650</b>	<b>53,004</b>



# NOTES TO THE FINANCIAL STATEMENTS

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## 10. ASSOCIATES (CONT'D)

The following table summarises the carrying amount and share of profit/(loss) and other comprehensive income of the Group's associates in the consolidated financial statements:

	Konnectivity S\$'000	KBS S\$'000	MindChamps S\$'000	Constellar S\$'000	Other associates S\$'000	Total S\$'000
<b>2021</b>						
Beginning of financial year	302,213	20,963	14,499	–	20,380	358,055
Group's share of:						
Profit/(Loss) after tax	5,973	1,449	535	(3,199)	1,128	5,886
Other comprehensive income	634	92	836	–	–	1,562
Total comprehensive income	6,607	1,541	1,371	(3,199)	1,128	7,448
Additions	–	–	–	15,342 <sup>#</sup>	3,850	19,192
Distributions received	(9,980)	–	–	–	(52)	(10,032)
Impairment	–	–	(3,304)	–	–	(3,304)
Divestment of interest in an associate	–	–	–	–	(106)	(106)
Reclassification to assets held for sale [Note 18]	–	–	–	–	(9,830)	(9,830)
End of financial year	298,840	22,504 <sup>^</sup>	12,566 <sup>*</sup>	12,143	15,370	361,423

<sup>^</sup> The carrying amount of KBS comprised the Group's share of net assets of S\$2.6 million and goodwill on acquisition of S\$19.9 million.

<sup>\*</sup> The carrying amount of MindChamps was S\$12.6 million following the write-down of the carrying amount (including goodwill on acquisition) to fair value during the financial year due to the challenging market conditions arising from the Covid-19 situation. Market value of the Group's stake in MindChamps based on quoted market price as at 31 August 2021 (Level 1 in the fair value hierarchy) is S\$12.6 million.

<sup>#</sup> On 18 February 2021, the Group divested 100% of its shareholding in Sphere Exhibits Pte Ltd [Note 32(b)] in return for 40% stake in Constellar. The Group's carrying amount of interest in Constellar was based on cash flow projections of the business, pending finalisation of the purchase price allocation exercise.

The summarised financial information of these associates, not adjusted for the proportional ownership interest held by the Group, is as follows:

	Konnectivity S\$'000	KBS S\$'000	MindChamps S\$'000
<b>2020</b>			
Revenue	1,092,282	12,443	53,013
Profit after tax	55,725	4,098	6,949
Other comprehensive income	8,050	(28)	310
<b>Total comprehensive income</b>	63,775	4,070	7,259
Attributable to:			
– Non-controlling interests	18,273	–	81
– Associate's shareholders	45,502	4,070	7,178
Non-current assets	2,391,246	5,397	126,297
Current assets	481,014	5,430	24,791
Non-current liabilities	(226,432)	–	(51,244)
Current liabilities	(763,833)	(5,085)	(35,359)
<b>Net assets</b>	1,881,995	5,742	64,485
Attributable to:			
– Non-controlling interests	370,924	–	(309)
– Associate's shareholders	1,511,071	5,742	64,794

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 10. ASSOCIATES (CONT'D)

The following table summarises the carrying amount and share of profit/(loss) and other comprehensive income of the Group's associates in the consolidated financial statements:

	Konnectivity S\$'000	KBS S\$'000	MindChamps S\$'000	Other associates S\$'000	Total S\$'000
2020					
Beginning of financial year	302,568	20,146	23,069	20,229	366,012
Group's share of:					
Profit after tax	11,146	822	1,377	57	13,402
Other comprehensive income	1,609	(5)	61	(13)	1,652
Total comprehensive income	12,755	817	1,438	44	15,054
Distributions received	(13,110)	–	–	(1,105)	(14,215)
Impairment	–	–	(10,008)	–	(10,008)
Gain on divestment of interest in an associate	–	–	–	477	477
Group's contribution	–	–	–	735	735
End of financial year	302,213	20,963 <sup>^</sup>	14,499 <sup>*</sup>	20,380	358,055

<sup>^</sup> The carrying amount of KBS comprised the Group's share of net assets of S\$1.1 million and goodwill on acquisition of S\$19.9 million.

<sup>\*</sup> The carrying amount of MindChamps comprised the Group's share of net assets of S\$13 million and goodwill on acquisition of S\$1.5 million following the write-down of carrying amount to fair value during the financial year due to the challenging market conditions arising from the Covid-19 situation. Market value of the Group's stake in MindChamps based on quoted market price as at 31 August 2020 (Level 1 in the fair value hierarchy) is S\$14.5 million.

## 11. JOINT VENTURES

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Investments in joint ventures	11,385	14,933	–	195

The Group equity accounted for its joint ventures based on their respective (consolidated) financial statements prepared in accordance with SFRS(I), modified for fair value adjustments on acquisition and any significant differences with the Group's accounting policies.

The Group's joint ventures comprised mainly the following:

	Nature of relationship with the Group	Principal place of business/ Country of incorporation	Ownership interest/ Voting rights held
WR 3 Pte. Ltd. ("WR 3") <sup>#</sup>	Related property business	Singapore	50% (2020: 50%)
The Woodleigh Mall Pte. Ltd. ("Woodleigh Mall")	Related property business	Singapore	50% (2020: 50%)

<sup>#</sup> WR 3 is the joint venture entity which is the ultimate holding company of The Woodleigh Residences Pte. Ltd. (collectively "WR 3 Group").

A list of operating joint ventures of the Group can be found on page 261 of the Annual Report.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 11. JOINT VENTURES (CONT'D)

The following summarises the financial information of these joint ventures based on their respective (consolidated) financial statements.

	WR 3 Group S\$'000	Woodleigh Mall S\$'000
<b>2021</b>		
Revenue	-	-
Profit/(Loss) <sup>1</sup> after tax	2,993	(391)
Other comprehensive income	2,741	1,827
Total comprehensive income	5,734	1,436
<sup>1</sup> Includes:		
– depreciation and amortisation	-	-
– interest expense	(17,048)	-
Non-current assets	9,470	630,921
Current assets <sup>2</sup>	828,296	9,518
Non-current liabilities <sup>3</sup>	(823,277)	(594,554)
Current liabilities <sup>4</sup>	(39,239)	(14,676)
Net (liabilities)/assets	(24,750)	31,209
<sup>2</sup> Includes cash and cash equivalents	74,874	4,789
<sup>3</sup> Includes non-current financial liabilities (excluding trade and other payables and provisions)	(823,277)	(594,554)
<sup>4</sup> Includes current financial liabilities (excluding trade and other payables and provisions)	(45)	(26)

The following table summarises the carrying amount and share of profit/(loss) and other comprehensive income of the Group's joint ventures in the consolidated financial statements:

	WR 3 Group S\$'000	Woodleigh Mall S\$'000	Other joint ventures S\$'000	Total S\$'000
<b>2021</b>				
Beginning of financial year	-	9,584	5,349	14,933
Group's share of:				
Profit/(Loss) after tax	1,497	(196)	186	1,487
Other comprehensive income	1,370	914	4	2,288
Total comprehensive income	2,867	718	190	3,775
Reversal of amortisation on interest-free loans to joint ventures	(3,549)	(1,862)	-	(5,411)
Losses taken against loans to joint ventures	682*	-	-	682
Distributions received	-	-	(2,255)	(2,255)
Divestment of interest in a joint venture	-	-	(156)	(156)
Reclassification to assets held for sale [Note 18]	-	-	(183)	(183)
End of financial year	-	8,440	2,945	11,385

\* During the financial year, the share of losses from WR 3 was taken against the loan to WR 3 [Note 14(a)(iii)].

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 11. JOINT VENTURES (CONT'D)

The following summarises the financial information of these joint ventures based on their respective (consolidated) financial statements.

	WR 3 Group S\$'000	Woodleigh Mall S\$'000
2020		
Revenue	–	–
Loss <sup>1</sup> after tax	(15,127)	(282)
Other comprehensive income	(1,340)	(893)
Total comprehensive income	(16,467)	(1,175)
<sup>1</sup> Includes:		
– depreciation and amortisation	–	–
– interest expense	(19,220)	–
Non-current assets	11,442	594,084
Current assets <sup>2</sup>	810,432	7,704
Non-current liabilities <sup>3</sup>	(823,740)	(563,355)
Current liabilities <sup>4</sup>	(28,618)	(8,661)
Net (liabilities)/assets	(30,484)	29,772
<sup>2</sup> Includes cash and cash equivalents	43,267	3,900
<sup>3</sup> Includes non-current financial liabilities (excluding trade and other payables and provisions)	(823,740)	(563,355)
<sup>4</sup> Includes current financial liabilities (excluding trade and other payables and provisions)	(55)	(30)

The following table summarises the carrying amount and share of profit/(loss) and other comprehensive income of the Group's joint ventures in the consolidated financial statements:

	WR 3 Group S\$'000	Woodleigh Mall S\$'000	Other joint ventures S\$'000	Total S\$'000
2020				
Beginning of financial year	2,364	12,001	7,630	21,995
Group's share of:				
Loss after tax	(7,561)	(142)	(2,281)	(9,984)
Other comprehensive income	(671)	(445)	–	(1,116)
Total comprehensive income	(8,232)	(587)	(2,281)	(11,100)
Reversal of amortisation on interest-free loans to joint ventures	(3,494)	(1,830)	–	(5,324)
Losses taken against loans to joint ventures	9,362*	–	–	9,362
End of financial year	–	9,584	5,349	14,933

\* During the financial year, the share of losses from WR 3 was taken against the loan to WR 3 [Note 14(a)(iii)].

# NOTES TO THE FINANCIAL STATEMENTS

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## 12. INVESTMENTS

### (a) Non-current

	2021	Group 2020
	S\$'000	S\$'000
<b>FVOCI – designated</b>		
– Equity securities	398,947	192,638
– Investment funds	90,419	197,876
	<b>489,366</b>	390,514
<b>FVTPL</b>		
– Bonds and notes	27,550	33,050
	<b>516,916</b>	423,564

On 1 March 2020, the Group reclassified FVTPL (current) investments, held for strategic purposes or with fixed fund life or maturity, to FVOCI-designated (non-current) of S\$42.4 million due to cessation of investment trading activities.

### (b) Current

	2021	Group 2020
	S\$'000	S\$'000
<b>FVOCI – designated</b>		
– Equity securities	31,698	–
– Investment funds	111,621	–
	<b>143,319</b>	–

During the financial year, certain investments were reclassified from non-current investments as these investments are expected to be divested within one year.

# NOTES TO THE FINANCIAL STATEMENTS

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## 13. INTANGIBLE ASSETS

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Arising from business combinations				
– Goodwill [Note 13(a)]	70,771	77,965	–	–
– Technology, trademarks, licences, mastheads and others [Note 13(b)]	48,137	53,419	–	–
Acquired separately				
– Technology, trademarks, licences, mastheads and others [Note 13(c)]	–	370	35,790	38,550
	<b>118,908</b>	131,754	<b>35,790</b>	38,550

### (a) Arising from business combinations – Goodwill

	Group	
	2021 S\$'000	2020 S\$'000
<b>Cost</b>		
Beginning of financial year	188,731	188,741
Disposals/Write-offs	(123)	–
Disposal of subsidiaries [Note 32(b)]	(10,945)	–
Reclassification to assets held for sale [Note 18]	(43,551)	–
Currency translation differences	98	(10)
End of financial year	<b>134,210</b>	188,731
<b>Accumulated impairment</b>		
Beginning of financial year	110,766	99,177
Impairment	–	11,688
Disposals/Write-offs	(123)	–
Disposal of subsidiaries [Note 32(b)]	(3,751)	–
Reclassification to assets held for sale [Note 18]	(43,551)	–
Currency translation differences	98	(99)
End of financial year	<b>63,439</b>	110,766
<b>Net book value</b>	<b>70,771</b>	77,965

In the previous financial year, the Group recognised an impairment charge of S\$11.7 million mainly for the aged care business, due to possible slowdown in growth for the next 12 to 18 months in view of manpower curbs from border controls arising from the Covid-19 pandemic.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 13. INTANGIBLE ASSETS (CONT'D)

### (a) Arising from business combinations

#### – Goodwill (cont'd)

##### Impairment test for goodwill

The carrying value of the Group's goodwill arising from acquisitions was assessed for impairment during the financial year.

Goodwill is allocated for impairment testing purposes to the individual entity or division, which is also the cash-generating unit ("CGU").

	Group		Pre-tax discount rate <sup>(1)</sup>		Terminal growth rate <sup>(2)</sup>	
	2021 S\$'000	2020 S\$'000	2021 %	2020 %	2021 %	2020 %
Carrying value of goodwill in:						
Singapore						
– Online	<b>21,282</b>	21,282	<b>13.5</b>	13.5	<b>1.3</b>	1.3
– Exhibitions	–	7,194	–	10.4	–	0.7 to 1.3
– Aged Care	<b>47,385</b>	47,385	<b>8.5</b>	8.5	<b>1.3</b>	1.3
United Kingdom						
– Property	<b>2,104</b>	2,104	<b>7.9 to 8.1</b>	7.9 to 9.2	<b>5.3 to 5.8</b>	2.0 to 5.8
	<b>70,771</b>	<b>77,965</b>				

<sup>(1)</sup> The discount rate used is based on Weighted Average Cost of Capital (WACC) where the cost of a company's debt and equity capital are weighted to reflect its capital structure.

<sup>(2)</sup> The terminal growth rate has been determined based on long-term expected inflation rate for the respective country or industry in which the entity or division operates.

The recoverable values of CGUs including goodwill are determined based on value-in-use calculations.

The value-in-use calculations apply a discounted cash flow model using cash flow projections based on financial budgets approved by the Board and management forecasts over a period of 5 years. Cash flows beyond the terminal year are extrapolated using the estimated terminal growth rates stated in the table above. Key assumptions used in the calculation of value-in-use are growth rates, operating margins and discount rates.

The management's approach in determining the value assigned to each of the key assumptions includes comparing the key assumptions used to past actual performances (i.e. retrospective reviews) and other external sources of information such as Government statistics on growth, inflation etc.

As the process of evaluating goodwill impairment involves management judgement and prudent estimates of various factors including future cash flows as well as the cost of capital and long-term growth rates, the results can be highly sensitive to the assumptions used.

Management believes that any reasonably possible change in the key assumptions would not cause the carrying amount of the CGU to exceed its recoverable amount as at the reporting date.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 13. INTANGIBLE ASSETS (CONT'D)

### (b) Arising from business combinations – Technology, trademarks, licences, mastheads and others

	Technology S\$'000	Trademarks, licences, mastheads and others S\$'000	Total S\$'000
<b>Group</b>			
<b>2021</b>			
<b>Cost</b>			
Beginning of financial year	7,823	167,484	175,307
Disposals/Write-offs	–	(1,838)	(1,838)
Disposal of subsidiaries [Note 32(b)]	–	(46,856)	(46,856)
Reclassification to assets held for sale [Note 18]	–	(40,747)	(40,747)
Currency translation differences	(61)	(179)	(240)
End of financial year	<u>7,762</u>	<u>77,864</u>	<u>85,626</u>
<b>Accumulated amortisation and impairment</b>			
Beginning of financial year	7,264	114,624	121,888
Amortisation	76	4,752	4,828
Disposals/Write-offs	–	(1,838)	(1,838)
Disposal of subsidiaries [Note 32(b)]	–	(46,681)	(46,681)
Reclassification to assets held for sale [Note 18]	–	(40,747)	(40,747)
Currency translation differences	4	35	39
End of financial year	<u>7,344</u>	<u>30,145</u>	<u>37,489</u>
<b>Net book value</b>	<u>418</u>	<u>47,719</u>	<u>48,137</u>
<b>2020</b>			
<b>Cost</b>			
Beginning of financial year	7,790	161,311	169,101
Acquisition of subsidiaries [Note 32(a)]	603	14,586	15,189
Disposal of subsidiaries [Note 32(b)]	(577)	(8,801)	(9,378)
Currency translation differences	7	388	395
End of financial year	<u>7,823</u>	<u>167,484</u>	<u>175,307</u>
<b>Accumulated amortisation and impairment</b>			
Beginning of financial year	7,790	110,155	117,945
Amortisation	51	7,581	7,632
Impairment	–	5,763	5,763
Disposal of subsidiaries [Note 32(b)]	(577)	(8,801)	(9,378)
Currency translation differences	–	(74)	(74)
End of financial year	<u>7,264</u>	<u>114,624</u>	<u>121,888</u>
<b>Net book value</b>	<u>559</u>	<u>52,860</u>	<u>53,419</u>

In the previous financial year, the Group recognised an impairment charge of S\$5.8 million mainly for the student accommodation business in the United Kingdom due to decrease in the pace of assets to be brought under the brand in view of the on-going Covid-19 situation in the region.

Key assumptions used in cash flow projections to determine the recoverable values are disclosed in Note 13(a).

# NOTES TO THE FINANCIAL STATEMENTS

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## 13. INTANGIBLE ASSETS (CONT'D)

### (c) Acquired separately

#### - Technology, trademarks, licences, mastheads and others

	Group	
	2021	2020
	S\$'000	S\$'000
<b>Cost</b>		
Beginning of financial year	910	1,052
Disposals/Write-offs	(256)	-
Disposal of subsidiaries [Note 32(b)]	-	(141)
Reclassification to assets held for sale [Note 18]	(650)	-
Currency translation differences	-	(1)
End of financial year	4	910
<b>Accumulated amortisation and impairment</b>		
Beginning of financial year	540	575
Amortisation	43	108
Impairment	327	-
Disposals/Write-offs	(256)	-
Disposal of subsidiaries [Note 32(b)]	-	(141)
Reclassification to assets held for sale [Note 18]	(650)	-
Currency translation differences	-	(2)
End of financial year	4	540
<b>Net book value</b>	<b>-</b>	<b>370</b>

**Trademarks,  
licences,  
mastheads  
and others**

	Technology S\$'000	S\$'000	Total S\$'000
<b>Company</b>			
<b>2021</b>			
<b>Cost</b>			
Beginning and end of financial year	178	55,580	55,758
<b>Accumulated amortisation and impairment</b>			
Beginning of financial year	178	17,030	17,208
Amortisation	-	2,760	2,760
End of financial year	178	19,790	19,968
<b>Net book value</b>	<b>-</b>	<b>35,790</b>	<b>35,790</b>
<b>2020</b>			
<b>Cost</b>			
Beginning and end of financial year	178	55,580	55,758
<b>Accumulated amortisation and impairment</b>			
Beginning of financial year	178	14,269	14,447
Amortisation	-	2,761	2,761
End of financial year	178	17,030	17,208
<b>Net book value</b>	<b>-</b>	<b>38,550</b>	<b>38,550</b>

# NOTES TO THE FINANCIAL STATEMENTS

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## 14. TRADE AND OTHER RECEIVABLES

### (a) Non-current

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Amounts owing by subsidiaries				
[Note 14(a)(i)]	-	-	<b>1,225,273</b>	1,267,699
Loans to subsidiaries [Note 14(a)(i)]	-	-	<b>1,779,259</b>	1,041,734
Loan to an associate [Note 14(a)(ii)]	-	630	-	-
Loans to joint ventures [Note 14(a)(iii)]	<b>256,703</b>	239,983	-	-
Staff loans	<b>563</b>	2,310	<b>74</b>	2,074
Sundry debtors	<b>127</b>	3,327	-	417
	<b>257,393</b>	246,250	<b>3,004,606</b>	2,311,924

- (i) The amounts owing by subsidiaries are non-trade, unsecured, interest-free and repayable on demand. The amounts included an allowance for impairment of S\$6.2 million (2020: S\$3.7 million).

The loans to subsidiaries are non-trade, unsecured, interest-free and repayable on demand, except for the following:

- S\$280 million (2020: S\$280 million) with interest rate of 0.92% (2020: 0.86%) per annum and repayable in September 2021; and
- S\$300 million (2020: S\$300 million) with interest rate of 4% (2020: 4%) per annum and repayable on demand.

The loans included an allowance for impairment of S\$181.8 million (2020: S\$165.8 million). During the financial year, an allowance for impairment loss of S\$16 million (2020: S\$14.7 million) was recognised following a review of the subsidiaries' businesses.

The Company does not expect repayment within the next 12 months for both the amounts owing by subsidiaries and loans to subsidiaries.

- (ii) The loan to an associate was non-trade, unsecured, with interest rate of 3% per annum and repayable in November 2021.
- (iii) The loans to joint ventures of S\$267 million (2020: S\$255 million) are non-trade, unsecured, interest-free and repayment is subject to the subordination agreement under the bank term loan facilities undertaken by the joint ventures which is due for repayment in March 2023. The share of losses exceeded the investment amount in WR 3 by S\$10.1 million (2020: S\$9.4 million), and was taken against the loan amount [Note 11]. As at 31 August 2021, the loans stated at amortised cost amounted to S\$256.7 million (2020: S\$240 million). The unamortised fair value amount as at the reporting date was S\$0.2 million (2020: S\$5.6 million).

# NOTES TO THE FINANCIAL STATEMENTS

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## 14. TRADE AND OTHER RECEIVABLES (CONT'D)

### (b) Current

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Trade receivables				
– Non-related parties	<b>30,656</b>	90,601	–	48,127
– Less: Allowance made				
– non-related parties [Note 14(b)(i)]	<b>(9,539)</b>	(13,366)	–	(2,778)
	<b>21,117</b>	77,235	–	45,349
Amounts owing by				
– Subsidiaries [Note 14(b)(ii)]	–	–	<b>618,150</b>	431,806
– Associates [Note 14(b)(ii)]	<b>540</b>	36	–	–
– Joint ventures [Note 14(b)(ii)]	<b>625</b>	153	–	–
	<b>1,165</b>	189	<b>618,150</b>	431,806
Loans to				
– Subsidiaries [Note 14(b)(iii)]	–	–	<b>56,890</b>	813,944
– Associate [Note 14(b)(iv)]	<b>300</b>	–	–	–
	<b>300</b>	–	<b>56,890</b>	813,944
Accrued interest	<b>474</b>	1,901	<b>287</b>	1,411
Sundry debtors	<b>24,907</b>	53,441	<b>722</b>	8,159
Prepayments	<b>2,720</b>	10,562	<b>145</b>	6,687
Staff loans	<b>38</b>	967	<b>38</b>	938
	<b>50,721</b>	144,295	<b>676,232</b>	1,308,294

- (i) During the financial year, an allowance for impairment of S\$1.9 million (2020: S\$8.5 million) was recognised in relation to the retail mall tenants' assistance relief mandated by the Australia authorities.
- (ii) The amounts owing by subsidiaries, associates and joint ventures are non-trade, unsecured, interest-free and repayable on demand. The amounts owing by subsidiaries included an allowance for impairment of S\$8.3 million (2020: S\$5 million).
- (iii) The loans to subsidiaries are non-trade, unsecured, interest-free and repayable on demand except for certain loan amounts of S\$756.9 million with interest rates ranging from 0.36% to 2.07% per annum as at the end of previous financial year. The loans included an allowance for impairment of S\$0.5 million (2020: S\$0.5 million).
- (iv) The loan to an associate is non-trade, unsecured, with interest rate of 4.85% per annum and repayable on demand.

# NOTES TO THE FINANCIAL STATEMENTS

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## 15. DERIVATIVES

	Contract Notional Amount S\$'000	Fair Value	
		Assets S\$'000	Liabilities S\$'000
<b>Group</b>			
<b>2021</b>			
<b>Non-current</b>			
Cash flow hedge			
– Interest rate swaps [Note 21(i)]	1,008,350	–	3,392
– Cross currency interest rate swaps [Note 21(i)]	39,452	–	1,243
– Cross currency swaps	9,863	–	55
Equity option on investment		200	–
		<u>200</u>	<u>4,690</u>
<b>Current</b>			
Cash flow hedge			
– Interest rate swaps [Note 21(i)]	385,000	–	926
– Cross currency interest rate swaps [Note 21(i)]	39,452	–	247
– Cross currency swaps	9,730	–	2
		<u>–</u>	<u>1,175</u>
<b>2020</b>			
<b>Non-current</b>			
Cash flow hedge			
– Interest rate swaps [Note 21(i)]	572,190	–	9,127
– Cross currency interest rate swaps [Note 21(i)]	78,904	–	4,402
– Cross currency swaps	19,233	–	404
Equity option on investment		200	–
		<u>200</u>	<u>13,933</u>
<b>Current</b>			
Cash flow hedge			
– Interest rate swaps [Note 21(i)]	45,000	–	680
<b>Company</b>			
<b>2021</b>			
<b>Current</b>			
Cash flow hedge			
– Interest rate swaps [Note 21(i)]	140,000	–	124
<b>2020</b>			
<b>Non-current</b>			
Cash flow hedge			
– Interest rate swaps [Note 21(i)]	140,000	–	2,548

# NOTES TO THE FINANCIAL STATEMENTS

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## 16. INVENTORIES

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Raw materials and consumable stores	1,634	21,635	–	20,114
Allowance for write-down of inventories	–	(1,572)	–	(1,572)
	<b>1,634</b>	<b>20,063</b>	<b>–</b>	<b>18,542</b>

The cost of inventories recognised as an expense and included in materials and production costs in the income statement amounted to S\$6.9 million (2020: S\$6.3 million).

During the financial year, an allowance for stock obsolescence of S\$0.4 million (2020: S\$0.2 million) was written back as the stocks were utilised. In addition, inventory amounting to S\$10.9 million and its related allowance for stock obsolescence of S\$1.2 million were reclassified to assets held for sale following the proposed restructuring of the Media business [Note 18].

## 17. CASH AND CASH EQUIVALENTS

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Cash held as fixed bank deposits	304,218	595,608	251,107	551,291
Cash and bank balances	439,770	271,041	244,594	121,756
	<b>743,988</b>	<b>866,649</b>	<b>495,701</b>	<b>673,047</b>
Allowance on cash and cash equivalents	–	(1,956)	–	(1,956)
	<b>743,988</b>	<b>864,693</b>	<b>495,701</b>	<b>671,091</b>

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## 18. DISPOSAL GROUP HELD FOR SALE

On 6 May 2021, the Company entered into a Media Business Restructuring Deed with its wholly-owned subsidiary, SPH Media Holdings Pte. Ltd. ("SPH Media Holdings"). As part of the restructuring, the following will be transferred to SPH Media Holdings and its newly-incorporated subsidiaries after the end of the financial year:

- (i) Media assets, employees, and intellectual property rights, and certain obligations and certain liabilities in connection with these assets held by the Company and the following wholly-owned subsidiaries of the Group: (i) SPH Data Services Pte Ltd; (ii) SPH Magazines Pte. Ltd.; (iii) SPH Radio Private Limited; and (iv) Zaobao.com Ltd.;
- (ii) Wholly-owned subsidiaries of the Group: (i) New Beginnings Management Consulting (Shanghai) Company Limited; (ii) Singapore Press Holdings (Overseas) Limited; (iii) Straits Digital Innovation Co, Ltd; (iv) SPH (Americas) Pte Ltd; (v) Focus Publishing Ltd; and (vi) Red Anthill Ventures Pte. Ltd.;
- (iii) Associates, joint venture and investments of the Group: (i) AsiaOne Online Pte. Ltd.; (ii) DC Frontiers Pte. Ltd.; (iii) Target Media Culcreative Pte. Ltd.; and (iv) Singapore Media Exchange Pte. Ltd.; and
- (iv) Properties currently held as property, plant and equipment of the Group: News Centre and Print Centre and their related leases.

At an extraordinary general meeting held on 10 September 2021, the shareholders approved the transfer of SPH Media Holdings and its subsidiaries (the "disposal group"), representing the Group's Media business, to a not for profit company limited by guarantee (the "CLG") for a nominal consideration of S\$1. The transfer is expected to take place in December 2021.

# NOTES TO THE FINANCIAL STATEMENTS

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## 18. DISPOSAL GROUP HELD FOR SALE (CONT'D)

Following the completion of the transfer, Company shall contribute (i) 6,868,132 SPH ordinary shares currently held as treasury shares, (ii) 23,446,659 SPH REIT units, and (iii) a minimum cash balance of S\$80 million (the "Contribution") to the CLG via SPH Media Holdings. Losses of approximately S\$115.5 million arising from these additional contributions will be recognised in FY2022 upon completion of the transfer [Note 30].

These financial statements do not reflect the above Contribution, which will be recognised in the income statement upon settlement in the financial year ending 31 August 2022.

### Loss on remeasurement of disposal group [Note 30]

Impairment losses of S\$98.3 million for write-downs of the disposal group have been included in "loss from discontinued operation" in the income statement. The impairment losses have been applied to reduce the carrying amount of property, plant and equipment, intangible assets, associates, and joint venture, which are within the measurement scope of SFRS(I) 5, to the lower of its carrying amount and its fair value less costs to sell.

### Provision for loss on disposal group [Note 30]

A separate provision of S\$17 million has been recognised with respect to investments, inventories, cash and cash equivalents, and trade and other receivables, net of trade and other payables, and tax liabilities as these items do not fall within the measurement scope of SFRS(I) 5.

### Assets and liabilities of disposal group held for sale

At 31 August 2021, the disposal group was stated at fair value less costs to sell and comprised the following assets and liabilities:

	Note	Date of Reclassification (6 May 2021) S\$'000	Group Write-down of fair value S\$'000	End of financial year S\$'000
Property, plant and equipment <sup>#</sup>	7	121,184	(88,324)	32,860
Associates	10	9,830	(9,830)	-
Joint venture	11	183	(183)	-
Intangible assets	13	-	-	-
Investments		2,540	-	2,540
Inventories	16	9,736	-	9,736
Trade and other receivables		51,065	-	51,065
Cash and cash equivalents		3,207	-	3,207
Assets held for sale		197,745	(98,337)	99,408
Trade and other payables		49,450	-	49,450
Borrowings	21(j)	31,800	-	31,800
Current tax liabilities		98	-	98
Deferred tax liabilities	20(a)	47	-	47
Liabilities associated with the assets held for sale		81,395	-	81,395

<sup>#</sup> Right-of-use assets within property, plant and equipment ceased amortisation at date of reclassification. Lease liabilities within borrowings continued to amortise. A provision of S\$0.9 million was made for the excess of carrying amounts of right-of-use assets over the lease liabilities at the end of the financial year.

<sup>\*</sup> Included an amount of S\$1.1 million relating to an overseas office classified as held for sale which does not form part of the assets to be transferred to the CLG.

### Cumulative income or expenses recognised in OCI

There are no cumulative income or expenses included in OCI relating to the disposal group.



# NOTES TO THE FINANCIAL STATEMENTS

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## 19. TRADE AND OTHER PAYABLES

### (a) Non-current

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Amount owing to a subsidiary [Note 19(a)(i)]	-	-	-	102
Deposits received	45,707	39,451	-	-
Deferred income	15,873	16,285	-	413
	<b>61,580</b>	<b>55,736</b>	<b>-</b>	<b>515</b>

(i) As at 31 August 2020, the amount owing to a subsidiary was non-trade, unsecured, interest-free and not repayable within the next 12 months.

### (b) Current

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Trade payables – non-related parties	23,872	27,555	2,438	12,211
Amounts owing to				
– Subsidiaries [Note 19(b)(i)]	-	-	765,519	694,243
– Associates [Note 19(b)(i)]	1,340	1,510	-	-
	<b>1,340</b>	<b>1,510</b>	<b>765,519</b>	<b>694,243</b>
Accrued expenses	109,832	114,058	49,088	56,841
Deposits received	23,209	39,006	-	8,757
Sundry creditors	74,854	32,517	64,101	4,241
Deferred income	43,680	70,894	-	21,883
	<b>276,787</b>	<b>285,540</b>	<b>881,146</b>	<b>798,176</b>

(i) The amounts owing to subsidiaries and associates are non-trade, unsecured, interest-free and repayable on demand.

## 20. INCOME TAXES

### (a) Deferred taxes

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes relate to the same fiscal authority. The following amounts, determined after appropriate offsetting, are shown on the statements of financial position:

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Deferred tax liabilities	62,696	42,052	5,168	5,930

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 20. INCOME TAXES (CONT'D)

### (a) Deferred taxes (cont'd)

Deferred tax taken to equity during the financial year is as follows:

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Hedging reserve	<b>285</b>	(247)	<b>412</b>	(247)

Deferred tax assets are recognised for tax losses and capital allowances carried forward to the extent that realisation of the related tax benefits through future taxable profits is probable. The Group has unrecognised tax losses of S\$20.7 million (2020: S\$18.3 million) and no unrecognised capital allowance (2020: S\$33,000) at the reporting date, which can be carried forward and used to offset against future taxable income, subject to meeting of certain statutory requirements by those companies with unrecognised tax losses and capital allowances in their respective countries of incorporation. The tax losses have no expiry dates.

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

### (i) Deferred tax liabilities

	Accelerated Tax Depreciation S\$'000	Fair Value Changes S\$'000	Others S\$'000	Total S\$'000
<b>Group</b>				
<b>2021</b>				
Beginning of financial year	<b>10,379</b>	<b>18,778</b>	<b>17,417</b>	<b>46,574</b>
Recognised in income statement	<b>(9,603)</b>	<b>28,407</b>	<b>818</b>	<b>19,622</b>
Disposal of subsidiaries [Note 32(b)]	<b>(99)</b>	–	–	<b>(99)</b>
Reclassified to liabilities associated with assets held for sale [Note 18]	<b>(57)</b>	–	–	<b>(57)</b>
Currency translation differences	<b>(227)</b>	<b>129</b>	<b>(24)</b>	<b>(122)</b>
End of financial year	<b>393</b>	<b>47,314</b>	<b>18,211</b>	<b>65,918</b>
2020				
Beginning of financial year	13,779	4,517	18,773	37,069
Recognised in income statement	(3,391)	13,728	(1,356)	8,981
Currency translation differences	(9)	533	–	524
End of financial year	10,379	18,778	17,417	46,574
<b>Company</b>				
<b>2021</b>				
Beginning of financial year	<b>8,749</b>	–	<b>240</b>	<b>8,989</b>
Recognised in income statement	<b>(2,667)</b>	–	<b>(191)</b>	<b>(2,858)</b>
End of financial year	<b>6,082</b>	–	<b>49</b>	<b>6,131</b>
2020				
Beginning of financial year	9,426	–	16	9,442
Recognised in income statement	(677)	–	224	(453)
End of financial year	8,749	–	240	8,989

# NOTES TO THE FINANCIAL STATEMENTS

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## 20. INCOME TAXES (CONT'D)

### (a) Deferred taxes (cont'd)

#### (ii) Deferred tax assets

	Provisions S\$'000	Fair Value Changes S\$'000	Total S\$'000
<b>Group</b>			
<b>2021</b>			
Beginning of financial year	(4,089)	(433)	(4,522)
Recognised in income statement	889	2	891
Recognised in equity	–	285	285
Reclassified to liabilities associated with assets held for sale [Note 18]	10	–	10
Currency translation differences	114	–	114
End of financial year	<u>(3,076)</u>	<u>(146)</u>	<u>(3,222)</u>
2020			
Beginning of financial year	(2,458)	(180)	(2,638)
Recognised in income statement	(661)	(6)	(667)
Recognised in equity	–	(247)	(247)
Acquisition of subsidiaries [Note 32(a)]	(1,051)	–	(1,051)
Disposal of subsidiaries [Note 32(b)]	79	–	79
Currency translation differences	2	–	2
End of financial year	<u>(4,089)</u>	<u>(433)</u>	<u>(4,522)</u>
<b>Company</b>			
<b>2021</b>			
Beginning of financial year	(2,626)	(433)	(3,059)
Recognised in income statement	1,684	–	1,684
Recognised in equity	–	412	412
End of financial year	<u>(942)</u>	<u>(21)</u>	<u>(963)</u>
2020			
Beginning of financial year	(1,893)	(186)	(2,079)
Recognised in income statement	(733)	–	(733)
Recognised in equity	–	(247)	(247)
End of financial year	<u>(2,626)</u>	<u>(433)</u>	<u>(3,059)</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 20. INCOME TAXES (CONT'D)

### (b) Income tax expense

	Group	
	2021 S\$'000	2020 S\$'000 (Restated)
Current year		
– Current tax	26,860	18,836
– Deferred tax	21,490	8,349
	<b>48,350</b>	<b>27,185</b>
Prior years		
– Current tax	(369)	90
– Deferred tax	(977)	(35)
	<b>(1,346)</b>	<b>55</b>
	<b>47,004</b>	<b>27,240</b>

The income tax expense on profit/(loss) 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	
	2021 S\$'000	2020 S\$'000 (Restated)
Profit/(Loss) before taxation from continuing operations	325,015	(73,297)
Tax calculated at corporate tax rate of 17%	55,253	(12,460)
Singapore statutory stepped income exemption	(258)	(252)
Income taxed at concessionary rate	(131)	(123)
Effect of different tax rates in other countries	8,215	3,424
Effect of change in tax rate	18,737	–
Income not subject to tax	(31,334)	(4,891)
Expenses not deductible for tax purposes	347	41,274
Others	(2,479)	213
(Over)/Under provision in prior years	(1,346)	55
Tax charge	<b>47,004</b>	<b>27,240</b>

# NOTES TO THE FINANCIAL STATEMENTS

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## 21. BORROWINGS

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
<b>Secured</b>				
Term loans [Note 21(a), 21(b) and 21(c)]	1,970,878	1,969,721	–	–
Bonds [Note 21(d)]	37,872	40,452	–	–
<b>Unsecured</b>				
Term loan [Note 21(e)]	140,000	139,720	140,000	139,720
Notes [Note 21(f)]	498,214	498,000	498,214	498,000
Loans from non-controlling interests [Note 21(g)]	43,591	52,839	–	–
Other banking facilities [Note 21(h)]	387,241	708,839	387,241	708,839
Lease liabilities [Note 21(l) and 34]	30,007	67,647	–	8,342
Intra-group financial guarantee [Note 21(k)]	–	–	5,165	7,959
	<b>3,107,803</b>	<b>3,477,218</b>	<b>1,030,620</b>	<b>1,362,860</b>
Borrowings are repayable:				
Within 1 year	686,758	1,286,045	530,127	714,448
Between 1 – 5 years	1,904,760	1,656,387	2,279	150,412
After 5 years	516,285	534,786	498,214	498,000
	<b>3,107,803</b>	<b>3,477,218</b>	<b>1,030,620</b>	<b>1,362,860</b>

- (a) As at 31 August 2021, SPH REIT Group had secured term loans of S\$995 million (2020: S\$995 million) and A\$305 million (S\$300 million) (2020: A\$305 million (S\$305.9 million)).

SPH REIT had a secured term loan of S\$995 million (2020: S\$995 million). As at the reporting date, the loan stated at amortised cost amounted to S\$993.7 million (2020: S\$993.6 million). The loan has various repayment dates of which S\$50 million is repayable in December 2021, S\$50 million in March 2022, S\$55 million in July 2022, S\$50 million in December 2022, S\$95 million in July 2023, S\$115 million in July 2024, S\$280 million in July 2025, S\$215 million in February 2026, and S\$85 million in August 2026.

The term loan taken up by SPH REIT is secured by way of a first legal mortgage on SPH REIT's investment property – Paragon [Note 8], first legal charge over the tenancy account and sales proceeds account for Paragon, and an assignment of certain insurances taken in relation to Paragon.

FHT, a subsidiary of SPH REIT, had a secured term loan of A\$105 million (S\$103.3 million) (2020: A\$105 million (S\$105.3 million)). As at the reporting date, the loan stated at amortised cost amounted to S\$103.2 million (2020: S\$105.1 million). The loan is repayable in December 2022.

The term loan taken by FHT is secured by way of mortgage over the investment property – Figtree [Note 8] and a fixed and floating charge over all assets of FHT and Figtree Trust and the assets of the trustee of each of the Trust.

MST, a subsidiary of SPH REIT, had a secured term loan of A\$200 million (S\$196.7 million) (2020: A\$200 million (S\$200.6 million)). As at the reporting date, the loan stated at amortised cost amounted to S\$196.2 million (2020: S\$199.8 million). The loan has various repayment dates of which A\$80 million is repayable in December 2022 and A\$120 million in December 2024.

The term loan taken up by MST is secured by way of mortgage over the investment property – Westfield Marion [Note 8], all-asset general security deed over current and future assets of MAAM TT (Marion) Pty Ltd in its own capacity and as trustee for MST and such specified entities constituted to receive income derived from Westfield Marion.

# NOTES TO THE FINANCIAL STATEMENTS

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## 21. BORROWINGS (CONT'D)

After taking into account fixed interest rates and interest rate swap arrangements totalling S\$985.9 million (2020: S\$644.5 million), the effective interest rate as at the reporting date on the outstanding term loans of the SPH REIT Group was 1.84% (2020: 2.66%) per annum.

- (b) TSMPL had a secured term loan of S\$300 million (2020: S\$300 million). As at the reporting date, the loan stated at amortised cost amounted to S\$299.6 million (2020: S\$299.9 million). The loan was extended for a further term of 3 years and is repayable in February 2024.

The term loan is secured by way of a first legal mortgage on TSMPL's investment property – The Seletar Mall [Note 8], first legal charge over the tenancy account and sales proceeds account for The Seletar Mall, and an assignment of certain insurances taken in relation to The Seletar Mall.

After taking into account interest rate swap arrangement of S\$300 million, the effective interest rate on the outstanding term loan was 1.02% (2020: 0.75%) per annum.

- (c) SCT had a secured term loan of £205 million (S\$379.2 million) (2020: £205 million (S\$372.8 million)). As at the reporting date, the loan stated at amortised cost amounted to S\$378.2 million (2020: S\$371.2 million). The loan is repayable in June 2023.

The term loan is secured, *inter alia*, by way of property mortgages against the PBSA portfolio [Note 8], and a corporate guarantee from the Company [Note 21(k)].

After taking into account interest rate swap arrangements totalling £100 million (S\$185 million) (2020: £100 million (S\$181.9 million)), the effective interest rate as at the reporting date on the outstanding term loan was 1.08% (2020: 1.12%) per annum.

- (d) TMK1 and TMK2, subsidiaries of Straits Silver Trust, had issued secured bonds of ¥3.1 billion (S\$37.9 million) (2020: ¥3.2 billion (S\$41.3 million)). As at the reporting date, the bonds stated at amortised cost amounted to S\$37.9 million (2020: S\$40.5 million). The bonds have various repayment dates of which ¥2.1 billion is repayable in March 2025 and ¥1.1 billion in August 2025.

The bonds are secured by the statutory general lien under the Japan law. In addition, the bond issued by TMK1 is also secured by way of property mortgages in respect of the 3 properties owned by TMK1 [Note 8].

As at 31 August 2021, the effective interest rates of the bonds issued by TMK1 and TMK2 were 1.6% and 1.58% (2020: 1.6% and 1.55%) per annum respectively.

- (e) The Company had an unsecured term loan of S\$140 million (2020: S\$140 million). As at the reporting date, the loan stated at amortised cost amounted to S\$140 million (2020: S\$139.7 million). The loan is repayable in September 2021.

After taking into account interest rate swap arrangements totalling S\$140 million (2020: S\$140 million), the effective interest rate as at the reporting date on the outstanding term loan was 2.63% (2020: 2.63%) per annum.

- (f) The Company had issued S\$500 million 10-year unsecured Notes ("Notes") due on 22 January 2030. As at the reporting date, the Notes stated at amortised cost amounted to S\$498.2 million (2020: S\$498 million). Interest at 3.2% per annum is payable semi-annually in arrears. The Notes are listed on the SGX-ST.

# NOTES TO THE FINANCIAL STATEMENTS

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## 21. BORROWINGS (CONT'D)

- (g) TSMPL had unsecured loans of S\$44.7 million (2020: S\$53.7 million) from its non-controlling interest. The loans stated at amortised cost amounted to S\$43.6 million (2020: S\$52.8 million). The loans are interest-free and repayment is subject to the subordination agreement under the S\$300 million term loan facility taken by TSMPL from a bank [Note 21(b)]. The unamortised fair value gain as at the reporting date was S\$1.1 million (2020: S\$0.9 million).
- (h) As at 31 August 2021, the other banking facilities included S\$387.2 million (2020: S\$708.8 million) [Note 33(b)] of unsecured facilities drawn down by the Company. The amounts drawn have various repayment dates of which S\$331.6 million is repayable in November 2021, S\$33.4 million in December 2021 and S\$22.2 million in February 2022 (2020: S\$35.1 million is repayable in September 2020, S\$22.7 million in October 2020, S\$326 million in February 2021 and S\$325 million in April 2021).
- (i) 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 Company, SCT, SPH REIT Group and TSMPL entered into fixed rate loans and/or interest rate swap contracts to swap floating rates for fixed interest rates as part of their interest rate risk management. Under the interest rate swaps, the Company, SCT, SPH REIT Group and TSMPL agreed 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. As at 31 August 2021, the fixed interest rates for the Company was 1.84% to 2.05% (2020: 1.84% to 2.05%), SCT was 0.395% to 0.585% (2020: 0.395% to 0.585%), SPH REIT Group was 0.35% to 3.69% (2020: 0.39% to 3.69%), and for TSMPL was 0.47% to 0.49% (2020: nil%) per annum. The floating rates for the Company, SPH REIT Group and TSMPL are referenced to Singapore dollar swap offer rate and repriced every 3 months. The floating rates for SCT are referenced to GBP-LIBOR-BBA ("GBP London Interbank Offered Rate") and are repriced every 3 months.

The notional principal amounts of the outstanding interest rate swap contracts and their corresponding fair values are:

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Notional due:				
Within 1 year	<b>424,452</b>	45,000	<b>140,000</b>	–
Between 1 – 5 years	<b>1,047,802</b>	651,094	–	140,000
Fair values	<b>(5,900)</b>	(12,919)	<b>(124)</b>	(2,548)



# NOTES TO THE FINANCIAL STATEMENTS

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## 21. BORROWINGS (CONT'D)

(j) Reconciliation of movements of liabilities to cash flows arising from financing activities:

	Borrowings	
	2021	2020
	S\$'000	S\$'000
<b>Group</b>		
Beginning of financial year	<b>3,477,218</b>	2,057,009
<b>Financing cash flows</b>		
Proceeds from borrowings	<b>197,340</b>	2,472,754
Repayment of borrowings	<b>(529,487)</b>	(1,187,968)
Payment of lease liabilities	<b>(11,936)</b>	(15,432)
	<b>(344,083)</b>	1,269,354
<b>Non-cash changes</b>		
Amortisation of transaction costs	<b>2,004</b>	2,243
Fair value gain on interest-free loans	<b>(1,076)</b>	–
Amortisation of fair value gain on interest-free loans	<b>829</b>	1,163
Amortisation of lease liabilities	<b>2,137</b>	3,145
Recognition of lease liabilities	<b>4,634</b>	109,537
Derecognition of lease liabilities	<b>(690)</b>	(29,624)
Reclassification to assets held for sale [Note 18]	<b>(31,800)</b>	–
Currency translation differences	<b>(1,370)</b>	64,391
	<b>(25,332)</b>	150,855
End of financial year	<b>3,107,803</b>	3,477,218

(k) Intra-group financial guarantee comprises a guarantee given by the Company to certain banks in respect of a term loan amounting to £205 million (2020: £205 million) [Note 21(c) and 33(b)] granted to a wholly-owned subsidiary, SCT. The guarantee expires on 18 June 2023. The Company does not consider it probable that a claim will be made against the Company under the guarantee. As at 31 August 2021, the carrying amount represented the initial fair value of the differential in interest rates that will be charged by the bank with and without the guarantee, less the cumulative amount of income earned by the Company from SCT for providing the guarantee.

(l) The Group's lease liabilities were discounted at borrowing rates ranging from 1.05% to 5.63% (2020: 2.13% to 5.63%) and of varying maturities between 1 year and 116 years (2020: 1 year and 117 years). In the previous financial year, the Company's lease liabilities were discounted at borrowing rates ranging from 2.13% to 3.13% and of varying maturities between 1 year and 5 years.

# NOTES TO THE FINANCIAL STATEMENTS

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## 22. CAPITAL AND OTHER COMMITMENTS

	Group		Company	
	2021 S\$'000	2020 S\$'000	2021 S\$'000	2020 S\$'000
Authorised and contracted for				
– Property, plant and equipment	7,882	4,830	7,851	4,825
– Investment properties	3,932	5,912	–	–
– Investments	133,508	143,209	–	–
	<b>145,322</b>	<b>153,951</b>	<b>7,851</b>	<b>4,825</b>

Above excluded S\$115.5 million of contributions relating to the restructuring of the Media business [Note 30].

## 23. OPERATING REVENUE

	Group	
	2021 S\$'000	2020 S\$'000 (Restated)
<b>Continuing operations</b>		
<b>Retail &amp; Commercial</b>		
Rental and rental-related services	306,501	267,762
<b>PBSA</b>		
Rental and rental-related services	77,970	58,430
<b>Others</b>		
Sale of services – Advertisements	23,392	19,664
Sale of services – Multimedia, aged care and other services	34,961	48,010
Sale of goods – Aged care	2,380	24,536
Rental and rental-related services	4,722	2,115
	<b>65,455</b>	<b>94,325</b>
	<b>449,926</b>	<b>420,517</b>
<b>Discontinued operation</b>		
<b>Media</b>		
Sale of services – Advertisements	229,960	267,586
Sale of goods – Circulation	122,998	140,189
Others	22,815	37,370
	<b>375,773</b>	<b>445,145</b>
<b>Timing of revenue recognition</b>		
<b>Continuing operations</b>		
Products transferred at a point in time		
– Others	29,120	60,975
Products and services transferred over time		
– Retail & Commercial	306,501	267,762
– PBSA	77,970	58,430
– Others	36,335	33,350
	<b>420,806</b>	<b>359,542</b>
	<b>449,926</b>	<b>420,517</b>
<b>Discontinued operation</b>		
Products transferred at a point in time		
– Media	375,773	445,145

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# NOTES TO THE FINANCIAL STATEMENTS

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## 23. OPERATING REVENUE (CONT'D)

The Group applies the practical expedient available in SFRS(I) 15 and does not disclose information about its remaining performance obligations if it is part of a contract that has an original expected duration of 1 year or less, or if the Group has a right to invoice the customer for an amount that corresponds directly with its performance to date and recognises revenue for that amount.

## 24. GOVERNMENT GRANTS

The Group has been awarded certain government grants and has recognised grant income of S\$26.7 million (2020: S\$68.5 million), of which S\$19 million (2020: S\$31.9 million) pertained to the discontinued operation. The grant income relates mainly to the Jobs Support Scheme and property tax rebates. The corresponding expenses are recognised in staff costs and premises costs respectively. As at 31 August 2021, there were no grant receivables recognised in Trade and other receivables (2020: S\$20.7 million) and deferred income for grant liabilities in Trade and other payables (2020: S\$17.5 million).

## 25. STAFF COSTS

	Group	
	2021 S\$'000	2020 S\$'000 (Restated)
Salaries, bonuses and other costs	57,289	58,778
Employers' contribution to defined contribution plans	4,391	5,290
Share-based compensation expense	34	37
	<b>61,714</b>	64,105

## 26. OTHER OPERATING EXPENSES

	Group	
	2021 S\$'000	2020 S\$'000 (Restated)
Included in other operating expenses are:		
Audit fees <sup>#</sup>		
– Company's auditors	1,436	1,218
– Other auditors	902	774
Non-audit fees <sup>#</sup>		
– Company's auditors	85	320
Net foreign exchange differences from operations	(2,329)	(2,076)
Bad debts recovery	(11)	(1)
Impairment of property, plant and equipment	199	83
Loss on disposal of property, plant and equipment	5	253
Amortisation of intangible assets	<b>4,828</b>	7,675

<sup>#</sup> Audit fees comprise fees incurred for statutory audit, quarterly reviews of financial results and other assurance engagements. Non-audit fees relate to tax and other advisory services. Above excluded audit fees for discontinued operation comprising of S\$0.5 million (2020: S\$0.5 million) payable to company's auditors and S\$0.08 million (2020: S\$0.1 million) to other auditors.

# NOTES TO THE FINANCIAL STATEMENTS

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## 27. FINANCE COSTS

	Group	
	2021	2020
	S\$'000	S\$'000
		(Restated)
Interest expense		
– Bank loans	<b>37,965</b>	48,564
– Loans from non-controlling interest	<b>829</b>	1,163
– Notes and bonds	<b>16,417</b>	9,964
– Lease liabilities	<b>1,047</b>	1,100
Cash flow hedges, reclassified from hedging reserve <sup>^</sup>	<b>1,647</b>	2,229
	<b>57,905</b>	63,020

<sup>^</sup> In relation to interest rate swap arrangements in Note 21(i).

## 28. NET INCOME FROM INVESTMENTS

	Group	
	2021	2020
	S\$'000	S\$'000
		(Restated)
<b>Financial assets at FVOCI</b>		
Interest income	<b>1,933</b>	687
Dividend income	<b>24,082</b>	5,264
Net foreign exchange differences	<b>99</b>	(224)
	<b>26,114</b>	5,727
<b>Financial assets at FVTPL</b>		
Net fair value changes on investments	<b>5,956</b>	7,406
<b>Deposits with financial institutions</b>		
Interest income	<b>3,491</b>	4,320
Net foreign exchange differences	<b>31</b>	(71)
	<b>3,522</b>	4,249
	<b>35,592</b>	17,382

## 29. DIVIDENDS AND DISTRIBUTIONS

### (a) Dividends

	Company	
	2021	2020
	S\$'000	S\$'000
Tax-exempt dividends paid:		
– Final dividend of 1 cent per share in respect of previous financial year (2020: 5.5 cents per share)	<b>16,069</b>	88,601
– Special final dividend of Nil cent per share in respect of previous financial year (2020: 1 cent per share)	–	16,109
– Interim dividend of 3 cents per share (2020: 1.5 cents per share)	<b>48,237</b>	24,132
	<b>64,306</b>	128,842

The Directors have proposed a final dividend of 3 cents per share for the financial year, amounting to a total of S\$48.2 million. This dividend is tax-exempt.

These financial statements do not reflect the proposed dividend, which will be accounted for in shareholders' interests as an appropriation of retained profit in the financial year ending 31 August 2022 when they are approved at the next annual general meeting.

# NOTES TO THE FINANCIAL STATEMENTS

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## 29. DIVIDENDS AND DISTRIBUTIONS (CONT'D)

### (b) Distributions

	Company	
	2021	2020
	S\$'000	S\$'000
Distributions attributable to perpetual securities holders:		
– 4.5% S\$150 million	6,750	6,670
– 4.0% S\$300 million	12,000	9,668
	<b>18,750</b>	16,338

## 30. DISCONTINUED OPERATION

The Company entered into a Media Business Restructuring Deed on 6 May 2021 and shareholders' approvals have been obtained on 10 September 2021 to transfer the Group's Media business to the CLG [Note 18]. Consequently, the results of the Group's Media business are reported in the current period as a discontinued operation and the comparative income statement has been re-presented to show the discontinued operation separately from continuing operations.

Financial information relating to the discontinued operation for the year is set out below.

	Group	
	2021	2020
	S\$'000	S\$'000
<b>Results of discontinued operation</b>		
Total Revenue*	407,673	494,047
Elimination of inter-segment revenue	(3,014)	(3,551)
External revenue	404,659	490,496
Total Costs	(419,394)	(504,924)
Elimination of costs related to inter-segment sales	992	2,939
External costs	(418,402)	(501,985)
Share of results from associates and joint ventures	693	(476)
<b>Results from operating activities</b>	<b>(13,050)</b>	(11,965)
<b>Results from operating activities</b>	<b>(13,050)</b>	(11,965)
Loss on remeasurement of disposal group [Note 18]	(98,337)	–
Provision for loss on disposal group [Note 18]	(16,953)	–
<b>Loss from discontinued operation</b>	<b>(128,340)</b>	(11,965)
Basic earnings (loss) per share (dollars)	(0.08)	(0.01)
Diluted earnings (loss) per share (dollars)	(0.08)	(0.01)

\* Total revenue included operating revenue of S\$375.8 million (2020: S\$445.1 million) [Note 23].

The loss from discontinued operation of S\$128.3 million (2020: loss of S\$12 million) is attributable entirely to the owners of the Company (2020: S\$10.8 million attributable to the owners of the Company). Of the profit from continuing operations of S\$278 million (2020: loss of S\$100.5 million), an amount of S\$221.3 million is attributable to the owners of the Company (2020: loss of S\$72.9 million).

# NOTES TO THE FINANCIAL STATEMENTS

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## 30. DISCONTINUED OPERATION (CONT'D)

The loss on remeasurement of disposal group and provision for loss on disposal group will be adjusted in the income statement for financial year ending 31 August 2022 ("FY2022") based on the net asset value of the Media business on the completion date of the transfer. Further losses of approximately S\$115.5 million arising from the additional contribution of S\$80 million cash, SPH REIT units and SPH ordinary shares to assist with the operation and maintenance of the restructured Media business will be recognised in FY2022 upon completion of the transfer.

	Group	
	2021	2020
	S\$'000	S\$'000
<b>Cash flows from/(used in) discontinued operation</b>		
Net cash from operating activities	17,043	25,121
Net cash used in investing activities	(8,532)	(7,726)
Net cash used in financing activities	(6,790)	(11,052)
Net cash flows for the year	<b>1,721</b>	6,343

## 31. EARNINGS/(LOSS) PER SHARE

	Group			
	2021		2020	
	Basic	Diluted	Basic	Diluted
	S\$'000	S\$'000	S\$'000	S\$'000
			(Restated)	(Restated)
<b>Continuing operations</b>				
Profit/(Loss) for the year, attributable to shareholders of the Company	221,282	221,282	(72,912)	(72,912)
Distribution for perpetual securities	(26,901)	(26,901)	(24,502)	(24,502)
	<b>194,381</b>	<b>194,381</b>	(97,414)	(97,414)
<b>Discontinued operation</b>				
Loss for the year, attributable to shareholders of the Company	(128,340)	(128,340)	(10,764)	(10,764)
Profit/(Loss) attributable to shareholders of the Company	<b>66,041</b>	<b>66,041</b>	(108,178)	(108,178)
	<b>Number of Shares</b>	<b>Number of Shares</b>	<b>Number of Shares</b>	<b>Number of Shares</b>
	<b>'000</b>	<b>'000</b>	<b>'000</b>	<b>'000</b>
Weighted average number of shares	1,607,559	1,607,559	1,609,414	1,609,414
Adjustment for assumed conversion of performance shares	-	10,202	-	7,321
Weighted average number of shares used to compute earnings per share	<b>1,607,559</b>	<b>1,617,761</b>	1,609,414	1,616,735
	<b>Basic</b>	<b>Diluted</b>	Basic	Diluted
Earnings/(Loss) per share (S\$)				
- Continuing operations	0.12	0.12	(0.06)	(0.06)
- Discontinued operation	(0.08)	(0.08)	(0.01)	(0.01)
	<b>0.04</b>	<b>0.04</b>	(0.07)	(0.07)

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 32. ACQUISITION/DISPOSAL OF SUBSIDIARIES/BUSINESSES

### (a) Acquisition of subsidiaries

	Group At fair values 2020 S\$'000
<b>Identifiable assets and liabilities</b>	
Property, plant and equipment [Note 7(a)]	311
Investment properties [Note 8]	730,461
Intangible assets (excluding goodwill) [Note 13(b)]	15,189
Current assets (including cash)	41,714
Deferred tax assets [Note 20(a)(ii)]	1,051
Current liabilities	<u>(278,943)</u>
Identifiable net assets acquired	509,783
Repayment of loans of the acquired subsidiaries	<u>233,834</u>
Total purchase consideration	743,617
Less: Cash and cash equivalents in subsidiaries acquired	<u>(23,188)</u>
Net cash outflow on acquisition of subsidiaries	<u>720,429</u>

2020

#### Student Castle Investments Holdco Limited group of companies ("SCIH group")

On 20 December 2019, the Group acquired all shares in SCIH group in the United Kingdom. SCIH group has a PBSA portfolio that spans 7 cities in the United Kingdom and has a total capacity of 2,383 beds.

The total consideration for the acquisition was S\$743.6 million. The Group had recognised intangible assets of S\$15.2 million with the completion of the purchase price allocation exercise.

The acquired business contributed revenue of S\$17.5 million and recognised a net loss of S\$2.7 million, including an impairment charge of S\$5.4 million on an intangible asset [Note 13(b)], for the period 20 December 2019 to 31 August 2020. If the acquisition had occurred on 1 September 2019, Group operating revenue and net loss would have increased by an additional S\$8.5 million and S\$0.4 million respectively.

The acquisition was accounted for as an asset acquisition as the Group has elected to early adopt the Amendments to SFRS(I) 3 *Definition of a Business*. Based on the concentration test, substantially all of the fair values of the gross assets is concentrated in investment properties. As such, the acquisition was accounted for as an acquisition of assets.

Deferred tax liabilities relate to temporary differences recognised on the Group's investment properties. Under SFRS(I) 1-12 *Income taxes*, deferred tax is not recognised for temporary differences on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting or taxable profit or loss. This acquisition was accounted for as an acquisition of assets and not a business combination, and neither affected accounting or taxable profit at the point of acquisition. Accordingly, the initial recognition exemption in SFRS(I) 1-12 applies. As at 31 August 2020, the Group has not recognised deferred tax liabilities of S\$53.5 million (£29.4 million) relating to temporary differences on the initial recognition of assets and liabilities of the subsidiaries acquired.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 32. ACQUISITION/DISPOSAL OF SUBSIDIARIES/BUSINESSES (CONT'D)

### (b) Disposal of subsidiaries

	Group	
	At fair values	
	2021	2020
	S\$'000	S\$'000
<b>Identifiable assets and liabilities</b>		
Property, plant and equipment [Note 7(a) and 7(b)]	294	3,142
Intangible assets (including goodwill) [Note 13]	7,369	–
Non-current assets	6	2,213
Current assets (including cash)	11,554	5,861
Deferred tax (liabilities)/assets [Note 20(a)(i) and 20(a)(ii)]	(99)	79
Non-current liabilities	(7)	(2,408)
Current liabilities	(9,551)	(5,119)
Net assets derecognised	9,566	3,768
Non-controlling interests	148	1,739
Currency translation reserve	(99)	–
Gain/(Loss) on disposal	12,762	(98)
Total sale consideration	22,377	5,409
Less: Cash and cash equivalents in subsidiaries disposed	(4,283)	(2,008)
Less: Consideration satisfied in form of shares received	(19,377)	–
Net cash (outflow)/inflow	(1,283)	3,401

### 2021

#### Sphere Exhibits Pte Ltd group of companies ("Sphere group")

On 1 February 2021, SPH AlphaOne Pte Ltd ("SPH AlphaOne") entered into an investor subscription agreement (the "ISA") with Constellar (formerly known as SingEx-Sphere Holdings Pte Ltd). Pursuant to the terms of the ISA, SPH AlphaOne will transfer 100% of its shareholding in Sphere group to Constellar in consideration for the issuance of new shares representing 40% stake in Constellar [Note 10]. The transaction was completed on 18 February 2021.

#### OctoRocket Pte Ltd ("OctoRocket")

On 29 January 2021, SPH Interactive Pte Ltd completed the divestment of its entire 70% stake in OctoRocket and received shares of Qoo10 as consideration.

#### StreetSine Singapore Pte Ltd ("StreetSine")

On 1 December 2020, the Group's stake in StreetSine was divested.

#### Fastco Pte Ltd group of companies ("Fastco group")

During the financial year, the Group's 75% interest in Fastco group was diluted to 49.2% arising from a fundraising exercise. Consequently, Fastco group was accounted for as an associate of the Group [Note 10].

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 32. ACQUISITION/DISPOSAL OF SUBSIDIARIES/BUSINESSES (CONT'D)

### (b) Disposal of subsidiaries (cont'd)

2020

#### **Buzz Shop Pte. Ltd. (f.k.a. SPH Buzz Pte. Ltd.) ("Buzz")**

On 1 July 2020, the Group completed the divestment of its entire stake in Buzz for a consideration of S\$5.2 million.

#### **Blu Inc Media Holdings (Malaysia) Sdn. Bhd. group of companies ("BIMH M'sia group")**

On 27 August 2020, the Group completed the divestment of its entire stake in BIMH M'sia group for a consideration of S\$0.2 million.

## 33. FINANCIAL RISK MANAGEMENT

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

Matters pertaining to risk management strategies and execution require the decision and approval of the Board of Directors ("Board").

Financial risk management is mainly carried out by a central treasury department in accordance with policies approved by the Board. Treasury department analyses its investment portfolio and works closely with business units to identify, evaluate and hedge financial risks where appropriate. Guidelines for authority levels and exposure limits are in place to prevent unauthorised transactions. The Board is regularly updated on the Group's financial investments and hedging activities.

The policies for managing these risks are summarised below.

### (a) Market risk

#### (i) Currency risk

The Group has investments in foreign subsidiaries, associates and joint ventures, whose net assets are exposed to currency translation risk. The currency risk of the Group also arises from its operational purchases of raw materials, capital expenditure and foreign currency investments. The Group enters into foreign exchange forward contracts and cross currency swaps to hedge against its currency risk, where appropriate.

The Group has GBP and EUR denominated bank loans (S\$709.8 million and S\$22.2 million) which mitigate its currency risk from the PBSA portfolio in UK and Germany respectively. In addition, the Group has AUD denominated bank loans (S\$299.4 million) and AUD cross currency swaps (S\$98.1 million) to hedge against the currency risk arising from its Australia assets. The Group also has JPY denominated bank loans (S\$33.5 million) and issued JPY denominated bonds (S\$37.9 million) to minimise its currency risk from the Japan aged care assets.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (a) Market risk (cont'd)

#### (i) Currency risk (cont'd)

Excluding the GBP, AUD, JPY and EUR denominated borrowings and AUD cross currency swaps, the Group's currency exposure on its monetary financial assets and liabilities based on the information provided to key management is as follows:

	SGD S\$'000	USD S\$'000	GBP S\$'000	AUD S\$'000	Others S\$'000	Total S\$'000
<b>Group 2021</b>						
<b>Assets</b>						
Investments	23,000	-	-	-	-	23,000
Trade and other receivables	289,641	1,067	12,207	2,479	-	305,394
Cash and cash equivalents	602,037	18,338	56,356	59,486	7,771	743,988
	<b>914,678</b>	<b>19,405</b>	<b>68,563</b>	<b>61,965</b>	<b>7,771</b>	<b>1,072,382</b>
<b>Liabilities</b>						
Trade and other payables	(239,435)	(699)	(22,997)	(12,805)	(2,878)	(278,814)
Borrowings	(2,004,177)	-	(687)	-	(279)	(2,005,143)
	<b>(2,243,612)</b>	<b>(699)</b>	<b>(23,684)</b>	<b>(12,805)</b>	<b>(3,157)</b>	<b>(2,283,957)</b>
<b>Net (liabilities)/ assets</b>	<b>(1,328,934)</b>	<b>18,706</b>	<b>44,879</b>	<b>49,160</b>	<b>4,614</b>	<b>(1,211,575)</b>
Less: Net liabilities/ (assets) denominated in the respective entities' functional currencies	<b>1,328,934</b>	<b>(1)</b>	<b>(42,689)</b>	<b>(49,106)</b>	<b>(5,209)</b>	<b>1,231,929</b>
Less: Firm commitments in foreign currencies	-	(771)	-	-	(960)	(1,731)
<b>Currency exposure</b>	<b>-</b>	<b>17,934</b>	<b>2,190</b>	<b>54</b>	<b>(1,555)</b>	<b>18,623</b>

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (a) Market risk (cont'd)

#### (i) Currency risk (cont'd)

	SGD S\$'000	USD S\$'000	GBP S\$'000	AUD S\$'000	Others S\$'000	Total S\$'000
Group 2020						
<b>Assets</b>						
Investments	25,000	–	–	–	–	25,000
Trade and other receivables	327,483	3,973	16,982	8,019	121	356,578
Cash and cash equivalents	797,540	1,829	26,390	30,039	8,895	864,693
	<u>1,150,023</u>	<u>5,802</u>	<u>43,372</u>	<u>38,058</u>	<u>9,016</u>	<u>1,246,271</u>
<b>Liabilities</b>						
Trade and other payables	(194,615)	(6,698)	(29,438)	(13,702)	(4,509)	(248,962)
Borrowings	(2,375,141)	(78)	(676)	–	(834)	(2,376,729)
	<u>(2,569,756)</u>	<u>(6,776)</u>	<u>(30,114)</u>	<u>(13,702)</u>	<u>(5,343)</u>	<u>(2,625,691)</u>
<b>Net (liabilities)/ assets</b>	(1,419,733)	(974)	13,258	24,356	3,673	(1,379,420)
Less: Net liabilities/ (assets) denominated in the respective entities' functional currencies	1,419,733	262	(14,054)	(23,581)	(3,191)	1,379,169
Less: Firm commitments in foreign currencies	–	(652)	–	–	–	(652)
<b>Currency exposure</b>	<u>–</u>	<u>(1,364)</u>	<u>(796)</u>	<u>775</u>	<u>482</u>	<u>(903)</u>

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (a) Market risk (cont'd)

#### (i) Currency risk (cont'd)

	SGD S\$'000	USD S\$'000	GBP S\$'000	Others S\$'000	Total S\$'000
<b>Company</b>					
<b>2021</b>					
<b>Assets</b>					
Trade and other receivables	3,109,842	1,198	513,699	55,954	3,680,693
Cash and cash equivalents	477,463	17,983	4	251	495,701
	<b>3,587,305</b>	<b>19,181</b>	<b>513,703</b>	<b>56,205</b>	<b>4,176,394</b>
<b>Liabilities</b>					
Trade and other payables	(881,146)	–	–	–	(881,146)
Borrowings	(638,214)	–	(336,741)	(55,665)	(1,030,620)
	<b>(1,519,360)</b>	<b>–</b>	<b>(336,741)</b>	<b>(55,665)</b>	<b>(1,911,766)</b>
<b>Net assets</b>	<b>2,067,945</b>	<b>19,181</b>	<b>176,962</b>	<b>540</b>	<b>2,264,628</b>
Less: Net assets denominated in the Company's functional currency	(2,067,945)	–	–	–	(2,067,945)
Less: Firm commitments in foreign currencies	–	(771)	–	(960)	(1,731)
<b>Currency exposure</b>	<b>–</b>	<b>18,410</b>	<b>176,962*</b>	<b>(420)</b>	<b>194,952</b>
<b>2020</b>					
<b>Assets</b>					
Trade and other receivables	3,043,155	1,222	503,472	58,138	3,605,987
Cash and cash equivalents	669,542	1,066	189	294	671,091
	<b>3,712,697</b>	<b>2,288</b>	<b>503,661</b>	<b>58,432</b>	<b>4,277,078</b>
<b>Liabilities</b>					
Trade and other payables	(769,516)	(6,748)	(51)	(80)	(776,395)
Borrowings	(971,061)	–	(333,943)	(57,856)	(1,362,860)
	<b>(1,740,577)</b>	<b>(6,748)</b>	<b>(333,994)</b>	<b>(57,936)</b>	<b>(2,139,255)</b>
<b>Net assets/(liabilities)</b>	<b>1,972,120</b>	<b>(4,460)</b>	<b>169,667</b>	<b>496</b>	<b>2,137,823</b>
Less: Net assets denominated in the Company's functional currency	(1,972,120)	–	–	–	(1,972,120)
Less: Firm commitments in foreign currencies	–	(652)	–	–	(652)
<b>Currency exposure</b>	<b>–</b>	<b>(5,112)</b>	<b>169,667*</b>	<b>496</b>	<b>165,051</b>

\* This amount represents loan to a subsidiary.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (a) Market risk (cont'd)

#### (i) Currency risk (cont'd)

A reasonably possible strengthening (weakening) of the following foreign currencies by 5% (2020: 5%) against the SGD at the reporting date would affect profit after tax and other comprehensive income by the amounts shown below. This analysis assumes that all other variables remain constant.

	2021		2020	
	Profit after tax S\$'000	Other comprehensive income S\$'000	Profit after tax S\$'000	Other comprehensive income S\$'000
<b>Group</b>				
USD against SGD				
– strengthened	744	–	(57)	–
– weakened	(744)	–	57	–
GBP against SGD				
– strengthened	91	–	(33)	–
– weakened	(91)	–	33	–
AUD against SGD				
– strengthened	2	–	32	–
– weakened	(2)	–	(32)	–
<b>Company</b>				
USD against SGD				
– strengthened	764	–	(212)	–
– weakened	(764)	–	212	–
GBP against SGD				
– strengthened	7,344	–	7,041	–
– weakened	(7,344)	–	(7,041)	–

#### (ii) Price risk

The Group is exposed to securities price risk arising from its investments which are classified either as FVOCI or FVTPL. To manage the price risk arising from its investments, the Group diversifies its portfolio across different markets and industries, where appropriate.

A change of 20% (2020: 20%) in prices for investments at the reporting date would affect profit after tax and other comprehensive income by the amounts shown below. This analysis assumes that all other variables remain constant.

	2021		2020	
	Profit after tax S\$'000	Other comprehensive income S\$'000	Profit after tax S\$'000	Other comprehensive income S\$'000
<b>Group</b>				
Investments				
– prices increase	910	126,537	1,610	78,103
– prices decrease	(910)	(126,537)	(1,610)	(78,103)

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (a) Market risk (cont'd)

#### (iii) Interest rate risk

##### *Managing interest rate benchmark reform and associated risks*

###### Overview

A fundamental reform of major interest rate benchmarks is being undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred to as 'IBOR reform'). The Group has exposures to IBORs on its financial instruments that will be replaced or reformed as part of these market-wide initiatives. There is uncertainty over the timing and the methods of transition in some jurisdictions that the Group operates in. The Group anticipates that IBOR reform will impact its risk management and hedge accounting.

The Group monitors and manages the transition to alternative rates. The Group evaluates the extent to which contracts reference IBOR cash flows, whether such contracts will need to be amended as a result of IBOR reform and how to manage communication about IBOR reform with counterparties.

###### Derivatives

The Group holds interest rate swaps for risk management purposes which are designated in cash flow hedging relationships. The interest rate swaps have floating legs that are indexed to SOR and LIBOR. The Group's derivative instruments are governed by contracts based on the International Swaps and Derivatives Association (ISDA)'s master agreements. ISDA is currently reviewing its standardised contracts in the light of IBOR reform. When ISDA has completed its review, the Group expects to negotiate the inclusion of new fall-back clauses with its derivative counterparties. No derivative instruments have been modified as at 31 August 2021.

###### Hedge accounting

The Group has evaluated the extent to which its cash flow hedging relationships are subject to uncertainty driven by IBOR reform as at 31 August 2021. The Group's hedged items and hedging instruments continue to be indexed to IBOR benchmark rates which are SOR and LIBOR. These benchmark rates are quoted each day and the IBOR cash flows are exchanged with its counterparties as usual.

The Group's SOR and LIBOR cash flow hedging relationships extend beyond the anticipated cessation date for IBOR. However, there is uncertainty about when and how replacement may occur with respect to the relevant hedged items and hedging instruments. Such uncertainty may impact the hedging relationship. The Group applies the amendments to SFRS(I) 9 issued in December 2019 to those hedging relationships directly affected by IBOR reform.

Hedging relationships impacted by IBOR reform may experience ineffectiveness attributable to market participants' expectations of when the shift from the existing IBOR benchmark rate to an alternative benchmark interest rate will occur. This transition may occur at different times for the hedged item and hedging instrument, which may lead to hedge ineffectiveness. The Group has measured its hedging instruments indexed to SGD SOR and GBP LIBOR using available quoted market rates for SOR-based and LIBOR-based instruments of the same tenor and similar maturity and has measured the cumulative change in the present value of hedged cash flows attributable to changes in SOR and LIBOR on a similar basis.

The Group's exposure to SGD SOR and GBP LIBOR designated in hedging relationships is S\$1,373.9 million nominal amount at 31 August 2021, representing both the nominal amount of the hedging interest rate swap and the principal amount of the Group's hedged SGD-denominated and GBP-denominated bank loan liabilities maturing in 2022 to 2023.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (a) Market risk (cont'd)

#### (iii) Interest rate risk (cont'd)

##### *Managing interest rate benchmark reform and associated risks (cont'd)*

The Group is actively engaging with lenders to include appropriate fall-back provisions in its floating-rate liabilities. We expect that the hedging instrument will be modified as outlined under 'Derivatives' above.

##### *Exposure to interest rate risk*

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

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 comprises mainly bank borrowings taken up by the Company and its subsidiaries to finance the acquisitions of investment properties and investments in joint ventures. Where appropriate, the Group seeks to minimise its cash flow interest rate risk exposure by entering into interest rate swap contract to swap floating interest rate for fixed interest rate over the duration of its borrowings.

The Group's and the Company's borrowings at variable rates on which effective hedges have not been entered into are denominated mainly in GBP and SGD.

A change of 0.25% (2020: 0.25%) in interest rate at the reporting date would affect profit after tax and other comprehensive income by the amounts shown below. This analysis assumes that all other variables remain constant.

	2021		2020	
	Profit after tax S\$'000	Other comprehensive income S\$'000	Profit after tax S\$'000	Other comprehensive income S\$'000
<b>Group</b>				
Borrowings				
– interest rates increase	(1,355)	–	(2,845)	–
– interest rates decrease	1,355	–	2,845	–
Interest rate swaps				
– interest rates increase	–	4,300	–	3,520
– interest rates decrease	–	(4,353)	–	(3,569)

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations, thereby resulting in financial loss to the Group. The maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position which comprise mainly trade and other receivables, investments in bonds and notes, and bank deposits.

Bank deposits and investments in bonds and notes are neither past due nor impaired, with no allowance made (2020: An allowance of S\$2 million was made) on bank deposits. Bank deposits are placed with reputable banks and financial institutions. The Group's bond portfolio included investment grade securities. In addition, the Company is the primary obligor for unsecured composite advance facilities which could be utilised by the Company and its designated subsidiaries. The amounts utilised by the Company as at 31 August 2021 was S\$387.2 million (2020: S\$708.8 million) [Note 21(h)]. At 31 August 2021, the Company has issued a guarantee to certain banks in respect of a term loan granted to a wholly-owned subsidiary [Note 21(k)]. The Group's policy is to provide financial guarantees only for wholly-owned subsidiaries' liabilities.

For trade receivables, 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 deposits, bankers'/insurance guarantees from its customers, and imposes cash terms and/or advance payments from customers of lower credit standing. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparties. As such, management has determined the credit quality of the customers to be of acceptable risk. Trade receivables that are neither past due nor impaired are substantially due from companies with a good collection track record with the Group.

### (i) Trade receivables

The credit risk for trade receivables based on the information provided to key management is as follows:

	Group		Company	
	2021	2020	2021	2020
	S\$'000	S\$'000	S\$'000	S\$'000
<b>By types of customers</b>				
Advertisement	-	31,332	-	30,076
Circulation	-	14,101	-	14,101
Multimedia	5,466	4,848	-	-
Rental	15,651	24,532	-	-
Others	-	2,422	-	1,172
	<b>21,117</b>	<b>77,235</b>	<b>-</b>	<b>45,349</b>

As at 31 August 2021, 67% (2020: 50% – 75%) of the trade receivables were backed by bankers'/insurance guarantees and/or deposits from customers.

The Group and Company have trade receivables of S\$14 million (2020: S\$67.5 million) and nil balance (2020: S\$44.7 million) respectively in Singapore.

The Group uses an allowance matrix to measure the ECL of trade receivables from its customers as there is no applicable credit ratings (or equivalent).

Loss rates are calculated using a "roll rate" method based on the probability of a receivable progressing through successive stages of delinquency to write-off. Roll rates are calculated separately for exposures by type of customers based on the common credit risk characteristics.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (b) Credit risk (cont'd)

#### (i) Trade receivables (cont'd)

Loss rates are based on actual credit loss experience over the past 10 years. These rates are multiplied by scalar factors, when material, to reflect differences between economic conditions during the period over which the historic data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

The following table provides information about the exposure to credit risk and ECLs for trade receivables:

	Weighted average loss rate %	Gross carrying amount S\$'000	Loss allowance S\$'000	Net carrying amount S\$'000	Credit impaired
<b>Group</b>					
<b>2021</b>					
Not past due	2.37	9,728	(231)	9,497	No
Past due 1 to 30 days	13.06	5,223	(682)	4,541	No
Past due 31 to 60 days	1.51	3,313	(50)	3,263	No
Past due 61 to 90 days	3.36	2,440	(82)	2,358	No
Past due 91 to 120 days	85.35	9,952	(8,494)	1,458	Yes
	<b>31.12</b>	<b>30,656</b>	<b>(9,539)</b>	<b>21,117</b>	
<b>2020</b>					
Not past due	1.24	47,308	(585)	46,723	No
Past due 1 to 30 days	4.66	15,615	(727)	14,888	No
Past due 31 to 60 days	14.03	3,393	(476)	2,917	No
Past due 61 to 90 days	8.28	8,081	(669)	7,412	No
Past due 91 to 120 days	67.32	16,204	(10,909)	5,295	Yes
	14.75	90,601	(13,366)	77,235	
<b>Company</b>					
<b>2020</b>					
Not past due	1.48	34,347	(509)	33,838	No
Past due 1 to 30 days	5.55	5,240	(291)	4,949	No
Past due 31 to 60 days	6.75	2,118	(143)	1,975	No
Past due 61 to 90 days	10.37	887	(92)	795	No
Past due 91 to 120 days	31.49	5,535	(1,743)	3,792	Yes
	5.77	48,127	(2,778)	45,349	

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (b) Credit risk (cont'd)

#### (i) Trade receivables (cont'd)

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

	Group		Company	
	2021	2020	2021	2020
	S\$'000	S\$'000	S\$'000	S\$'000
Beginning of financial year	13,366	4,468	2,778	1,850
Allowance made/(Write-back) of allowance	1,837	9,844	(25)	1,340
Allowance utilised	(3,595)	(897)	(797)	(412)
Disposal of subsidiaries [Note 32(b)]	(120)	(451)	-	-
Amount derecognised due to discontinued operation	(2,006)	-	(1,956)	-
Currency translation difference	57	402	-	-
End of financial year	9,539	13,366	-	2,778

#### (ii) Non-trade amounts due from subsidiaries

The Company had non-trade amount owing by subsidiaries of S\$1,843.4 million (2020: S\$1,699.5 million) and loans to subsidiaries of S\$1,836.1 million (2020: S\$1,855.7 million). These balances are mainly amounts lent to subsidiaries to satisfy short term funding requirements and investing activities. The Company uses an approach that is based on an assessment of qualitative and quantitative factors that are indicative of the risk of default. Impairment on these balances has been measured on the 12-month expected loss basis which reflects the credit risk of the exposures. During the year, the Company provided loss allowance on credit impaired receivables of S\$21.8 million (2020: S\$19.4 million) [Note 14(a) and 14(b)].

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (c) Liquidity risk

Liquidity risk refers to the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities. To manage 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.

The table below analyses the maturity profile of the Group's and the Company's financial liabilities (including derivative financial liabilities) based on contractual undiscounted cash flows.

	Less than 1 year S\$'000	Between 1 and 2 years S\$'000	Between 2 and 5 years S\$'000	Over 5 years S\$'000
<b>Group</b>				
<b>At 31 August 2021</b>				
Net-settled interest rate swaps	(5,062)	(1,221)	(217)	-
Gross-settled cross currency swaps				
– Receipts	49,353	49,439	-	-
– Payments	(50,494)	(49,605)	-	-
Trade and other payables	(233,107)	(16,736)	(27,178)	(1,793)
Borrowings	(724,131)	(742,156)	(1,257,869)	(554,312)
	<b>(963,441)</b>	<b>(760,279)</b>	<b>(1,285,264)</b>	<b>(556,105)</b>
<b>At 31 August 2020</b>				
Net-settled interest rate swaps	(5,430)	(3,394)	(1,764)	-
Gross-settled cross currency swaps				
– Receipts	741	49,313	49,430	-
– Payments	(2,794)	(51,510)	(50,596)	-
Trade and other payables	(209,511)	(13,702)	(23,564)	(2,185)
Borrowings	(1,330,972)	(420,835)	(1,329,035)	(570,312)
	<b>(1,547,966)</b>	<b>(440,128)</b>	<b>(1,355,529)</b>	<b>(572,497)</b>

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (c) Liquidity risk (cont'd)

	Less than 1 year S\$'000	Between 1 and 2 years S\$'000	Between 2 and 5 years S\$'000	Over 5 years S\$'000
<b>Company</b>				
<b>At 31 August 2021</b>				
Net-settled interest rate swaps	(18)	-	-	-
Trade and other payables	(881,146)	-	-	-
Borrowings	(546,841)	(18,279)	(48,044)	(554,312)
	<u>(1,428,005)</u>	<u>(18,279)</u>	<u>(48,044)</u>	<u>(554,312)</u>
At 31 August 2020				
Net-settled interest rate swaps	(135)	(22)	-	-
Trade and other payables	(776,293)	(102)	-	-
Borrowings	(735,767)	(159,038)	(50,285)	(570,312)
	<u>(1,512,195)</u>	<u>(159,162)</u>	<u>(50,285)</u>	<u>(570,312)</u>

As at 31 August 2021, the Company has issued a guarantee to certain banks in respect of a £205 million (2020: £205 million) term loan granted to Straits Capitol Trust, and the loan is secured against the PBSA portfolio [Note 21(c)].

### (d) Capital management

The Group's objectives for managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may adjust the amount of dividend payment, return capital to shareholders, issue new shares, buy back issued shares, obtain new borrowings or sell assets to reduce borrowings.

The total capital of the Group and the Company is represented by the respective "Shareholders' interests" as presented on the statements of financial position.

Management uses the "Return on Shareholders' Funds" as a measure of efficiency in managing capital. The "Return on Shareholders' Funds" is calculated as profit attributable to shareholders less distribution for perpetual securities, divided by shareholders' interests. The "Return on Shareholders' Funds" was 1.8% per annum for the financial year ended 31 August 2021 (2020: -3.3% per annum) and is in line with the Group's objectives. The "Return on Shareholders' Funds" for the last 5 years was between -3.3% and 10%.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (e) Fair value measurements

The following table presents assets and liabilities measured at fair value and classified by level of the following fair value measurement hierarchy:

- (i) Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- (ii) Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (Level 2); and
- (iii) Inputs for the asset and liability that are not based on observable market data (unobservable inputs) (Level 3).

	Level 1 S\$'000	Level 2 S\$'000	Level 3 S\$'000	Total S\$'000
<b>Group</b>				
<b>2021</b>				
<b>Assets</b>				
Investment properties	–	–	6,519,263	6,519,263
Financial assets at FVTPL	–	336	27,214	27,550
Financial assets at FVOCI	408,865	83,086	140,734	632,685
Derivatives	–	–	200	200
	<b>408,865</b>	<b>83,422</b>	<b>6,687,411</b>	<b>7,179,698</b>
<b>Liabilities</b>				
Derivatives	–	(5,865)	–	(5,865)
<b>2020</b>				
<b>Assets</b>				
Investment properties	–	–	6,420,294	6,420,294
Financial assets at FVTPL	–	24,016	9,034	33,050
Financial assets at FVOCI	176,961	47,445	166,108	390,514
Derivatives	–	–	200	200
	<b>176,961</b>	<b>71,461</b>	<b>6,595,636</b>	<b>6,844,058</b>
<b>Liabilities</b>				
Derivatives	–	(14,613)	–	(14,613)

Except for the above, the fair values of other financial assets and liabilities approximate their carrying amounts.

The assessment of the fair value of unquoted financial instruments is performed on a half-yearly basis by the Group's Finance department. The determination of the fair value of investment properties is performed on an annual basis by external independent property valuers having appropriate recognised professional qualifications and experience in the category of property being valued. Management reviews the appropriateness of the valuation methodologies and assumptions adopted and addresses any significant issues that may arise.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (e) Fair value measurements (cont'd)

The fair value of investment properties and FVOCI financial assets included in Level 3 is determined as follows:

Description	Valuation technique(s)	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
<b>Investment properties</b>			
Completed – Retail, commercial and residential	Capitalisation approach	– Capitalisation rate: 3.5% to 6.0% (2020: 3.6% to 6.3%)	The estimated fair value varies inversely with the capitalisation rate.
	Discounted cashflow approach	– Discount rate: 3.9% to 10.2% (2020: 3.9% to 9.7%)	The estimated fair value varies inversely with the discount rate and terminal yield rate.
		– Terminal yield rate: 3.7% to 7% (2020: 3.8% to 7%)	
Comparable sales method	– Comparable sales prices <sup>+</sup> : S\$1,200 psf to S\$4,291 psf (2020: S\$1,146 psf to S\$2,624 psf)	The estimated fair value varies with the adjusted comparable sales prices.	

### Financial assets at FVOCI

Equities	Net tangible assets	– Net tangible assets <sup>1</sup>	N.A.
	Derived from funding exercise	– Derived from funding exercise <sup>2</sup>	N.A.
Bonds	Net asset value	– Net asset value <sup>3</sup>	N.A.
Investment funds	Net asset value	– Net asset value <sup>3</sup>	N.A.

+ Comparable sales prices have been adjusted by the size, tenure, location, age and condition and development of the comparable properties to arrive at the fair value of the investment properties held by the Group.

<sup>1</sup> Fair value of certain unquoted equities is determined by reference to the underlying net tangible assets of the investee companies.

<sup>2</sup> Fair value of certain unquoted equities for which the underlying companies are performing to market expectations is estimated to be equivalent to their recent cost of acquisition or value achieved during funding exercises.

<sup>3</sup> Fair value of unquoted bonds and unquoted investment funds is determined by reference to the underlying asset value of the investee companies, which comprise mainly investment properties at fair value or portfolio investments at fair value.

N.A. Not applicable

# NOTES TO THE FINANCIAL STATEMENTS

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## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (e) Fair value measurements (cont'd)

The Group recognises transfers between the levels of the fair value hierarchy at the event or change in circumstances that caused the transfer.

Movements in Level 3 assets are as follows:

	Investment properties S\$'000	Financial assets at FVTPL		Financial assets at FVOCI			Derivatives S\$'000
		Bonds S\$'000	Investment funds S\$'000	Equities S\$'000	Bonds S\$'000	Investment funds S\$'000	
<b>Group 2021</b>							
Beginning of financial year	<b>6,420,294</b>	<b>9,034</b>	–	<b>80,225</b>	–	<b>85,883</b>	<b>200</b>
Additions	<b>28,563</b>	–	–	<b>783</b>	–	<b>8,129</b>	–
Disposals	–	<b>(8,786)</b>	–	<b>(1,203)</b>	–	<b>(46,841)</b>	–
Gains recognised in income statement	<b>66,585</b>	<b>5,826</b>	–	–	–	–	–
Gains/(Losses) recognised in other comprehensive income	<b>3,821</b>	–	–	<b>1,873</b>	–	<b>(13,995)</b>	–
Reclassification to assets held for sale [Note 18]	–	<b>(2,540)</b>	–	–	–	–	–
Transferred from Level 2	–	<b>23,680</b>	–	<b>14,307</b>	–	<b>32,313</b>	–
Transferred to Level 2	–	–	–	<b>(510)</b>	–	<b>(20,230)</b>	–
End of financial year	<b>6,519,263</b>	<b>27,214</b>	–	<b>95,475</b>	–	<b>45,259</b>	<b>200</b>

# NOTES TO THE FINANCIAL STATEMENTS

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## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (e) Fair value measurements (cont'd)

Movements in Level 3 assets are as follows:

	Investment properties S\$'000	Financial assets at FVTPL		Financial assets at FVOCI			Derivatives S\$'000
		Bonds S\$'000	Investment funds S\$'000	Equities S\$'000	Bonds S\$'000	Investment funds S\$'000	
Group 2020							
Beginning of financial year	5,014,896	5,549	9,674	64,040	8,457	92,690	200
Additions	786,201	–	–	–	–	2,608	–
Acquisition of subsidiaries [Note 32(a)]	730,461	–	–	–	–	–	–
Disposals (Losses)/Gains recognised in income statement	–	–	(5,367)	–	(8,457)	(30,571)	–
Gains/(Losses) recognised in other comprehensive income	(232,013)	985	926	–	–	–	–
Reclassification from FVTPL to FVOCI	–	–	(5,233)	–	–	5,233	–
Transferred from Level 2	–	2,500	–	36,553	–	–	–
Transferred to Level 2	–	–	–	(2,922)	–	–	–
End of financial year	6,420,294	9,034	–	80,225	–	85,883	200

# NOTES TO THE FINANCIAL STATEMENTS

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## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (f) Offsetting financial assets and liabilities

The disclosures set out in the tables below include financial assets and liabilities that are subject to an enforceable master netting arrangement, irrespective of whether they are offset in the statements of financial position.

	Gross amount of recognised financial assets/ (liabilities) offset in the statement of financial position S\$'000	Gross amount of recognised financial liabilities S\$'000	Net amount of financial liabilities presented in the statement of financial position S\$'000	Related amount not offset in the statement of financial position S\$'000	Net amount S\$'000
<b>Group</b>					
<b>2021</b>					
<b>Liabilities</b>					
Cross currency interest rate swaps	(1,490)	–	(1,490)	–	(1,490)
Cross currency swaps	(57)	–	(57)	–	(57)
Interest rate swaps	(4,318)	–	(4,318)	–	(4,318)
	<b>(5,865)</b>	<b>–</b>	<b>(5,865)</b>	<b>–</b>	<b>(5,865)</b>
<b>2020</b>					
<b>Liabilities</b>					
Cross currency interest rate swaps	(4,402)	–	(4,402)	–	(4,402)
Cross currency swaps	(404)	–	(404)	–	(404)
Interest rate swaps	(9,807)	–	(9,807)	–	(9,807)
	<b>(14,613)</b>	<b>–</b>	<b>(14,613)</b>	<b>–</b>	<b>(14,613)</b>
<b>Company</b>					
<b>2021</b>					
<b>Liabilities</b>					
Interest rate swaps	(124)	–	(124)	–	(124)
<b>2020</b>					
<b>Liabilities</b>					
Interest rate swaps	(2,548)	–	(2,548)	–	(2,548)

# NOTES TO THE FINANCIAL STATEMENTS

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## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (g) Hedge accounting

The Group has the following instruments to hedge exposures to changes in interest rates and foreign currencies.

#### Cash flow hedges

The Group determined the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The Group assesses whether the derivative designated in each hedging relationship is expected to be and has been effective in offsetting changes in cash flows of the hedged item by looking at the critical terms.

	Group Maturity within 1 year	Group Maturity within 2 to 5 years	Company Maturity within 1 year	Company Maturity within 2 to 5 years
<b>2021</b>				
<b>Interest rate risk</b>				
<b>Interest rate swaps/Cross currency</b>				
<b>interest rate swaps</b>				
Net exposure (in S\$'000)	424,452	1,047,802	140,000	–
Average fixed interest rate (%)	1.36%	0.59%	1.95%	–
<b>2020</b>				
<b>Interest rate risk</b>				
<b>Interest rate swaps/Cross currency</b>				
<b>interest rate swaps</b>				
Net exposure (in S\$'000)	45,000	651,094	–	140,000
Average fixed interest rate (%)	2.04%	1.33%	–	1.95%
<b>Designated as hedged items</b>	<b>Change in value of the hedged item used for calculating hedge ineffectiveness S\$'000</b>	<b>Hedging reserve S\$'000</b>	<b>Balances remaining in hedging reserve from hedging relationships for which hedge accounting is no longer applied S\$'000</b>	
<b>Group</b>				
<b>2021</b>				
<b>Interest rate risk</b>				
Borrowings	4,648	(5,559)	–	
<b>2020</b>				
<b>Interest rate risk</b>				
Borrowings	(9,282)	(12,195)	–	

# NOTES TO THE FINANCIAL STATEMENTS

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## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (g) Hedge accounting (cont'd)

#### Cash flow hedges (cont'd)

Designated as hedged items	Change in value of the hedged item used for calculating hedge ineffectiveness S\$'000	Hedging reserve S\$'000	Balances remaining in hedging reserve from hedging relationships for which hedge accounting is no longer applied S\$'000
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#### Company 2021

##### Interest rate risk

Borrowings	3,998	(102)	–
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2020

##### Interest rate risk

Borrowings	(286)	(2,114)	–
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#### During the period

Designated as hedged instruments	Carrying amount assets/ (liabilities) S\$'000	Hedging (gains)/ losses recognised in OCI S\$'000	Hedge ineffectiveness recognised in income statement S\$'000	Line item in income statement that includes hedge ineffectiveness	Amount reclassified from hedging reserve to finance costs in income statement S\$'000
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#### Group 2021

Interest rate swaps/Cross currency interest rate swap	(5,900)	(4,648)	–	Not applicable	1,647
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2020

Interest rate swaps/Cross currency interest rate swap	(12,919)	9,282	–	Not applicable	2,229
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#### Company 2021

Interest rate swaps	(124)	(3,998)	–	Not applicable	(2,393)
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2020

Interest rate swaps	(2,548)	286	–	Not applicable	(1,106)
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The hedging instruments are included as Derivatives in the statement of financial position.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (g) Hedge accounting (cont'd)

#### Net investment hedge

The Group has foreign currency exposure when its net investments in overseas subsidiaries have a different functional currency. The risk arises from the fluctuation in spot exchange rates between the local functional currency and the SGD, which causes the amount of the net investment to vary.

The hedged risk in the net investment hedges is the risk of a weakening local functional currency against the SGD that will result in a reduction in the carrying amount of the Group's net investment in its overseas subsidiaries.

Part of the Group's net investment is hedged through the use of cross currency swaps, cross currency interest rate swaps and foreign currencies denominated borrowings which mitigate the foreign currency risk from the subsidiaries' net assets.

To assess hedge effectiveness, the Group determines the economic relationship between the hedging instrument and the hedged item by comparing changes in the carrying amount of the hedging instrument that is attributable to a change in the spot rate with changes in the investment in the foreign operation due to movements in the spot rate (the offset method).

Designated as hedged items	Change in value of the hedged item used for calculating hedge ineffectiveness S\$'000	Foreign currency translation reserve S\$'000	Balances remaining in the foreign currency translation reserve from hedging relationships for which hedge accounting is no longer applied S\$'000
<b>Group</b>			
<b>2021</b>			
AUD net investment	7,028	(1,729)	-
GBP net investment	-	-	771
JPY net investment	1,636	(1,615)	-
<b>2020</b>			
AUD net investment	(6,732)	5,315	-
GBP net investment	-	-	771
JPY net investment	1,133	(1,131)	-



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (g) Hedge accounting (cont'd)

#### Net investment hedge (cont'd)

Designated as hedged instruments	Carrying amount assets/ (liabilities) S\$'000	Hedging (gains)/ losses recognised in OCI S\$'000	During the period		Amount reclassified from foreign currency translation reserve to foreign exchange differences in income statement S\$'000
			Hedge ineffectiveness recognised in income statement S\$'000	Line item in income statement that includes hedge ineffectiveness	
<b>Group 2021</b>					
AUD cross currency swaps/cross currency interest rate swaps	35	(1,729)	–	Not applicable	–
JPY denominated borrowings	(33,466)	(1,636)	(59)	Other operating expenses	–
<b>2020</b>					
AUD cross currency swaps/cross currency interest rate swaps	(1,694)	5,315	–	Not applicable	–
GBP denominated borrowings	–	771	–	Not applicable	–
JPY denominated borrowings	(35,160)	(1,133)	(290)	Other operating expenses	–

The cross currency swaps and cross currency interest rate swaps are included as Derivatives in the statement of financial position.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (h) Financial instruments by category

	Financial assets/ (liabilities) at amortised cost S\$'000	Financial assets measured at FVOCI S\$'000	Financial assets measured at FVTPL S\$'000	Derivatives used for hedging S\$'000	Total S\$'000
<b>Group</b>					
<b>2021</b>					
<b>Assets</b>					
Investments	-	632,685	27,550	-	660,235
Trade and other receivables excluding non-financial instruments	305,394	-	-	-	305,394
Derivatives	-	-	200	-	200
Cash and cash equivalents	743,988	-	-	-	743,988
	<b>1,049,382</b>	<b>632,685</b>	<b>27,750</b>	<b>-</b>	<b>1,709,817</b>
<b>Liabilities</b>					
Trade and other payables excluding non-financial instruments	(278,814)	-	-	-	(278,814)
Borrowings	(3,107,803)	-	-	-	(3,107,803)
Derivatives	-	-	-	(5,865)	(5,865)
	<b>(3,386,617)</b>	<b>-</b>	<b>-</b>	<b>(5,865)</b>	<b>(3,392,482)</b>
<b>2020</b>					
<b>Assets</b>					
Investments	-	390,514	33,050	-	423,564
Trade and other receivables excluding non-financial instruments	356,578	-	-	-	356,578
Derivatives	-	-	200	-	200
Cash and cash equivalents	864,693	-	-	-	864,693
	<b>1,221,271</b>	<b>390,514</b>	<b>33,250</b>	<b>-</b>	<b>1,645,035</b>
<b>Liabilities</b>					
Trade and other payables excluding non-financial instruments	(248,962)	-	-	-	(248,962)
Borrowings	(3,477,218)	-	-	-	(3,477,218)
Derivatives	-	-	-	(14,613)	(14,613)
	<b>(3,726,180)</b>	<b>-</b>	<b>-</b>	<b>(14,613)</b>	<b>(3,740,793)</b>

# NOTES TO THE FINANCIAL STATEMENTS

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## 33. FINANCIAL RISK MANAGEMENT (CONT'D)

### (h) Financial instruments by category (cont'd)

	Financial assets/ (liabilities) at amortised cost S\$'000	Derivatives used for hedging S\$'000	Total S\$'000
<b>Company</b>			
<b>2021</b>			
<b>Assets</b>			
Trade and other receivables excluding non-financial instruments	3,680,693	–	3,680,693
Cash and cash equivalents	495,701	–	495,701
	<b>4,176,394</b>	<b>–</b>	<b>4,176,394</b>
<b>Liabilities</b>			
Trade and other payables excluding non-financial instruments	(881,146)	–	(881,146)
Borrowings	(1,030,620)	–	(1,030,620)
Derivatives	–	(124)	(124)
	<b>(1,911,766)</b>	<b>(124)</b>	<b>(1,911,890)</b>
<b>2020</b>			
<b>Assets</b>			
Trade and other receivables excluding non-financial instruments	3,605,987	–	3,605,987
Cash and cash equivalents	671,091	–	671,091
	<b>4,277,078</b>	<b>–</b>	<b>4,277,078</b>
<b>Liabilities</b>			
Trade and other payables excluding non-financial instruments	(776,395)	–	(776,395)
Borrowings	(1,362,860)	–	(1,362,860)
Derivatives	–	(2,548)	(2,548)
	<b>(2,139,255)</b>	<b>(2,548)</b>	<b>(2,141,803)</b>

# NOTES TO THE FINANCIAL STATEMENTS

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## 34. LEASES

### (a) Leases as lessee

The Group leases commercial and residential spaces, and plant and equipment. Lease payments are renegotiated periodically to reflect market rentals. Some leases provide for additional rent payments that are based on changes in local price indices.

Certain commercial spaces were entered into many years ago as combined leases of land and buildings.

Information about leases for which the Group is a lessee is presented below.

	Group	
	2021	2020
	S\$'000	S\$'000
<b>Amounts recognised in profit or loss</b>		
Interest on lease liabilities	<u>2,137</u>	3,145
<b>Amounts recognised in statement of cash flows</b>		
Total cash outflow for leases	<u>11,936</u>	15,432

### (b) Leases as lessor

The Group leases out its investment properties [Note 8] and certain leased properties. All leases are classified as operating leases from a lessor perspective with the exception of sub-leases of the leased properties, which the Group has classified as finance sub-leases. The income from sub-leasing and the lease receivables as at end of the financial year are immaterial.

#### Operating leases

The Group leases out its investment properties. The Group has classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets. Note 8 sets out information about the operating leases of investment properties.

Rental income from investment properties recognised by the Group during 2021 was S\$389.2 million (2020: S\$328.3 million).

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

	Group	
	2021	2020
	S\$'000	S\$'000
Less than 1 year	<b>258,856</b>	232,523
1 to 2 years	<b>187,886</b>	171,904
2 to 3 years	<b>115,250</b>	106,758
3 to 4 years	<b>45,699</b>	52,403
4 to 5 years	<b>18,763</b>	24,091
More than 5 years	<b>71,597</b>	98,261
	<u><b>698,051</b></u>	<u>685,940</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 35. RELATED PARTY TRANSACTIONS

Key management personnel compensation and transactions are as follows:

	2021	Group 2020
	S\$'000	S\$'000
Remuneration and other short-term employee benefits	15,277	17,604
Employers' contribution to defined contribution plans	607	622
Share-based compensation expense	2,188	2,704
	<b>18,072</b>	<b>20,930</b>
Staff loans granted to key management personnel	<b>120</b>	–

The above includes total emoluments of the Company's directors of S\$3.1 million (2020: S\$3.2 million).

## 36. SEGMENTAL INFORMATION

### (a) Operating segments

Management has determined the operating segments based on the reports provided to the Chief Executive Officer of the Company that are used to make strategic decisions.

The Group is organised into four major operating segments, namely Media, Retail & Commercial, PBSA and Others. The Media segment is involved in the production of content for distribution on print and other media platforms. The Retail & Commercial segment holds, manages and develops properties in the retail and residential sectors. The PBSA segment holds, manages and develops properties in the student accommodation sector. Other operations under the Group, which are currently not significant to be reported separately, are included under "Others". These include the Group's businesses and investments in online classifieds, aged care, exhibitions, education, New Media Fund, Treasury and other business adjacencies.

Segment performance is evaluated based on profit/(loss) before taxation which is used as a measure of performance as management believes this is most relevant in evaluating the results of the segments.

Inter-segment pricing is determined on mutually agreed terms. Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

The Group underwent a strategic review during the financial year, and has obtained approval from its shareholders on 10 September 2021 to transfer its Media business to a not-for-profit company limited by guarantee. The Media segment was therefore classified as a discontinued operation for the financial year ending 31 August 2021 [Note 18 and 30].

# NOTES TO THE FINANCIAL STATEMENTS

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## 36. SEGMENTAL INFORMATION (CONT'D)

### (a) Operating segments (cont'd)

Information regarding the results of each reportable segment is included in the table below.

2021

	Retail & Commercial S\$'000	PBSA S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
<b>Operating revenue</b>					
External sales	306,501	77,970	65,455	–	449,926
Inter-segmental sales	71	718	1,826	(2,615)	–
Total operating revenue	306,572	78,688	67,281	(2,615)	449,926
<b>Result</b>					
Segment result	214,253	49,671	34,251	2,022	300,197
Finance costs	(30,570)	(12,570)	(14,765)	–	(57,905)
Fair value change on investment properties	21,949	34,657	9,979	–	66,585
Share of results of associates and joint ventures	1,301	–	5,379	–	6,680
Gain on divestment of subsidiaries	–	–	12,762	–	12,762
Impairment of an associate	–	–	(3,304)	–	(3,304)
Profit before taxation	206,933	71,758	44,302	2,022	325,015
Taxation					(47,004)
Profit after taxation					278,011
Loss from discontinued operation					(128,340)
Profit for the year					149,671
Non-controlling interests					(56,729)
Profit attributable to Shareholders					92,942
<b>Significant non-cash items</b>					
Depreciation	653	385	9,347	–	10,385
Impairment of property, plant and equipment	–	–	199	–	199
Amortisation of intangible assets	–	562	4,266	–	4,828
Write-back of allowance on cash and cash equivalents	–	–	(1,956)	–	(1,956)

# NOTES TO THE FINANCIAL STATEMENTS

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## 36. SEGMENTAL INFORMATION (CONT'D)

### (a) Operating segments (cont'd)

2021 (cont'd)

	Media S\$'000	Retail & Commercial S\$'000	PBSA S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
<b>Other information</b>						
Segment assets	-	5,237,752	1,598,406	1,978,659	-	8,814,817
Assets held for sale						99,408
Consolidated total assets						8,914,225
Segment assets includes:						
Associates/Joint ventures	-	8,440	-	364,368	-	372,808
Additions to:						
- property, plant and equipment	11,472	310	741	2,684	-	15,207
- investment properties	-	11,221	17,342	-	-	28,563
Segment liabilities	42,765*	1,896,092	791,788	721,390	-	3,452,035
Liabilities associated with assets held for sale						81,395
Provision for loss from discontinued operation						16,953
Current tax liabilities						23,551
Deferred tax liabilities						62,696
Consolidated total liabilities						3,636,630

\* Segment liabilities of the Media segment pertains to excluded liabilities relating mainly to bonus provision that will not be transferred to the CLG.



# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 36. SEGMENTAL INFORMATION (CONT'D)

### (a) Operating segments (cont'd)

With effect from FY2021, the Group re-organised its segments to be in line with the Group strategy. The comparative information has also been re-presented due to a discontinued operation. The following tables show the revised comparative segment results and previously reported results for 2020.

2020 (Comparative results for the new segmental grouping and continuing operations)

	Retail & Commercial S\$'000	PBSA S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
<b>Operating revenue</b>					
External sales	267,762	58,430	94,325	–	420,517
Inter-segmental sales	849	378	2,849	(4,076)	–
Total operating revenue	268,611	58,808	97,174	(4,076)	420,517
<b>Result</b>					
Segment result	189,689	18,254	(6,417)	612	202,138
Finance costs	(41,717)	(10,391)	(10,912)	–	(63,020)
Fair value change on investment properties	(196,516)	(31,861)	(3,636)	–	(232,013)
Share of results of associates and joint ventures	(7,704)	–	11,598	–	3,894
Gain on divestment of a property	–	–	25,712	–	25,712
Impairment of an associate	–	–	(10,008)	–	(10,008)
(Loss)/Profit before taxation	(56,248)	(23,998)	6,337	612	(73,297)
Taxation					(27,240)
Loss after taxation					(100,537)
Loss from discontinued operation					(11,965)
Loss for the year					(112,502)
Non-controlling interests					28,826
Loss attributable to Shareholders					(83,676)
<b>Significant non-cash items</b>					
Depreciation	597	202	10,370	–	11,169
Impairment of property, plant and equipment	–	–	83	–	83
Amortisation of intangible assets	–	375	7,300	–	7,675
Impairment of goodwill	–	–	11,688	–	11,688
Impairment of intangible assets	–	5,371	392	–	5,763
Allowance on cash and cash equivalents	–	–	1,956	–	1,956

# NOTES TO THE FINANCIAL STATEMENTS

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## 36. SEGMENTAL INFORMATION (CONT'D)

### (a) Operating segments (cont'd)

2020 (Comparative results for the new segmental grouping and continuing operations) (cont'd)

	Media S\$'000	Retail & Commercial S\$'000	PBSA S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
<b>Other information</b>						
Segment assets	245,672	5,204,727	1,489,873	1,909,455	–	8,849,727
Segment assets includes:						
Associates/Joint ventures	10,135	9,580	–	353,273	–	372,988
Additions to:						
– property, plant and equipment	19,270	514	843	4,428	–	25,055
– investment properties	–	639,965	800,402	76,295	–	1,516,662
– intangible assets	–	–	15,189	–	–	15,189
Segment liabilities	157,502	1,926,106	773,531	975,968	–	3,833,107
Current tax liabilities						22,622
Deferred tax liabilities						42,052
Consolidated total liabilities						3,897,781

# NOTES TO THE FINANCIAL STATEMENTS

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## 36. SEGMENTAL INFORMATION (CONT'D)

### (a) Operating segments (cont'd)

2020 (Previously reported results)

	Media S\$'000	Property S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
<b>Operating revenue</b>					
External sales	445,145	327,174	93,343	–	865,662
Inter-segmental sales	3,442	2,967	1,109	(7,518)	–
Total operating revenue	448,587	330,141	94,452	(7,518)	865,662
<b>Result</b>					
Segment result	(9,403)	212,292	(10,195)	–	192,694
Finance costs	(2,030)	(52,623)	(10,412)	–	(65,065)
Fair value change on investment properties	–	(228,592)	(3,421)	–	(232,013)
Share of results of associates and joint ventures	69	(6,840)	10,189	–	3,418
Gain on divestment of a property	–	–	25,712	–	25,712
Impairment of an associate	–	–	(10,008)	–	(10,008)
(Loss)/Profit before taxation	(11,364)	(75,763)	1,865	–	(85,262)
Taxation					(27,240)
Loss after taxation					(112,502)
Non-controlling interests					28,826
Loss attributable to Shareholders					(83,676)
<b>Significant non-cash items</b>					
Depreciation	29,458	829	10,341	–	40,628
Impairment of property, plant and equipment	4,375	–	83	–	4,458
Amortisation of intangible assets	65	375	7,300	–	7,740
Impairment of goodwill	–	–	11,688	–	11,688
Impairment of intangible assets	–	5,371	392	–	5,763
Allowance on cash and cash equivalents	–	–	1,956	–	1,956
<b>Other information</b>					
Segment assets	236,302	6,932,310	1,681,115	–	8,849,727
Segment assets includes:					
Associates/Joint ventures	1,410	30,637	340,941	–	372,988
Additions to:					
– property, plant and equipment	19,270	1,369	4,416	–	25,055
– investment properties	–	1,440,367	76,295	–	1,516,662
– intangible assets	–	15,189	–	–	15,189
Segment liabilities	157,375	2,700,825	974,907	–	3,833,107
Current tax liabilities					
					22,622
Deferred tax liabilities					
					42,052
Consolidated total liabilities					
					3,897,781

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 36. SEGMENTAL INFORMATION (CONT'D)

### (b) Geographical segments

The principal geographical area in which the Group operates is Singapore. The Group's overseas operations include holding and managing student accommodation, retail properties and aged care assets, publishing and distributing magazines, providing marketing and editorial services, providing online classified services, organising events and exhibitions, and holding investments.

	Operating revenue		Non-current assets		Total assets	
	2021	2020	2021	2020	2021	2020
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
	(Restated)					
<b>Continuing operations</b>						
Singapore	<b>297,898</b>	307,390	<b>5,447,729</b>	5,445,270	<b>6,375,421</b>	6,387,767
United Kingdom	<b>75,744</b>	57,207	<b>1,489,755</b>	1,417,096	<b>1,553,379</b>	1,455,218
Australia	<b>70,009</b>	53,383	<b>826,800</b>	839,247	<b>861,083</b>	876,834
Other countries	<b>6,275</b>	2,537	<b>110,871</b>	119,063	<b>124,342</b>	129,908
	<b>449,926</b>	420,517	<b>7,875,155</b>	7,820,676	<b>8,914,225</b>	8,849,727
<b>Discontinued operation</b>						
Singapore	<b>374,406</b>	438,858				
Other countries	<b>1,367</b>	6,287				
	<b>375,773</b>	445,145				

## 37. NEW STANDARDS AND INTERPRETATIONS NOT ADOPTED

A number of new standards and amendments to standards are effective for annual periods beginning after 1 September 2021 and earlier application is permitted; however, the Group has not early adopted the new or amended standards in preparing these financial statements.

The following new SFRS(I)s, amendments to SFRS(I)s are not expected to have a significant impact on the Group's consolidated financial statements and the Company's statement of financial position.

- SFRS(I) 17 *Insurance Contracts*
- *Classification of Liabilities as Current or Non-current (Amendments to SFRS(I) 1-1)*
- *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to SFRS(I) 10 and SFRS(I) 1-28)*
- *Amendments to SFRS(I) 9, SFRS(I) 1-39, SFRS(I) 7, SFRS(I) 4, SFRS(I) 16: Interest Rate Benchmark Reform – Phase 2*

## 38. CONTINGENCIES

The Group has considered the claims and liabilities at year end pertaining to ongoing disputes related to its businesses. The Group does not expect the outcome of such disputes to have a material effect on its financial position.

# NOTES TO THE FINANCIAL STATEMENTS

31 AUGUST 2021

## 39. SUBSEQUENT EVENTS

### (a) Extraordinary General Meeting ("EGM") held on 10 September 2021

On 10 September 2021, SPH shareholders voted in favour of the proposed restructuring of the Media business [Note 18] as well as the conversion of management shares to ordinary shares and adoption of a new Constitution.

Upon the completion of the proposed restructuring of the Media business, the relevant restrictions under the Newspaper and Printing Presses Act ("NPPA") imposed on SPH (which is currently regulated as a "newspaper company" under the NPPA) will be lifted. Each management share will be converted into one ordinary share, and new Constitution will be adopted which will consist of the Existing Constitution with amendments to remove the special features of a "newspaper company".

### (b) Proposed acquisition by Keppel Pegasus Pte Ltd ("Keppel") of all the issued ordinary shares in the capital of SPH by way of a scheme of arrangement ("Scheme")

On 2 August 2021, SPH announced that Keppel has proposed to acquire all the shares of SPH post restructuring of the media business through a Scheme. Pursuant to the Scheme, a shareholder will receive S\$0.668 in cash, 0.596 Keppel REIT units and 0.782 SPH REIT for each share in SPH.

The Scheme entails the distribution of SPH REIT units to SPH's shareholders, and SPH's stake in SPH REIT will be diluted from 66% (Subsidiary) to 20% stake (Associate) if shareholders' approval for the Scheme is obtained at the EGM tentatively scheduled in November 2021.

### (c) Acquisition of PBSA forward funding development projects

The Group's wholly-owned subsidiary, WG (Propco) Limited, has entered into land purchase agreements and development funding agreements with third parties to acquire two PBSA assets in Edinburgh, United Kingdom for a consideration of approximately £66.5 million (approximately S\$123 million). The transaction was completed on 29 September 2021.

### (d) Acquisition of Aged Care assets

On 28 September 2021, the Group's wholly-owned subsidiary, GK Straits Himawari GK Two, entered into a purchase and sale agreement ("PSA") to acquire an aged care facility and a neighbouring land ("GK Two Assets") in Japan from a third party for a cash consideration of JPY1,050 million (approximately S\$12.8 million). Subject to satisfaction of the conditions precedent in the PSA, completion of the acquisition of the GK Two Assets will take place on 15 October 2021, or such other date as agreed in writing between the relevant parties.

## 40. AUTHORISATION OF FINANCIAL STATEMENTS

On 5 October 2021, the Board of Directors of Singapore Press Holdings Limited authorised these financial statements for issue.

# OPERATING COMPANIES OF THE GROUP

31 AUGUST 2021

## SUBSIDIARIES

Name of Subsidiary	Principal Activities	Country of Incorporation
Culcreative International Pte. Ltd.	Holding investments	Singapore
Digi Ventures Private Limited	Fund management and holding investments	Singapore
Figtree Trust	Holding property investments	Australia
Figtree Holding Trust	Holding investments	Australia
Focus Publishing Ltd	Publishing magazines and providing editorial services	Singapore
GK Straits Himawari GK One	Holding investments	Japan
Hampton Square Living Limited	Managing student accommodation assets	United Kingdom
Hampton Square Living S.à r.l.	Property management services	Luxembourg
Invest Healthcare Pte. Ltd.	Holding investments	Singapore
Invest Learning Pte. Ltd.	Holding investments	Singapore
Invest Media Pte. Ltd.	Holding investments	Singapore
Lianhe Investments Pte. Ltd.	Holding investments	Singapore
Life-Medic Healthcare Supplies Pte. Ltd.	Trading of medical and healthcare equipment and consumables	Singapore
Marion Sub Trust	Holding property investments	Australia
Marion Advertising Trust	Provide advertising services through signage and other advertising mediums in a property	Australia
Moon Holdings Pte. Ltd.	Holding investments	Singapore
New Beginnings Management Consulting (Shanghai) Company Limited	Business management and consultancy services	The People's Republic of China
Orange Valley 3-T Rehab Pte. Ltd.	Providing rehabilitation services	Singapore
Orange Valley Nursing Homes Pte. Ltd.	Nursing home operator and home care services	Singapore
Orange Valley Properties Pte. Ltd.	Properties holding	Singapore
Orchard 290 Ltd	Holding investments and management of shopping centres	Singapore
PE One Pte. Ltd.	Holding investments	Singapore
Privilege Leeds S.à r.l.	Holding property investments	Luxembourg
Privilege L&S Limited	Holding property investments	United Kingdom
Privilege Midco Limited	Holding investments	United Kingdom
Privilege Sheffield S.à r.l.	Holding property investments	Luxembourg
Privilege Southampton Limited	Holding property investments	United Kingdom
Privilege Southampton S.à r.l.	Holding property investments	Luxembourg
Quotz Pte. Ltd.	Providing online system for sales of vehicles and related services	Singapore
Red Anthill Ventures Pte. Ltd.	Hosting and developing digital platforms and producing contents	Singapore
SC Causewayside Limited	Holding property investments and managing student accommodation assets	United Kingdom
SC Claypath Limited	Holding property investments	United Kingdom
SC Claypath Management Limited	Managing student accommodation assets	United Kingdom
SC Midco Limited	Holding investments	United Kingdom
SC Mitchams Corner Limited	Holding property investments	United Kingdom
SC Mitchams Corner Management Limited	Managing student accommodation assets	United Kingdom
SC Osney Lane Limited	Holding property investments	United Kingdom
SC Osney Lane Management Limited	Managing student accommodation assets	United Kingdom
SC Pelham Terrace Limited	Holding property investments	United Kingdom
SC Pelham Terrace Management Limited	Managing student accommodation assets	United Kingdom
SC Pulteney Road Limited	Holding property investments	United Kingdom
SC Pulteney Road Management Limited	Managing student accommodation assets	United Kingdom
SC Walmgate Limited	Holding property investments	United Kingdom
SC Walmgate Management Limited	Managing student accommodation assets	United Kingdom

# OPERATING COMPANIES OF THE GROUP

31 AUGUST 2021

## SUBSIDIARIES (CONT'D)

Name of Subsidiary	Principal Activities	Country of Incorporation
SGCM Pte. Ltd.	Providing online classifieds services for cars	Singapore
Silver Himawari Offshore Pte. Ltd.	Holding investments	Singapore
Silver Himawari TK Pte. Ltd.	Holding investments	Singapore
Sin Chew Jit Poh (Singapore) Limited	Holding investments and properties	Singapore
Singapore News and Publications Limited	Holding investments and properties	Singapore
Singapore Newspaper Services Private Limited	Holding investments and properties	Singapore
Singapore Nutri-Diet Industries Pte. Ltd.	Provision of food services to customers	Singapore
Singapore Press Holdings (Overseas) Limited	Providing marketing and other services and holding investments	Singapore
SPH (Americas) Pte Ltd	Providing news reporting services	Singapore
SPH AlphaOne Pte. Ltd.	Holding investments	Singapore
SPH Data Services Pte Ltd	Licensing copyrights and trademarks	Singapore
SPH Digital Media Pte. Ltd.	Holding investments	Singapore
SPH Interactive International Pte. Ltd.	Licensing software, providing technical services and holding investments	Singapore
SPH Interactive Pte. Ltd.	Holding investments and licensing the right of use of software and providing technical services	Singapore
SPH Invest Ltd.	Holding investments	Singapore
SPH Multimedia Private Limited	Holding investments	Singapore
SPH JPAM Pte. Ltd.	Trust management services	Singapore
SPH Radio Private Limited	Radio broadcasting	Singapore
SPH REIT	Holding property investments	Singapore
SPH REIT Australia Trust	Holding investments	Australia
SPH REIT (Investments) Pte. Ltd.	Holding investments	Singapore
SPH REIT Marion Trust	Holding investments	Australia
SPH REIT Moelis Australia Trust	Holding investments	Australia
SPH REIT Management Pte. Ltd.	Property fund management	Singapore
SPH Retail Property Management Services Pte. Ltd.	Managing shopping centres	Singapore
SPH Silver Care Pte. Ltd.	Holding investments	Singapore
SPH Ventures Pte. Ltd.	Holding investments	Singapore
Straits Capitol Limited	Providing business support services	United Kingdom
Straits Capitol Trust	Holding property investments	Singapore
Straits CM Pte. Ltd.	Property fund management	Singapore
Straits One Pte. Ltd.	Holding investments	Singapore
Straits One (Jersey) Limited	Holding property investments	Jersey
Straits Two Pte. Ltd.	Holding investments	Singapore
Straits Two (Jersey) Limited	Holding property investments	Jersey
Straits Three Pte. Ltd.	Holding investments	Singapore
Straits Three (Jersey) Limited	Holding property investments	Jersey
Straits Five Pte. Ltd.	Holding investments	Singapore
Straits Six Pte. Ltd.	Holding investments	Singapore
Straits Seven Pte. Ltd.	Holding investments	Singapore
Straits Eight Pte. Ltd.	Holding investments	Singapore
Straits Nine Pte. Ltd.	Holding property investments	Singapore
Straits Ten Pte. Ltd.	Holding investments	Singapore
Straits Digital Pte. Ltd.	Holding investments	Singapore
Straits Digital Innovation Co., Ltd	Providing technological development and consulting services	The People's Republic of China
Straits Property Management Services Limited	Managing student accommodation assets	United Kingdom
Straits Himawari TMK One TMK	Holding property investments	Japan
Straits Himawari TMK Two TMK	Holding property investments	Japan



# OPERATING COMPANIES OF THE GROUP

31 AUGUST 2021

## SUBSIDIARIES (CONT'D)

Name of Subsidiary	Principal Activities	Country of Incorporation
Straits Silver Trust	Holding property investments	Singapore
Straits Silver Himawari Pte. Ltd.	Holding investments	Singapore
Student Castle Property Management Services Limited	Holding investments and managing student accommodation assets	United Kingdom
Student Castle Developments Limited	Holding investments	United Kingdom
Student Castle Investments Holdco Limited	Holding property investments	United Kingdom
The Seletar Mall Pte. Ltd.	Holding property investments and management of shopping centre	Singapore
The Straits Times Press (1975) Limited	Holding investments	Singapore
Times Properties Private Limited	Investment holding, letting properties and provision of property management services	Singapore
Times Genting Pte. Ltd.	Holding investments	Singapore
TPM Pte. Ltd.	Holding investments	Singapore
TPR Holdings Pte. Ltd.	Holding investments	Singapore
WM 2 Pte. Ltd.	Holding investments	Singapore
WM 3 Pte. Ltd.	Holding investments	Singapore
WM 8 Pte. Ltd.	Holding investments	Singapore
WR 8 Pte. Ltd.	Holding investments	Singapore

## ASSOCIATES

Name of Associate	Principal Activities	Country of Incorporation
AsiaOne Online Pte. Ltd.	News agency activities and development of software for interactive digital media	Singapore
Constellar Holdings Pte. Ltd.	Undertaking events organisation and venue management	Singapore
DC Frontiers Pte. Ltd.	Provision of research services	Singapore
Fastco Pte Ltd	Development of software for interactive digital media and investment holding	Singapore
FastJobs Philippines, Inc.	Consultancy services regarding job vacancies, work opportunities and employment	Philippines
Agensi Pekerjaan FastJobs Sdn. Bhd.	Providing recruitment and human resource services	Malaysia
KBS US Prime Property Management Pte. Ltd	Property fund management	Singapore
Konnectivity Pte. Ltd.	Holding investments	Singapore
Kyosei Ventures Pte. Ltd.	Online marketing, and specialises in search and social media marketing	Singapore
Magzter Inc.	Self-service digital magazine store and newsstand	United States
MindChamps Preschool Limited	Provision of childcare, learning and other related services, and investment holding	Singapore
sgCarMart Financial Services Pte Ltd	Providing inventory financing to car dealers and vehicle hire purchase to consumers	Singapore
Target Media Culcreative Pte Ltd	Deployment of in-lift digital displays and display content	Singapore

## JOINT VENTURES

Name of Joint Venture	Principal Activities	Country of Incorporation
703Search (Indonesia) B.V.	Investment holding and financing company	The Netherlands
Memphis 1 Pte. Ltd.	Property holding and provision of co-location services	Singapore
Singapore Media Exchange Pte. Ltd.	Trading of advertising and digital advertising inventory	Singapore
The Woodleigh Mall Pte. Ltd.	Holding property investments	Singapore
The Woodleigh Residences Pte. Ltd.	Property developer	Singapore
WR 2 Pte. Ltd.	Holding investments	Singapore
WR 3 Pte. Ltd.	Holding investments	Singapore

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# PROPERTIES OF THE GROUP

AS AT 31 AUGUST 2021

Location	Tenure	Expiry Date of Lease	Land (Sq M)	Built-In (Sq M)	Existing Use	Effective Group Interest (%)
<b>SINGAPORE</b>						
<b>News Centre</b> 1000 Toa Payoh North	Leasehold	March 2, 2031	21,730	54,275	Industrial	100
<b>Print Centre</b> 2 Jurong Port Road	Leasehold	June 8, 2034	110,075	102,352	Industrial	100
<b>Manhattan House</b> 151 Chin Swee Road Units #01-39 to #01-48 and #01-51 to #01-56	Leasehold	October 15, 2068	–	554	Commercial	100
<b>20A Yarwood Avenue</b>	Leasehold	May 6, 2878	1,721	488	Residential	100
<b>42 Nassim Road</b>	Freehold	–	1,406	686	Residential	100
<b>42A Nassim Road</b>	Freehold	–	1,444	645	Residential	100
<b>42B Nassim Road</b>	Freehold	–	1,418	645	Residential	100
<b>Paragon</b> 290 Orchard Road	Freehold	–	17,362	94,394	Commercial	66
<b>The Clementi Mall</b> 3155 Commonwealth Avenue West	Leasehold	August 31, 2109	–	26,976	Commercial	66
<b>The Seletar Mall</b> 33 Sengkang West Avenue	Leasehold	April 17, 2111	8,790	26,291	Commercial	70
<b>The Rail Mall</b> 380 to 400 & 422 to 484 (Even Numbers) Upper Bukit Timah Road	Leasehold	March 17, 2046	9,807	4,623	Commercial	66
<b>Orange Valley Nursing Homes Pte Ltd</b> 11, Woodlands Avenue 1	Leasehold	September 30, 2033	2,000	3,597	Nursing	100
<b>Orange Valley Properties Pte Ltd</b> 221, Clementi Avenue 4 6, Simei Street 3	Leasehold Leasehold	July 15, 2031 April 14, 2034	2,345 2,200	4,417 3,959	Nursing Nursing	100 100
<b>HONGKONG</b>						
<b>Tower Two, Lippo Centre</b> Unit 1308 13th Floor 89 Queensway, Hong Kong	Leasehold	February 14, 2059	–	368	Commercial	100
<b>CHINA</b>						
<b>New Beginnings</b> Room 1302, Block A, No. 868 East Longhua Road, Shanghai 200023, PRC	Leasehold	February 17, 2058	–	170	Commercial	100
<b>Blu Inc Media China</b> Unit 1902-1905, No. 425, Yishan Road, Xuhui District, Shanghai 200235, PRC	Leasehold	August 27, 2054	–	647	Commercial	100

# PROPERTIES OF THE GROUP

AS AT 31 AUGUST 2021

Location	Tenure	Expiry Date of Lease	Land (Sq M)	Built-In (Sq M)	Existing Use	Effective Group Interest (%)
<b>AUSTRALIA</b>						
<b>Figtree Grove Shopping Centre</b> 19 & 23 Princes Highway, Figtree, NSW 2525	Freehold	–	51,366	21,977*	Commercial	56
<b>Westfield Marion</b> 297 Diagonal Road, Oaklands Park SA 5046	Freehold	–	228,242	137,984*	Commercial	33
<b>Japan</b>						
<b>Elyse Kodaira</b> 383-5, Misonocho 3-chome, Kodaira-shi, Tokyo	Freehold	–	2,298	2,731	Nursing Home	100%
<b>Alpha Residence Gakuenmae</b> 76-431, Asahimachi 5-chome, Toyohira-ku, Sapporo	Freehold	–	1,500	3,155	Apartment (Senior Living)	100%
<b>Charm Nara Sango</b> 136, Seyahigashi, Sango-cho 6-chome, Ikoma-gun, Nara	Freehold	–	3,203	2,687	Nursing Home	100%
<b>Kagayaki Heiwa Dori</b> 54-1, Heiwadori 4-chome kita, Shiroishi-ku, Sapporo	Freehold	–	1,607	2,881	Nursing Home	100%
<b>Li-Fe-Le Nishioka</b> 427-171, Nishioka 4-jo 13-chome, Toyohira-ku, Sapporo	Freehold	–	1,820	3,550	Nursing Home	100%
Location	Tenure	Expiry Date of Lease	Beds	Built-In (Sq M)	Existing Use	Effective Group Interest (%)
<b>UNITED KINGDOM</b>						
<b>Londonderry House</b> 2 Newton St, Birmingham, B4 6NB	Leasehold	27 Sep 2098	175	4,364	Student Accommodation	100
<b>Culver House</b> 26 Park Street Culver House, Bristol BS1 5JA	Freehold	–	97	3,416	Student Accommodation	100
<b>Transom House</b> Victoria Street, Bristol, BS1 6AH	Leasehold	20 Nov 2137	134	4,635	Student Accommodation	100
<b>Bernard Myers</b> 4-6 Havil Street, London, SE5 7RU	Freehold	–	123	3,075	Student Accommodation	100
<b>Student Castle Lincoln</b> 20 St. Marks Street, Lincoln, LN5 7BA	Freehold	–	115	2,801	Student Accommodation	100
<b>Clifton House</b> 1 Clifton Place, Glasgow, G3 7DL	Freehold	–	213	6,550	Student Accommodation	100
<b>Stewart House</b> 123 Elderslie St, Glasgow, G3 7AR	Freehold	–	51	1,600	Student Accommodation	100

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\* Gross Lettable Area

# PROPERTIES OF THE GROUP

AS AT 31 AUGUST 2021

Location	Tenure	Expiry Date of Lease	Beds	Built-In (Sq M)	Existing Use	Effective Group Interest (%)
<b>UNITED KINGDOM</b>						
<b>Firth Point</b> 100 Firth Street, Huddersfield HD1 3BQ	Freehold	–	200	5,117	Student Accommodation	100
<b>Saw Mill</b> King's Mill Lane, Huddersfield HD1 3AN	Freehold	–	378	6,969	Student Accommodation	100
<b>Snow Island</b> King's Mill Lane, Huddersfield HD1 3AU	Freehold/ Leasehold	28 Sep 2917	427	11,622	Student Accommodation	100
<b>Central Point</b> 50 Royal Parade, Plymouth, PL1 1DZ	Leasehold	20 Jun 2124	235	9,324	Student Accommodation	100
<b>Discovery Heights</b> 27-31 Cobourg Street, Plymouth, PL1 1UH	Freehold	–	281	7,469	Student Accommodation	100
<b>St Teresa House</b> Beaumont Road, Plymouth, PL4 9AZ	Freehold	–	109	1,755	Student Accommodation	100
<b>St Thomas Court</b> 20 Gasking Street, Plymouth, PL4 9AP	Freehold	–	237	6,650	Student Accommodation	100
<b>Sunlight Apartments</b> Sunlight Square, London, E2 6LD	Freehold	–	24	575	Student Accommodation	100
<b>Alexandra Works</b> 119 Alexandra Road, Plymouth, PL4 7DU	Freehold	–	246	5,693	Student Accommodation	100
<b>Central Quay</b> 33 Alma Street, Sheffield, S3 8RA	Freehold	–	767	27,677	Student Accommodation	100
<b>ASA Briggs House</b> 6 St. John's Road, Leeds, LS3 1HF	Freehold	–	320	8,720	Student Accommodation	100
<b>Sharman Court</b> Broad Lane, Sheffield, S1 4FA	Freehold	–	397	14,986	Student Accommodation	100
<b>Hampton Square</b> 2 Mayfield Road, Southampton, SO17 3SX	Freehold	–	526	14,763	Student Accommodation	100
<b>Student Castle York</b> 80 Walmgate, York, YO1 9TL	Freehold	–	648	14,800	Student Accommodation	100
<b>Student Castle Cambridge</b> 1 Milton Road, Cambridge, CB4 1UY	Freehold	–	212	8,100	Student Accommodation	100
<b>Student Castle Bath</b> 33-34 Pulteney Road, Bath, BA2 4EZ	Freehold	–	183	6,500	Student Accommodation	100
<b>Student Castle Edinburgh</b> 199 Causewayside, Edinburgh, EH9 1PH	Freehold	–	146	3,378	Student Accommodation	100

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## PROPERTIES OF THE GROUP

AS AT 31 AUGUST 2021

Location	Tenure	Expiry Date of Lease	Beds	Built-In (Sq M)	Existing Use	Effective Group Interest (%)
<b>UNITED KINGDOM</b>						
<b>Student Castle Durham</b> 20 Claypath, Durham, DH1 1RH	Freehold	–	473	13,500	Student Accommodation	100
<b>Student Castle Brighton</b> 4 Pelham Terrace, Brighton, BN2 4GS	Freehold	–	206	8,184	Student Accommodation	100
<b>Student Castle Oxford</b> Osney Lane, Oxford, OX1 1TE	Freehold	–	515	15,787	Student Accommodation	100
<b>GERMANY</b>						
<b>Galileo Residenz</b> Fahrenheitstraße 19-25, 28359 Bremen	Freehold	–	284	5,210	Student Accommodation	100



# SHAREHOLDING STATISTICS

AS AT 7 OCTOBER 2021

## DISTRIBUTION OF SHAREHOLDERS BY SIZE OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%*
1 – 99	361	0.66	14,257	0.00
100 – 1,000	7,320	13.43	6,382,946	0.40
1,001 – 10,000	33,168	60.87	158,219,117	9.94
10,001 – 1,000,000	13,573	24.91	617,413,920	38.80
1,000,001 and above	71	0.13	809,504,797	50.86
<b>TOTAL</b>	<b>54,493</b>	<b>100.00</b>	<b>1,591,535,037</b>	<b>100.00</b>

\* Based on 1,591,535,037 shares (excluding 9,114,084 shares held as treasury shares) as at 7 October 2021

## TWENTY LARGEST ORDINARY SHAREHOLDERS

	NAME OF SHAREHOLDER	NO. OF SHARES	%*
1	CITIBANK NOMINEES SINGAPORE PTE LTD	195,582,579	12.29
2	DBS NOMINEES PTE LTD	152,325,213	9.57
3	RAFFLES NOMINEES (PTE) LIMITED	71,531,525	4.49
4	DBSN SERVICES PTE LTD	53,659,179	3.37
5	OCBC SECURITIES PRIVATE LTD	37,055,163	2.33
6	HSBC (SINGAPORE) NOMINEES PTE LTD	34,397,692	2.16
7	MORGAN STANLEY ASIA (SINGAPORE) SECURITIES PTE LTD	22,875,114	1.44
8	MAYBANK KIM ENG SECURITIES PTE. LTD	22,555,426	1.42
9	UNITED OVERSEAS BANK NOMINEES (PRIVATE) LIMITED	22,444,527	1.41
10	OCBC NOMINEES SINGAPORE PTE LTD	17,086,787	1.07
11	LEE FOUNDATION STATES OF MALAYA	15,215,522	0.96
12	CHAN SIEW KIM ALICE	11,305,000	0.71
13	PHILLIP SECURITIES PTE LTD	10,775,715	0.68
14	LEE FOUNDATION	8,210,940	0.52
15	CGS-CIMB SECURITIES (SINGAPORE) PTE LTD	7,553,012	0.47
16	UOB KAY HIAN PTE LTD	6,469,250	0.41
17	HENG SIEW ENG	5,340,400	0.34
18	LIM SIEW BENG	5,311,000	0.33
19	YONG SIEW YOON	5,000,000	0.31
20	GAN TECK YEOW SDN BHD	4,500,000	0.28
	<b>Total:</b>	<b>709,194,044</b>	<b>44.56</b>

\* Based on 1,591,535,037 shares (excluding 9,114,084 shares held as treasury shares) as at 7 October 2021

# SHAREHOLDING STATISTICS

AS AT 7 OCTOBER 2021

## DISTRIBUTION OF MANAGEMENT SHAREHOLDERS BY SIZE OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 – 99	11	55.00	48	0.00
100 – 1,000	0	0.00	0	0.00
1,001 – 10,000	0	0.00	0	0.00
10,001 – 1,000,000	3	15.00	2,193,317	13.41
1,000,001 and above	6	30.00	14,168,404	86.59
<b>TOTAL</b>	<b>20</b>	<b>100.00</b>	<b>16,361,769</b>	<b>100.00</b>

## HOLDERS OF MANAGEMENT SHARES

	NAME OF SHAREHOLDER	NO. OF SHARES	%
1	THE GREAT EASTERN LIFE ASSURANCE COMPANY LIMITED	3,698,297	22.60
2	OVERSEA-CHINESE BANKING CORPORATION LTD	2,748,829	16.80
3	NTUC INCOME INSURANCE COOPERATIVE LIMITED	2,674,219	16.35
4	SINGAPORE TELECOMMUNICATIONS LIMITED	2,176,119	13.30
5	DBS BANK LTD	1,554,362	9.50
6	UNITED OVERSEAS BANK LTD	1,316,578	8.05
7	NATIONAL UNIVERSITY OF SINGAPORE	876,797	5.36
8	FULLERTON (PRIVATE) LIMITED	658,260	4.02
9	NANYANG TECHNOLOGICAL UNIVERSITY	658,260	4.02
10	NG YAT CHUNG	8	0.00
11	DIRECTORS* (FOUR EACH)	40	0.00
	<b>Total:</b>	<b>16,361,769</b>	<b>100.00</b>

\* Excluding the Chief Executive Officer.

### Note:

1. Not less than 99.9% of the ordinary shares in the Company is held by the public and Rule 723 of the SGX Listing Manual has been complied with.
2. The Company has no subsidiary holdings.

## VOTING RIGHTS OF SHAREHOLDERS

The holders of management and ordinary shares shall be entitled 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 show of hands to two hundred (200) votes for each management share held.



# NOTICE OF ANNUAL GENERAL MEETING

**SINGAPORE PRESS HOLDINGS LIMITED** (Incorporated in the Republic of Singapore) Co Regn No: 198402868E

NOTICE IS HEREBY GIVEN that the Thirty-Seventh Annual General Meeting of Singapore Press Holdings Limited (the “Company”) will be convened and held by way of electronic means on Thursday, 18 November 2021 at 2.30 p.m. (Singapore time) to transact the following business:

## ROUTINE BUSINESS

1. To receive and adopt the Directors’ Statement and Audited Financial Statements for the financial year ended 31 August 2021 and the Auditor’s Report thereon.
2. To declare a final dividend of 3 cents per share, on a tax-exempt basis, in respect of the financial year ended 31 August 2021.
3. To re-elect the following Directors who are retiring by rotation in accordance with Articles 116 and 117 of the Company’s Constitution, and who, being eligible, offer themselves for re-election:
  - (i) Lee Boon Yang
  - (ii) Tan Chin Hwee
  - (iii) Janet Ang Guat Har
  - (iv) Tan Yen Yen
4. To re-elect Yeoh Oon Jin, a Director who will cease to hold office in accordance with Article 120 of the Company’s Constitution, and who, being eligible, offers himself for re-election.
5. To approve Directors’ fees of up to S\$1,300,000 for the financial year ending 31 August 2022 (2021: up to S\$1,350,000).
6. To re-appoint the Auditor and to authorise the Directors to fix its remuneration.

## SPECIAL BUSINESS

7. To consider and, if thought fit, to pass, with or without modifications, the following resolutions which will be proposed as 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 (where applicable), authority be and is hereby given to the Directors of the Company to:
    - (a) (i) issue shares of the Company 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 that 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 was in force,

## NOTICE OF ANNUAL GENERAL MEETING

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 total number of issued shares (excluding treasury shares and subsidiary holdings) (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 10 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings) (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 total number of issued shares (excluding treasury shares and subsidiary holdings) 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 were issued and are outstanding or subsisting at the time this Resolution is passed; and
  - (ii) any subsequent bonus issue, consolidation or subdivision of shares,

and, in sub-paragraph (1) above and this sub-paragraph (2), "subsidiary holdings" has the meaning given to it in the Listing Manual of the SGX-ST;

- (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 Constitution 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 the Directors of the Company be and are hereby authorised to grant awards ("**Awards**") in accordance with the provisions of the SPH Performance Share Plan 2016 (the "**SPH Performance Share Plan**") and to allot and issue from time to time such number of fully paid-up ordinary shares of the Company ("**Ordinary Shares**") as may be required to be delivered pursuant to the vesting of Awards under the SPH Performance Share Plan, provided that:
- (a) the aggregate number of (1) new Ordinary Shares allotted and issued and/or to be allotted and issued, (2) existing Ordinary Shares (including Ordinary Shares held as treasury shares) delivered and/or to be delivered, and (3) Ordinary Shares released and/or to be released in the form of cash in lieu of Ordinary Shares, pursuant to Awards granted under the SPH Performance Share Plan, shall not exceed 5 per cent. of the total number of issued Ordinary Shares (excluding treasury shares and subsidiary holdings) from time to time;

## NOTICE OF ANNUAL GENERAL MEETING

- (b) the aggregate number of Ordinary Shares under Awards to be granted pursuant to the SPH Performance Share Plan during the period (the "**Relevant Year**") commencing from this Annual General Meeting and ending on the date 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, shall not exceed 1 per cent. of the total number of issued Ordinary Shares (excluding treasury shares and subsidiary holdings) from time to time (the "**Yearly Limit**"); and
- (c) if the Yearly Limit is not fully utilised during the Relevant Year, any unutilised portion of the Yearly Limit may be used for the grant of Awards in subsequent years for the duration of the SPH Performance Share Plan,

and in this Resolution, "subsidiary holdings" has the meaning given to it in the Listing Manual of the Singapore Exchange Securities Trading Limited."

(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 of the Company ("**Ordinary Shares**") not exceeding in aggregate the Maximum Limit (as hereafter defined), at such price or prices as may be determined by the Directors of the Company from time to time up to the Maximum Price (as hereafter defined), whether by way of:
  - (i) market purchase(s) on the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"); 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 of the Company 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 earliest of:
  - (i) the date on which the next Annual General Meeting of the Company is held;
  - (ii) the date by which the next Annual General Meeting of the Company is required by law to be held; and
  - (iii) the date on which purchases or acquisitions of Ordinary Shares pursuant to the Share Buy Back Mandate are carried out to the full extent mandated;

## NOTICE OF ANNUAL GENERAL MEETING

(c) in this Resolution:

**“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 which occurs during the relevant five day period and 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;

**“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;

**“Maximum Limit”** means that number of issued Ordinary Shares representing 10 per cent. of the total number of the issued Ordinary Shares as at the date of the passing of this Resolution (excluding treasury shares and subsidiary holdings (as defined in the Listing Manual of the SGX-ST)); and

**“Maximum Price”**, in relation to an Ordinary Share 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 Share; 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,  
2 November 2021

# NOTICE OF ANNUAL GENERAL MEETING

## NOTES:

1. The Annual General Meeting ("AGM") is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of this Notice will not be sent to members (but will be made available on request). Instead, this Notice will be sent to members by electronic means via publication on the Company's website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html) and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Please refer to paragraph 10 below on how to make a request for a printed copy of this Notice.

2. **As a precautionary measure due to the current COVID-19 situation in Singapore, a member will not be able to attend the AGM in person.**

3. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of, or live at, the AGM, addressing of substantial and relevant questions in advance of, or live at, the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the accompanying Company's announcement dated 2 November 2021. This announcement may be accessed at the Company's website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html) and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.

4. Pre-registrations for access to the live audio-visual webcast or live audio-only stream of the AGM may be made online at the Company's website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html).

5. Questions to the Chairman of the Meeting in advance of the AGM may be submitted in the following manner:

(a) online via the Company's website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html);

(b) via email to [agmegm@sph.com.sg](mailto:agmegm@sph.com.sg); or

(c) by post to:

Singapore Press Holdings Limited  
1000 Toa Payoh North,  
News Centre,  
Singapore 318994.  
Attention: Investor Relations Department (SPH AGM 2021).

The deadline for pre-registration and submission of questions in advance of the AGM is 2.30 p.m. on 15 November 2021. Please refer to the Company's announcement dated 2 November 2021 for more details.

6. **A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.** The accompanying proxy form for the AGM may be downloaded from the Company's website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html) and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Printed copies of the proxy form will be made available to members upon request. Please refer to paragraph 10 below on how to make a request.

Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

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 8 November 2021.



## NOTICE OF ANNUAL GENERAL MEETING

7. The Chairman of the Meeting, as proxy, need not be a member of the Company.
8. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged at the office of 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
  - (b) if submitted electronically:
    - (i) be submitted via email to the Company's Share Registrar at [sg.is.sphproxy@sg.tricorglobal.com](mailto:sg.is.sphproxy@sg.tricorglobal.com); or
    - (ii) be uploaded via the Company's website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html),

in each case by 2.30 p.m. on 15 November 2021, being not less than 72 hours before the time appointed for holding the AGM.

A member who wishes to submit an instrument of 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.

**Due to the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed proxy forms electronically.**

9. The Annual Report 2021 and the Letter to Shareholders dated 2 November 2021 (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 2021 may be accessed at the URL <https://www.sphl.com.sg/investor-relations/financial-results/annual-report> by going to "Please click here to download the Full Annual Report 2021" and clicking on the relevant hyperlink; and
  - (b) the Letter to Shareholders dated 2 November 2021 may be accessed at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.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 members upon request. Please refer to paragraph 10 below on how to make a request.

# NOTICE OF ANNUAL GENERAL MEETING

10. A member may request for a printed copy of this Notice, the proxy form, the Annual Report 2021 and/or the Letter to Shareholders dated 2 November 2021 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.sphproxy@sg.tricorglobal.com](mailto:sg.is.sphproxy@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 member;
    - (iii) the mailing address;
    - (iv) the manner in which the member holds shares in the Company (e.g., via CDP, CPF, SRS and/or scrip); and
    - (v) the member'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 9 November 2021.

## PERSONAL DATA PRIVACY:

By submitting an instrument appointing the Chairman of the Meeting as proxy to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

## EXPLANATORY NOTES & STATEMENT PURSUANT TO ARTICLE 75 OF THE COMPANY'S CONSTITUTION

1. In relation to Ordinary Resolution No. 3(i):

Lee Boon Yang\* will, upon re-election, continue as Chairman of the Board, Chairman of the Executive Committee and a member of the Nominating Committee and will, following the conclusion of the AGM, step down as Chairman of the Remuneration Committee\*\* (whilst remaining a member of the Remuneration Committee). He is considered an independent Director. However, pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") which takes effect from 1 January 2022, Dr Lee, who was appointed to the Board in October 2011, will be considered a non-independent Director with effect from 1 January 2022 solely on account of his having completed more than nine years of service on the Board. The Company will in due course review the need for the appointment of a lead independent Director with effect from 1 January 2022.

2. In relation to Ordinary Resolution No. 3(ii):

Tan Chin Hwee\* will, upon re-election, continue as a member of the Audit Committee and a member of the Remuneration Committee. He is considered an independent Director.

## NOTICE OF ANNUAL GENERAL MEETING

3. In relation to Ordinary Resolution No. 3(iii):

Janet Ang Guat Har\* will, upon re-election, continue as a member of the Audit Committee and will, following the conclusion of the AGM, be appointed as Chairman of the Nominating Committee (of which she is currently a member)\*\*\*. She is considered an independent Director.

4. In relation to Ordinary Resolution No. 3(iv):

Tan Yen Yen\* will, upon re-election, continue as a member of the Remuneration Committee and a member of the Board Risk Committee. She is considered an independent Director. However, pursuant to Rule 210(5)(d)(iii) of the Listing Manual of the SGX-ST which takes effect from 1 January 2022, Ms Tan, who was appointed to the Board in April 2012, will be considered a non-independent Director with effect from 1 January 2022 solely on account of her having completed more than nine years of service on the Board.

5. In relation to Ordinary Resolution No. 4:

Yeoh Oon Jin\* will, upon re-election, continue as a member of the Executive Committee and a member of the Audit Committee. He is considered an independent Director.

\* Detailed information on these Directors (including information as set out in Appendix 7.4.1 of the Listing Manual of the SGX-ST) can be found on pages 22 to 31 and on pages 136 to 141 of the Annual Report 2021.

\*\* Following the conclusion of the AGM, Mr Lim Ming Yan will be appointed as Chairman of the Remuneration Committee (of which he is currently a member).

\*\*\* Following the conclusion of the AGM, Mr Bahren Shaari will step down as Chairman of the Nominating Committee (whilst remaining a member of the Nominating Committee).

6. Ordinary Resolution No. 5, if passed, will facilitate the payment of Directors' fees during the financial year in which the fees are incurred, that is, during the financial year from 1 September 2021 to 31 August 2022. The amount of Directors' fees is computed based on the anticipated number of Board and Board Committee meetings, assuming full attendance by all the Directors. The amount also includes a contingency sum to cater to unforeseen circumstances such as the appointment of any additional Director, additional unscheduled Board meetings and/or for the formation of additional Board Committees.

7. The effects of the Resolutions under the heading "Special Business" in the Notice of the Thirty-Seventh Annual General Meeting are:

- (a) Ordinary Resolution No. 7(i) is to authorise the Directors of the Company from the date of that meeting until the next AGM, subject to the provisions of the Newspaper and Printing Presses Act, Chapter 206 (where applicable)^\*\*, to issue shares of the Company and/or to make or grant instruments (such as warrants or debentures) convertible into shares, and to issue shares in pursuance of such instruments, up to a number not exceeding in total 50 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings), of which up to 10 per cent. of the total number of issued shares (excluding treasury shares and subsidiary holdings) may be issued other than on a pro rata basis to shareholders. For the purpose of determining the aggregate number of shares that may be issued, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) at the time that Ordinary Resolution No. 7(i) 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 were issued and are outstanding or subsisting at the time that Ordinary Resolution No. 7(i) is passed, and (ii) any subsequent bonus issue, consolidation or subdivision of shares. For the avoidance of doubt, any consolidation or subdivision of shares of the Company will require shareholders' approval. As at 1 October 2021, the Company had 9,114,084 treasury shares and no subsidiary holdings.

^\*\* At the Extraordinary General Meeting of the Company held on 10 September 2021, shareholders approved, inter alia, the proposed restructuring of the media business of the Company (the "**Media Business Restructuring**"). As disclosed in the Circular to Shareholders dated 17 August 2021, it is envisaged that following closing ("**Closing**") of the Media Business Restructuring, the provisions of the Newspaper and Printing Presses Act, Chapter 206 will no longer apply to the Company. The Company will make the appropriate announcement if and when Closing takes place.



## NOTICE OF ANNUAL GENERAL MEETING

- (b) Ordinary Resolution No. 7(ii) is to empower the Directors to grant awards, and to allot and issue new ordinary shares of the Company, pursuant to the SPH Performance Share Plan 2016. The total number of ordinary shares which may be delivered pursuant to awards granted under the SPH Performance Share Plan 2016 (whether in the form of ordinary shares or in the form of cash in lieu of ordinary shares) shall not exceed 5 per cent. of the total number of issued ordinary shares (excluding treasury shares and subsidiary holdings) from time to time. In addition, Ordinary Resolution No. 7(ii) will provide that the total number of ordinary shares under awards to be granted pursuant to the SPH Performance Share Plan 2016 from this AGM to the next AGM (the “**Relevant Year**”) shall not exceed 1 per cent. of the total number of issued ordinary shares (excluding treasury shares and subsidiary holdings) from time to time (the “**Yearly Limit**”), provided that if the Yearly Limit is not fully utilised during the Relevant Year, any unutilised portion of the Yearly Limit may be used by the Directors to make grants of awards under the SPH Performance Share Plan 2016 in subsequent years, for the duration of the SPH Performance Share Plan 2016.
- (c) Ordinary Resolution No. 7(iii) is to renew the mandate to permit the Company to purchase or acquire issued ordinary shares 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 and whether the ordinary shares purchased or acquired are held in treasury or cancelled.

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 statements of the Company and the Group for the financial year ended 31 August 2021, based on certain assumptions, are set out in paragraph 2.6 of the Letter to Shareholders dated 2 November 2021.

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### VOTING RIGHTS OF SHAREHOLDERS\*\*\*\*

The holders of management and ordinary shares shall be entitled 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 show of hands to two hundred (200) votes for each management share held in accordance with the provisions of the Newspaper and Printing Presses Act, Chapter 206.

\*\*\*\* At the Extraordinary General Meeting of the Company held on 10 September 2021, shareholders approved, inter alia, the proposed conversion of each management share of the Company into one ordinary share pursuant to Article 64(2) of the Company's Constitution, with effect from Closing of the Media Business Restructuring. The Company will make the appropriate announcement if and when Closing takes place.

# SINGAPORE PRESS HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)

Co Regn No: 198402868E

## PROXY FORM

### IMPORTANT

1. The Annual General Meeting ("AGM") is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of AGM will not be sent to members (but will be made available on request). Instead, the Notice of AGM will be sent to members by electronic means via publication on the Company's website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html) and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Please refer to paragraph 10 of the Notes to the Notice of AGM on how to make a request for a printed copy of the Notice of AGM.
2. **As a precautionary measure due to the current COVID-19 situation in Singapore, a member will not be able to attend the AGM in person.**
3. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the meeting can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the Meeting in advance of, or live at, the AGM, addressing of substantial and relevant questions in advance of, or live at, the AGM and voting by appointing the Chairman of the Meeting as proxy at the AGM, are set out in the accompanying Company's announcement dated 2 November 2021. This announcement may be accessed at the Company's website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html) and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
4. **A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.**
5. 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 8 November 2021.
6. **Please read the notes overleaf which contain instructions on, inter alia, the appointment of the Chairman of the Meeting as a member's proxy to attend, speak and vote on his/her/its behalf at the AGM.**

### Personal Data Privacy

By submitting an instrument appointing the Chairman of the Meeting as proxy, the member accepts and agrees to the personal data privacy terms set out in the accompanying Notice of AGM.

I/We, \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport/Co. Regn. No.)  
of \_\_\_\_\_ (Address)  
being a member/members of Singapore Press Holdings Limited (the "**Company**"), hereby appoint the Chairman of the Meeting as my/our proxy to attend, speak and vote for me/us on my/our behalf at the AGM of the Company to be convened and held by way of electronic means on Thursday, 18 November 2021 at 2.30 p.m. (Singapore time) and at any adjournment thereof. I/We direct the Chairman of the Meeting to vote for or against or to abstain from voting on the resolutions to be proposed at the AGM as indicated hereunder.

Voting will be conducted by poll. If you wish to appoint the Chairman of the Meeting as your proxy to vote all your shares "For" or "Against" a resolution, please indicate with an "X" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please insert the relevant number of shares (and, if you hold both ordinary shares and management shares, the relevant class of shares) "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish to appoint the Chairman of the Meeting as your proxy to abstain from voting on a resolution, please indicate with an "X" in the "Abstain" box provided in respect of that resolution. Alternatively, please insert the relevant number of shares (and, if you hold both ordinary shares and management shares, the relevant class of shares) in the "Abstain" box provided in respect of that resolution. **In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the Meeting as your proxy for that resolution will be treated as invalid.**

No.	Resolutions	For	Against	Abstain
	<b>Routine Business</b>			
1.	To receive and adopt the Directors' Statement and Audited Financial Statements and the Auditor's Report thereon			
2.	To declare a Final Dividend			
3.	To re-elect Directors pursuant to Articles 116 and 117			
	(i) Lee Boon Yang			
	(ii) Tan Chin Hwee			
	(iii) Janet Ang Guat Har			
	(iv) Tan Yen Yen			
4.	To re-elect Director pursuant to Article 120			
	Yeoh Oon Jin			
5.	To approve Directors' fees for the financial year ending 31 August 2022			
6.	To re-appoint the Auditor and authorise the Directors to fix its remuneration			
	<b>Special Business</b>			
7.	(i) To authorise the Directors to issue shares and instruments convertible into shares pursuant to Section 161 of the Companies Act, Chapter 50			
	(ii) To authorise the Directors to grant awards and allot and issue ordinary shares pursuant to the SPH Performance Share Plan 2016			
	(iii) To approve the renewal of the Share Buy Back Mandate			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2021.

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

**IMPORTANT: PLEASE READ NOTES ON THE REVERSE**

Total Number of  
Ordinary Shares held

Total Number of  
Management Shares held

**IMPORTANT NOTE:**

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 (maintained by The Central Depository (Pte) Limited), you should insert that number of ordinary shares. If you have Shares registered in your name in the Register of Members (maintained by or on behalf of the Company), 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 the Chairman of the Meeting as proxy shall be deemed to relate to all the Shares held by you.
2. **As a precautionary measure due to the current COVID-19 situation in Singapore, a member will not be able to attend the AGM in person. A member (whether individual or corporate) must appoint the Chairman of the Meeting as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such member wishes to exercise his/her/its voting rights at the AGM.** This proxy form may be downloaded from the Company’s website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html) and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>. Printed copies of this proxy form will be made available to members upon request. Please refer to paragraph 10 of the Notes to the Notice of AGM on how to make a request.  
Where a member (whether individual or corporate) appoints the Chairman of the Meeting as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.
3. CPF and SRS investors who wish to appoint the Chairman of the Meeting as their proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 8 November 2021.
4. The Chairman of the Meeting, as proxy, need not be a member of the Company.
5. The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged at the office of 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

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(b) if submitted electronically:

- (i) be submitted via email to the Company’s Share Registrar at [sg.is.sphproxy@sg.tricorglobal.com](mailto:sg.is.sphproxy@sg.tricorglobal.com); or
- (ii) be uploaded via the Company’s website at the URL [https://investor.sph.com.sg/agm\\_egm.html](https://investor.sph.com.sg/agm_egm.html),

in each case by 2.30 p.m. on 15 November 2021, being not less than 72 hours before the time appointed for holding the AGM.

A member who wishes to submit an instrument of 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.

**Due to the current COVID-19 situation in Singapore, members are strongly encouraged to submit completed proxy forms electronically.**

6. The instrument appointing the Chairman of the Meeting as proxy must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company), if the instrument appointing the Chairman of the Meeting as proxy is submitted by post, be lodged with the instrument of proxy or, if the instrument appointing the Chairman of the Meeting as proxy is submitted electronically via email or via upload onto the Company’s website, be emailed or uploaded (as the case may be) with the instrument of proxy, failing which the instrument may be treated as invalid.
7. The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy 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 the Chairman of the Meeting as proxy (including any related attachment). In addition, in the case of ordinary shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the Meeting as proxy lodged or submitted if the member, being the appointor, is not shown to have ordinary shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

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**SINGAPORE PRESS HOLDINGS LIMITED**  
c/o Tricor Barbinder Share Registration Services  
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Singapore 068898

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**SINGAPORE PRESS HOLDINGS LIMITED**

Co. Reg. No 198402868E

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# TRANSFORMING SPH: ANNUAL CHAPTER REPORT 2021