



SINGAPORE PRESS HOLDINGS LIMITED

*Reg. No. 198402868E
(Incorporated in Singapore)*

**ANNOUNCEMENT
UNAUDITED RESULTS* FOR THE PERIOD ENDED MAY 31, 2014**

1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year

(i) Results for the Third Quarter ended May 31, 2014

	Group		
	3Q 2014 S\$'000	3Q 2013 S\$'000	Change %
Operating revenue			
Newspaper and Magazine	239,532	259,271	(7.6)
Property	50,976	50,160	1.6
Others	19,217	15,520	23.8
	309,725	324,951	(4.7)
Other operating income	3,125	4,181	(25.3)
	312,850	329,132	(4.9)
Materials, production and distribution costs	(48,790)	(53,529)	(8.9)
Staff costs	(93,210)	(92,099)	1.2
Premises costs	(16,580)	(15,599)	6.3
Depreciation	(12,954)	(14,600)	(11.3)
Other operating expenses	(34,120)	(55,187)	(38.2)
Finance costs	(8,805)	(6,583)	33.8
Operating profit #	98,391	91,535	7.5
Net income from investments	24,511	3,186	NM
Share of net loss of associates and jointly-controlled entities	(7,626)	(1,374)	NM
Fair value gain on investment properties	-	111,407	NM
Profit before taxation	115,276	204,754	(43.7)
Taxation	(17,016)	(14,964)	13.7
Profit after taxation	98,260	189,790	(48.2)
Attributable to:			
Shareholders of the Company	89,632	187,535	(52.2)
Non-controlling interests	8,628	2,255	NM
	98,260	189,790	(48.2)

* Please refer to the attached auditors' review report.

This represents the recurring earnings of the media and property businesses.

NM: Not meaningful

1(a)(ii) Notes:
Profit after taxation is arrived at after accounting for:

	Group		
	3Q	3Q	
	2014	2013	Change
	S\$'000	S\$'000	%
Allowance for stock obsolescence	(314)	(167)	88.0
Share-based compensation expense	(1,561)	(1,705)	(8.4)
Allowance for impairment of trade receivables	(310)	(547)	(43.3)
Bad debts recovery	61	27	NM
Impairment of goodwill	-	(11,816)	NM
Impairment of intangible assets	-	(3,786)	NM
Amortisation of intangible assets	(2,463)	(2,241)	9.9
Net profit/(loss) on disposal of property, plant and equipment	26	(60)	NM
Interest income	2,118	1,078	96.5
Net fair value changes on			
- Internally-managed assets at fair value through profit or loss	77	(101)	NM
- Derivative financial instruments	3,493	(1,236)	NM
Net foreign exchange loss	(1,381)	(909)	51.9
Impairment of investments	(695)	(10,580)	(93.4)
Net (under)/over-provision of prior years' taxation	(149)	149	NM

1(a)(iii) Statement of Comprehensive Income

	Group		
	3Q 2014	3Q 2013	Change
	S\$'000	S\$'000	%
Profit after taxation	98,260	189,790	(48.2)
Other comprehensive income/(loss), net of tax			
<u>Items that may be re-classified subsequently to profit or loss</u>			
Cash flow hedges			
- net fair value changes	(2,610)	585	NM
- transferred to income statement	761	556	36.9
Net fair value changes on available-for-sale financial assets			
- net fair value changes	26,227	49,226	(46.7)
- transferred to income statement	(654)	(2,035)	(67.9)
Currency translation difference			
- arising from consolidation of financial statements of foreign subsidiaries, associates and jointly-controlled entities	(434)	1,412	NM
	23,290	49,744	(53.2)
Total comprehensive income	<u>121,550</u>	<u>239,534</u>	(49.3)
Attributable to:			
Shareholders of the Company	113,475	237,252	(52.2)
Non-controlling interests	8,075	2,282	NM
	<u>121,550</u>	<u>239,534</u>	(49.3)

1(b)(i) A balance sheet (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year

Balance Sheets As At May 31, 2014

	Group		Company	
	May 31, 2014 S\$'000	Aug 31, 2013 S\$'000	May 31, 2014 S\$'000	Aug 31, 2013 S\$'000
CAPITAL EMPLOYED				
Share capital	522,809	522,114	522,809	522,114
Treasury shares	(3,046)	(6,269)	(3,046)	(6,269)
Reserves	497,352	428,706	69,821	72,953
Retained profits	2,496,375	2,591,929	260,073	384,821
Shareholders' interests	3,513,490	3,536,480	849,657	973,619
Non-controlling interests	679,055	679,226	-	-
Total equity	4,192,545	4,215,706	849,657	973,619
EMPLOYMENT OF CAPITAL				
Non-current assets				
Property, plant and equipment	294,208	331,778	172,091	200,744
Investment properties	3,717,002	3,672,565	-	-
Investments in subsidiaries	-	-	411,805	411,805
Investments in associates	66,765	55,857	31,160	31,160
Investments in jointly-controlled entities	23,460	6,391	-	-
Trade and other receivables	3,248	2,987	231,818	231,231
Long-term investments	576,090	482,050	54,098	54,098
Intangible assets	173,582	171,357	34,724	36,230
	4,854,355	4,722,985	935,696	965,268
Current assets				
Inventories	29,665	23,890	28,515	22,489
Trade and other receivables	149,420	147,774	1,279,892	949,023
Short-term investments	714,859	981,531	15,050	579,936
Derivative financial instruments	1,991	273	30	-
Asset classified as held for sale	-	31,503	-	-
Cash and cash equivalents	640,280	465,398	282,182	75,362
	1,536,215	1,650,369	1,605,669	1,626,810
Total assets	6,390,570	6,373,354	2,541,365	2,592,078
Non-current liabilities				
Trade and other payables	35,344	34,026	-	-
Deferred income tax liabilities	45,676	41,318	26,131	29,776
Borrowings	1,177,796	1,738,222	229,600	828,921
Derivative financial instruments	9,443	1,352	444	372
	1,268,259	1,814,918	256,175	859,069
Current liabilities				
Trade and other payables	270,663	268,969	801,262	717,387
Current income tax liabilities	56,252	69,613	34,308	42,003
Borrowings	602,474	2,721	599,742	-
Derivative financial instruments	377	1,427	221	-
	929,766	342,730	1,435,533	759,390
Total liabilities	2,198,025	2,157,648	1,691,708	1,618,459
Net assets	4,192,545	4,215,706	849,657	973,619

1(b)(ii) **Aggregate amount of the group's borrowings and debt securities**

Group Borrowings

Amount repayable in one year

As at May 31, 2014		As at August 31, 2013	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
-	602,474	-	2,721

Amount repayable after one year

As at May 31, 2014		As at August 31, 2013	
Secured S\$'000	Unsecured S\$'000	Secured S\$'000	Unsecured S\$'000
911,890	265,906	872,495	865,727

The Company has fixed rate notes of S\$600 million outstanding as at May 31, 2014 (August 31, 2013: S\$600 million). The fixed rate notes are due on March 2, 2015 and have accordingly been re-classified from non-current to current borrowings.

Details of collateral

The secured bank loan facilities as at May 31, 2014 comprised the term loan facilities of S\$975.0 million (August 31, 2013: S\$975.0 million) and S\$138.0 million (August 31, 2013: S\$138.0 million) undertaken by the subsidiaries, SPH REIT and The Seletar Mall Pte Ltd ("Seletar Mall") respectively. As at the balance sheet date, the amounts drawn down were S\$850.0 million for SPH REIT and S\$69.6 million for Seletar Mall.

The term loan taken up by SPH REIT is secured by way of a first legal mortgage on SPH REIT's investment property – Paragon, first legal charge over the tenancy account and sales proceeds account for Paragon, and an assignment of insurance taken in relation to Paragon.

The term loan taken up by Seletar Mall is secured by way of a first legal mortgage on Seletar Mall's investment property, an assignment of insurance taken in relation to the investment property and a deed of subordination in respect of the loans from the ultimate holding company and the shareholders of Seletar Mall.

The balance of S\$911.9 million as at May 31, 2014 represented the secured borrowings stated at amortised cost.

1(c) **A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year**

Consolidated Statement of Cash Flows for the Third Quarter ended May 31, 2014

	3Q 2014 S\$'000	3Q 2013 S\$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	115,276	204,754
Adjustments for:		
Amortisation of intangible assets	2,463	2,241
Impairment of goodwill	-	11,816
Impairment of intangible assets	-	3,786
Depreciation	12,954	14,600
Net (profit)/loss on disposal of property, plant and equipment	(26)	60
Finance costs	8,805	6,583
Net income from investments	(24,511)	(3,186)
Share of net loss of associates and jointly-controlled entities	7,626	1,374
Fair value gain on investment properties	-	(111,407)
Share-based compensation expense	1,561	1,705
Other non-cash items	805	376
Operating cash flow before working capital changes	<u>124,953</u>	<u>132,702</u>
Changes in operating assets and liabilities, net of effects from acquisition and disposal of subsidiaries and business:		
Inventories	2,842	682
Trade and other receivables, current	(6,608)	(8,793)
Trade and other payables, current	(335)	7,457
Trade and other receivables, non-current	(83)	(556)
Trade and other payables, non-current	1,861	(997)
Currency translation difference	(440)	1,026
	<u>122,190</u>	<u>131,521</u>
Income tax paid	(23,047)	(26,232)
Dividends paid	(113,137)	(113,124)
Dividends paid (net) by a subsidiary to non-controlling interests	<u>(10,429)</u>	<u>(12)</u>
Net cash used in operating activities	<u><u>(24,423)</u></u>	<u><u>(7,847)</u></u>

**Consolidated Statement of Cash Flows for the Third Quarter ended May 31, 2014
(cont'd)**

	3Q 2014 S\$'000	3Q 2013 S\$'000
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(4,516)	(8,355)
Proceeds from disposal of property, plant and equipment	62	3
Additions to investment properties	(17,299)	(10,933)
Acquisition of a subsidiary (net of cash acquired)	-	(49,815)
Acquisition of business by a subsidiary	(976)	-
Acquisition of interest in an associate	-	(1,810)
Dividends received from an associate	290	-
Additional consideration paid on interest in a jointly-controlled entity	-	(8,588)
(Increase)/Decrease in amounts owing by associates/jointly-controlled entities	(38)	293
(Decrease)/Increase in amounts owing to jointly-controlled entities	(7,821)	2,920
Purchase of long-term investments	(40,024)	(75)
Purchase of short-term investments	(45,225)	(89,573)
Proceeds from redemption/disposal of short-term investments	96,313	99,329
Dividends received	20,156	11,998
Interest received	2,037	1,065
Other investment loss	(1,307)	(453)
Net cash from/(used in) investing activities	<u>1,652</u>	<u>(53,994)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from bank loans (net of transaction costs)	16,415	5,800
Repayment of loan from a non-controlling interest	(115)	(180)
Interest paid	(13,532)	(10,292)
Proceeds from issuance of shares by the Company	-	11,658
Net cash from financing activities	<u>2,768</u>	<u>6,986</u>
Net decrease in cash and cash equivalents	(20,003)	(54,855)
Cash and cash equivalents at beginning of period	<u>660,283</u>	<u>403,437</u>
Cash and cash equivalents at end of period	<u><u>640,280</u></u>	<u><u>348,582</u></u>

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

Statements of Changes in Total Equity for the Third Quarter ended May 31, 2014

(a) Group

	Attributable to Shareholders of the Company								Non-controlling Interests S\$'000	Total Equity S\$'000	
	Share Capital S\$'000	Treasury Shares S\$'000	Capital Reserve S\$'000	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
Balance as at March 1, 2014	522,809	(3,046)	(10,675)	17,017	(5,394)	471,940	(878)	2,519,890	3,511,663	681,324	4,192,987
Total comprehensive income/(loss) for the quarter	-	-	-	-	(1,278)	25,573	(452)	89,632	113,475	8,075	121,550
Transactions with owners, recognised directly in equity											
<u>Contributions by and distributions to owners</u>											
Share-based compensation	-	-	-	1,574	-	-	-	-	1,574	-	1,574
Lapse of share options	-	-	-	(75)	-	-	-	75	-	-	-
Dividends	-	-	-	-	-	-	-	(113,137)	(113,137)	(10,429)	(123,566)
<u>Changes in ownership interests in subsidiaries without a change in control</u>											
Acquisition of additional interests in a subsidiary	-	-	-	-	-	-	-	(85)	(85)	85	-
Balance as at May 31, 2014	522,809	(3,046)	(10,675)	18,516	(6,672)	497,513	(1,330)	2,496,375	3,513,490	679,055	4,192,545

Statements of Changes in Total Equity for the Third Quarter ended May 31, 2014 (cont'd)

(a) Group (cont'd)

	Attributable to Shareholders of the Company									Non-controlling Interests S\$'000	Total Equity S\$'000
	Share Capital S\$'000	Treasury Shares S\$'000	Capital Reserve S\$'000	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		
Balance as at March 1, 2013	506,400	(333)	2,005	20,024	(5,852)	367,014	(2,375)	2,733,534	3,620,417	70,716	3,691,133
Total comprehensive income/(loss) for the quarter	-	-	-	-	1,141	47,191	1,385	187,535	237,252	2,282	239,534
Transactions with owners, recognised directly in equity											
<u>Contributions by and distributions to owners</u>											
Share-based compensation	-	-	-	1,712	-	-	-	-	1,712	-	1,712
Issue of shares	13,013	-	-	(1,355)	-	-	-	-	11,658	-	11,658
Lapse of share options	-	-	-	(106)	-	-	-	106	-	-	-
Dividends	-	-	-	-	-	-	-	(113,124)	(113,124)	(12)	(113,136)
Balance as at May 31, 2013	519,413	(333)	2,005	20,275	(4,711)	414,205	(990)	2,808,051	3,757,915	72,986	3,830,901

Statements of Changes in Total Equity for the Third Quarter ended May 31, 2014 (cont'd)

(b) Company

	Share Capital S\$'000	Treasury Shares S\$'000	Share-based Compensation Reserve S\$'000	Hedging Reserve S\$'000	Fair Value Reserve S\$'000	Retained Profits S\$'000	Total Equity S\$'000
Balance as at March 1, 2014	522,809	(3,046)	17,017	(434)	51,545	249,830	837,721
Total comprehensive income/(loss) for the quarter	-	-	-	65	129	123,305	123,499
Transactions with owners, recognised directly in equity							
<u>Contributions by and distributions to owners</u>							
Share-based compensation	-	-	1,574	-	-	-	1,574
Lapse of share options	-	-	(75)	-	-	75	-
Dividends	-	-	-	-	-	(113,137)	(113,137)
Balance as at May 31, 2014	522,809	(3,046)	18,516	(369)	51,674	260,073	849,657
Balance as at March 1, 2013	506,400	(333)	20,024	(588)	51,286	527,730	1,104,519
Total comprehensive income/(loss) for the quarter	-	-	-	233	(1,937)	60,634	58,930
Transactions with owners, recognised directly in equity							
<u>Contributions by and distributions to owners</u>							
Share-based compensation	-	-	1,712	-	-	-	1,712
Issue of shares	13,013	-	(1,355)	-	-	-	11,658
Lapse of share options	-	-	(106)	-	-	106	-
Dividends	-	-	-	-	-	(113,124)	(113,124)
Balance as at May 31, 2013	519,413	(333)	20,275	(355)	49,349	475,346	1,063,695

- 1(d)(ii) **Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year**

Share Options

- (a) Between March 1, 2014 and May 31, 2014, the Company did not issue any ordinary shares under the Singapore Press Holdings Group (1999) Share Option Scheme (the "1999 Scheme").
- (b) As at May 31, 2014, the number of outstanding options to subscribe for ordinary shares under the 1999 Scheme was 19,294,100 (May 31, 2013: 21,769,950). Movements in the number of the unissued shares of the Company under the 1999 Scheme during the third quarter are as follows:

<u>Outstanding as at 01.03.14</u> (‘000)	<u>Lapsed</u> (‘000)	<u>Outstanding as at 31.05.14</u> (‘000)
19,383	(89)	19,294

Performance Shares

- (a) At the extraordinary general meeting of the Company held on December 5, 2006, the Company's shareholders approved the adoption of the SPH Performance Share Plan and the 1999 Scheme was terminated with regard to the grant of further options. However, options granted and outstanding prior to such termination will continue to be valid and be subject to the terms and conditions of the 1999 Scheme.
- (b) As at May 31, 2014, the number of shares granted and outstanding (being contingent award) under the SPH Performance Share Plan was 5,838,863 (May 31, 2013: 6,369,004). Movements in the number of performance shares during the third quarter are summarised below:

<u>Outstanding as at 01.03.14</u> (‘000)	<u>Lapsed</u> (‘000)	<u>Outstanding and unvested as at 31.05.14</u> (‘000)
5,889	(50)	5,839

Share Buy Back

No shares were bought back by the Company during the third quarter under the Share Buy Back Mandate (first approved by the Shareholders on July 16, 1999 and last renewed at the Annual General Meeting on November 29, 2013).

Share Capital and Treasury Shares

As at May 31, 2014, the Company had 1,599,884,299 ordinary shares, 16,361,769 management shares and 764,822 treasury shares (May 31, 2013: 1,599,805,481 ordinary shares, 16,354,103 management shares and 84,740 treasury shares).

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

As at May 31, 2014, the Company had 1,599,884,299 ordinary shares and 16,361,769 management shares (August 31, 2013: 1,598,900,881 ordinary shares and 16,360,117 management shares).

1(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

There were no sale, transfer, disposal, cancellation and/or use of treasury shares during the third quarter.

2. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice

The financial information as set out in paragraphs 1, 4, 5, 6, 7, 9, 10, 11 and 16 of this announcement has been extracted from the condensed interim financial information that has been reviewed by our auditors, KPMG LLP, in accordance with Singapore Standard on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter)

Please refer to the attached auditors' review report.

4. **Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied. If there are any changes in the accounting policies and method of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

Accounting Policies

The financial information has been prepared in accordance with the same accounting policies and methods of computation adopted in the audited financial statements of the previous financial year, except for new or amended Financial Reporting Standards ("FRS") and Interpretations to FRS ("INT FRS") which became effective from this financial year.

The adoption of the new/revised FRS and INT FRS has not resulted in any substantial changes to the Group's accounting policies nor any significant impact on these financial statements.

5. **Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends**

Earnings Per Share for the Third Quarter ended May 31, 2014

		Group	
		3Q 2014	3Q 2013 ^π
(a)	Based on the weighted average number of shares on issue (S\$)	0.06	0.12
(b)	On fully diluted basis (S\$)	0.06	0.12

π Included the effects of the fair value gain on investment properties of S\$0.07.

6. **Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current financial period reported on; and (b) immediately preceding financial year**

Net Asset Value Per Share

	Group		Company	
	May 31, 2014	Aug 31, 2013	May 31, 2014	Aug 31, 2013
Net asset value per share based on total number of issued shares at the end of period/year (S\$)	2.17	2.19	0.53	0.60

7. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on**

Business Segments/Review of Results

Business Segments

The Group is organised into three major operating segments, namely Newspaper and Magazine, Property, and Treasury and Investment. The Newspaper and Magazine segment is involved in the production of content for distribution on print and multimedia platforms including the Internet and mobile devices. The Property segment holds, manages and develops properties of the Group. The Treasury and Investment segment manages the investment activities of the Group. Other operations under the Group, which are currently not significant to be reported separately, are included under "Others". These comprise the Group's businesses and investments in online classified, organising events and exhibitions, online investor relations and financial portal services, book publishing and distribution, radio and television broadcasting, and the New Media Fund.

Review of Results for the Third Quarter ended May 31, 2014 ("3Q 2014") compared with the Third Quarter ended May 31, 2013 ("3Q 2013")

- 7.1 Net profit attributable to shareholders of S\$89.6 million was S\$97.9 million (52.2%) lower compared to 3Q 2013. The decrease was due mainly to the fair value gain on investment properties of S\$111.4 million taken up in 3Q 2013 with the change in recognition from cost to fair value basis. The annual valuation of the investment properties will be carried out at financial year-end.
- 7.2 Recurring earnings of S\$98.4 million was S\$6.9 million (7.5%) higher compared to 3Q 2013. The decline in revenue of S\$16.3 million (4.9%) was more than offset by the reduction in costs of S\$23.2 million (9.7%).
- 7.3 Revenue for the Newspaper and Magazine business slid S\$19.7 million (7.6%) to S\$239.5 million as advertisement revenue and circulation revenue declined S\$16.2 million (8.2%) and S\$2.9 million (5.8%) respectively.

Revenue for the Property segment inched up S\$0.8 million (1.6%) to S\$51.0 million on the back of higher rental income from the retail assets of SPH REIT, Paragon and The Clementi Mall.

Revenue from the Group's other businesses grew by S\$3.7 million (23.8%), led by contributions from online classified and the radio business.

7.4 Materials, production and distribution costs was S\$4.7 million (8.9%) lower, with reductions in newsprint costs and factory overheads.

Staff costs increased slightly by S\$1.1 million (1.2%).

Other operating expenses fell S\$21.1 million (38.2%). The decrease was mainly due to impairment of an overseas magazine subsidiary (S\$15.6 million) in 3Q 2013, and lower business promotion expense in the current quarter.

7.5 Investment income of S\$24.5 million was S\$21.3 million better compared to the corresponding quarter last year arising from higher dividend income and lower impairment charges on portfolio investments this year.

7.6 The Group's share of results of associates and jointly-controlled entities included results from its stakes in other media businesses.

7.7 Taxation charge of S\$17.0 million was arrived at after accounting for tax on the taxable income at the corporate tax rate of 17%. This included an amount of S\$0.1 million for under-provision of taxation in respect of prior years.

8. **Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results**

No forecast was made previously.

9(a) Performance for the Year-To-Date ended May 31, 2014

(i) Results for the Year-To-Date ended May 31, 2014

	Group		Change
	YTD 3Q 2014	YTD 3Q 2013	
	S\$'000	S\$'000	
Operating revenue			
Newspaper and Magazine	707,030	747,222	(5.4)
Property	153,462	148,522	3.3
Others	56,472	33,482	68.7
	<u>916,964</u>	<u>929,226</u>	(1.3)
Other operating income	9,629	11,734	(17.9)
	<u>926,593</u>	<u>940,960</u>	(1.5)
Materials, production and distribution costs	(147,138)	(154,239)	(4.6)
Staff costs	(285,618)	(266,668)	7.1
Premises costs	(48,284)	(46,674)	3.4
Depreciation	(40,924)	(43,593)	(6.1)
Other operating expenses	(109,607)	(119,731)	(8.5)
Finance costs	(26,264)	(19,574)	34.2
Operating profit #	268,758	290,481	(7.5)
Fair value gain on investment properties	-	111,407	NM
Net income from investments	24,095	10,449	NM
Share of net loss of associates and jointly-controlled entities	(13,590)	(1,890)	NM
Gain on partial divestment of a jointly-controlled entity	52,863	-	NM
Profit before taxation	<u>332,126</u>	<u>410,447</u>	(19.1)
Taxation	(45,924)	(47,929)	(4.2)
Profit after taxation	<u>286,202</u>	<u>362,518</u>	(21.1)
Attributable to:			
Shareholders of the Company	259,749	358,255	(27.5)
Non-controlling interests	26,453	4,263	NM
	<u>286,202</u>	<u>362,518</u>	(21.1)

This represents the recurring earnings of the media and property businesses.

NM: Not meaningful

9(a)(ii) Notes:**Profit after taxation is arrived at after accounting for:**

	Group		
	YTD 3Q	YTD 3Q	
	2014	2013	Change
	S\$'000	S\$'000	%
Write-back of allowance/(Allowance) for stock obsolescence	218	(849)	NM
Share-based compensation expense	(4,264)	(5,084)	(16.1)
Allowance for impairment of trade receivables	(2,208)	(1,288)	71.4
Bad debts recovery	240	176	36.4
Impairment of goodwill	-	(11,816)	NM
Impairment of intangible assets	-	(3,786)	NM
Amortisation of intangible assets	(7,205)	(6,004)	20.0
(Impairment)/Write-back of impairment of property, plant and equipment	(9,939)	1,499	NM
Net (loss)/profit on disposal of property, plant and equipment	(111)	272	NM
Allowance for impairment of an associate	-	(240)	NM
Interest income	6,414	3,823	67.8
Net fair value changes on			
- Internally-managed assets at fair value through profit or loss	(300)	(222)	35.1
- Derivative financial instruments	1,632	(19)	NM
Net foreign exchange loss	(1,317)	(1,363)	(3.4)
Impairment of investments	(7,047)	(10,580)	(33.4)
Net over-provision of prior years' taxation	1,352	958	41.1

9(a)(iii) Statement of Comprehensive Income

	Group		
	YTD 3Q 2014	YTD 3Q 2013	Change
	S\$'000	S\$'000	%
Profit after taxation	286,202	362,518	(21.1)
Other comprehensive income/(loss), net of tax <u>Items that may be re-classified subsequently to profit or loss</u>			
Cash flow hedges			
- net fair value changes	(10,325)	124	NM
- transferred to income statement	2,246	1,599	40.5
Net fair value changes on available-for-sale financial assets			
- net fair value changes	71,927	92,657	(22.4)
- transferred to income statement	3,620	(3,163)	NM
Currency translation difference			
- arising from consolidation of financial statements of foreign subsidiaries, associates and jointly-controlled entities	(1,672)	1,346	NM
	<u>65,796</u>	<u>92,563</u>	<u>(28.9)</u>
Total comprehensive income	<u>351,998</u>	<u>455,081</u>	<u>(22.7)</u>
Attributable to:			
Shareholders of the Company	328,240	450,849	(27.2)
Non-controlling interests	23,758	4,232	NM
	<u>351,998</u>	<u>455,081</u>	<u>(22.7)</u>

9(b) **A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year**

Consolidated Statement of Cash Flows for the Year-To-Date ended May 31, 2014

	YTD 3Q 2014 S\$'000	YTD 3Q 2013 S\$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	332,126	410,447
Adjustments for:		
Amortisation of intangible assets	7,205	6,004
Impairment of goodwill	-	11,816
Impairment of intangible assets	-	3,786
Depreciation	40,924	43,593
Impairment/(Write-back of impairment) of property, plant and equipment	9,939	(1,499)
Net loss/(profit) on disposal of property, plant and equipment	111	(272)
Allowance for impairment of an associate	-	240
Finance costs	26,264	19,574
Net income from investments	(24,095)	(10,449)
Share of net loss of associates and jointly-controlled entities	13,590	1,890
Fair value gain on investment properties	-	(111,407)
Gain on partial divestment of a jointly-controlled entity	(52,863)	-
Share-based compensation expense	4,264	5,084
Other non-cash items	<u>2,396</u>	<u>1,208</u>
Operating cash flow before working capital changes	359,861	380,015
Changes in operating assets and liabilities, net of effects from acquisition and disposal of subsidiaries and business:		
Inventories	(5,775)	66
Trade and other receivables, current	1,195	34,339
Trade and other payables, current	(21,526)	(41,260)
Trade and other receivables, non-current	(261)	(365)
Trade and other payables, non-current	1,318	(1,819)
Currency translation difference	<u>(416)</u>	<u>1,493</u>
	334,396	372,469
Income tax paid	(58,113)	(66,034)
Dividends paid	(355,444)	(387,215)
Dividends paid (net) by subsidiaries to non-controlling interests	<u>(24,399)</u>	<u>(12)</u>
Net cash used in operating activities	<u>(103,560)</u>	<u>(80,792)</u>

**Consolidated Statement of Cash Flows for the Year-To-Date ended May 31, 2014
(cont'd)**

	YTD 3Q 2014 S\$'000	YTD 3Q 2013 S\$'000
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(13,523)	(18,999)
Proceeds from disposal of property, plant and equipment	139	384
Additions to investment properties	(42,296)	(27,086)
Acquisition of a subsidiary (net of cash acquired)	-	(49,815)
Acquisition of additional interest in a subsidiary	(200)	(4,200)
Acquisition of businesses by subsidiaries	(6,746)	(2,369)
Acquisition of interests in associates	(9,275)	(1,810)
Dividends received from associates	2,873	1,958
Proceeds from capital distribution from an associate	92	-
Proceeds from capital reduction exercise of an associate	-	6,000
Proceeds from disposal of an associate	31,503	-
Additional consideration paid on interest in a jointly-controlled entity	-	(14,081)
Proceeds from partial divestment of interest in a jointly-controlled entity	16,856	-
(Increase)/Decrease in amounts owing by associates/jointly-controlled entities	(176)	607
Increase/(Decrease) in amounts owing to jointly-controlled entities	26,974	(3,729)
Purchase of long-term investments	(41,100)	(474)
Proceeds from disposal of long-term investments	3,309	133
Purchase of short-term investments	(437,580)	(149,281)
Proceeds from redemption/disposal of short-term investments	719,852	296,330
Dividends received	22,621	14,345
Interest received	6,110	3,678
Other investment (loss)/income	(2,025)	1,282
Net cash from investing activities	<u><u>277,408</u></u>	<u><u>52,873</u></u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from bank loans (net of transaction costs)	37,834	19,859
Repayment of bank loans	(800)	(498)
Repayment of loan from a non-controlling interest	(115)	(180)
Interest paid	(32,493)	(23,706)
Proceeds from issuance of shares by the Company	610	14,945
Share buy-back	(4,002)	(6,378)
Net cash from financing activities	<u><u>1,034</u></u>	<u><u>4,042</u></u>
Net increase/(decrease) in cash and cash equivalents	174,882	(23,877)
Cash and cash equivalents at beginning of period	<u>465,398</u>	<u>372,459</u>
Cash and cash equivalents at end of period	<u><u>640,280</u></u>	<u><u>348,582</u></u>

10. Earnings Per Share for the Year-To-Date ended May 31, 2014

		Group	
		YTD 3Q 2014	YTD 3Q 2013 ^π
(a)	Based on the weighted average number of shares on issue (S\$)	0.16	0.22
(b)	On fully diluted basis (S\$)	0.16	0.22

^π Included the effects of the fair value gain on investment properties of S\$0.07.

11. Review of Results for the Year-to-date ended May 31, 2014 (“YTD 3Q 2014”) compared with the Year-to-date ended May 31, 2013 (“YTD 3Q 2013”)

11.1 Net profit attributable to shareholders of S\$259.7 million was S\$98.5 million (27.5%) lower compared to YTD 3Q 2013. The decline was mainly due to the fair value gain on investment properties of S\$111.4 million taken up last year.

11.2 Recurring earnings of S\$268.8 million for YTD 3Q 2014 was S\$21.7 million (7.5%) lower against the comparative period arising from lower revenue of S\$14.4 million (1.5%) and higher costs of S\$7.3 million (1.1%).

11.3 Group operating revenue was S\$12.3 million (1.3%) lower against the same period last year. Revenue for the Newspaper and Magazine business declined S\$40.2 million (5.4%) to S\$707.0 million, as advertisement and circulation revenue contracted S\$33.2 million (5.8%) and S\$7.0 million (4.8%) respectively.

Revenue for the Property segment rose by S\$4.9 million (3.3%) to S\$153.5 million on the back of higher rental income from Paragon and The Clementi Mall.

Revenue from the Group’s other businesses surged S\$23.0 million (68.7%) to S\$56.5 million, with contributions from exhibitions, online classified and the radio business.

11.4 Materials, production and distribution costs saw a reduction of S\$7.1 million (4.6%) largely due to lower newsprint costs.

Staff costs increased by S\$19.0 million (7.1%) mainly due to higher bonus costs including a one-off special bonus for prior year of S\$10.4 million arising from REIT profit and an incentive to drive growth.

Other operating expenses decreased by S\$10.1 million (8.5%) due to lower business promotion expenses and impairment charges.

The increase in finance costs of S\$6.7 million (34.2%) was attributable to additional borrowings undertaken on the establishment of SPH REIT.

- 11.5 The Group's investment income of S\$24.1 million was S\$13.6 million higher compared to the same period last year. This was due to higher dividend and interest income coupled with lower impairment charges on portfolio investments.
- 11.6 The Group's share of results of associates and jointly-controlled entities included results from its stakes in other media businesses.
- 11.7 Taxation charge of S\$45.9 million was arrived at after accounting for tax on the taxable income at the corporate tax rate of 17%. This included an amount of S\$1.4 million for over-provision of taxation in respect of prior years.

12. A commentary at the date of announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months

- 12.1 The Singapore economy is expected to post a modest growth. However, persisting uncertainties in the global macroeconomic environment and escalating geopolitical conflicts continue to weigh on the economic outlook. The Group's print advertising performance is expected to be shaped by the underlying economic and media industry trends.
- 12.2 Newsprint prices are expected to remain stable in the near-term.
- 12.3 The retail assets of SPH REIT, Paragon and The Clementi Mall, are fully leased and will continue to turn in a steady performance. The development of The Seletar Mall is expected to be completed on schedule at the end of 2014.
- 12.4 The Group will maintain a conservative stance on its investment portfolio allocation with focus on capital preservation. Returns are expected to be commensurate with a low risk-return profile to mitigate against volatility.
- 12.5 Amidst the rapid changes in the media industry and structural shifts in consumer behaviour, the Group will continue to intensify its efforts to address the evolving media landscape whilst pursuing growth opportunities.

13. **Dividends**

(a) **Current Financial Period Reported On**

Any dividend recommended for the current financial period reported on?

No.

(b) **Corresponding Period of the Immediately Preceding Financial Year**

Any dividend declared for the corresponding period of the immediately preceding financial year?

No.

(c) **Date payable**

Not applicable.

(d) **Books Closure Date**

Not applicable.

14. **If no dividend has been declared (recommended), a statement to that effect**

No interim dividend has been declared or recommended in the current reporting period.

15. **If the group has obtained a general mandate from shareholders for Interested Person Transactions, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.**

The Company has not obtained a general mandate from shareholders for Interested Person Transactions.

16. **Segmental information (Group) for the Year-To-Date ended May 31, 2014**

YTD 3Q 2014

	Newspaper and Magazine S\$'000	Property S\$'000	Treasury and Investment S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
Operating revenue						
External sales	707,030	153,462	-	56,472	-	916,964
Inter-segmental sales	5,819	1,484	-	1,651	(8,954)	-
Total operating revenue	712,849	154,946	-	58,123	(8,954)	916,964
Result						
Segment result	189,532	110,492	23,455	(4,676)	-	318,803
Finance costs	(101)	(13,548)	(12,610)	(5)	-	(26,264)
Interest income	68	233	-	13	-	314
Share of net profit/(loss) of associates and jointly-controlled entities	2,388	-	-	(15,978)	-	(13,590)
Gain on partial divestment of a jointly-controlled entity	-	-	-	52,863	-	52,863
Profit before taxation	191,887	97,177	10,845	32,217	-	332,126

YTD 3Q 2013

	Newspaper and Magazine S\$'000	Property S\$'000	Treasury and Investment S\$'000	Others S\$'000	Eliminations S\$'000	Consolidated S\$'000
Operating revenue						
External sales	747,222	148,522	-	33,482	-	929,226
Inter-segmental sales	3,006	1,463	-	1,065	(5,534)	-
Total operating revenue	750,228	149,985	-	34,547	(5,534)	929,226
Result						
Segment result	218,235	110,716	9,883	(18,556)	-	320,278
Finance costs	(103)	(19,462)	-	(9)	-	(19,574)
Interest income	53	143	-	30	-	226
Share of net profit/(loss) of associates and jointly-controlled entities	3,429	-	-	(5,319)	-	(1,890)
Fair value gain on investment properties	-	111,407	-	-	-	111,407
Profit/(loss) before taxation	221,614	202,804	9,883	(23,854)	-	410,447

BY ORDER OF THE BOARD

Ginney Lim May Ling
Khor Siew Kim

Company Secretaries

Singapore,
July 15, 2014



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Report on review of Condensed Interim Financial Information

The Board of Directors
Singapore Press Holdings Limited

Introduction

We have reviewed the accompanying balance sheet of Singapore Press Holdings Limited (the “Company”) and consolidated balance sheet of Singapore Press Holdings Limited and its Subsidiaries (the “Group”) as at May 31, 2014, and the related consolidated statements of income, comprehensive income, changes in total equity and cash flows for the Group for the three-month and nine-month periods then ended, and the statement of changes in total equity of the Company for the three-month period then ended, and certain explanatory notes (the “Condensed Interim Financial Information”). Management is responsible for the preparation and presentation of this Condensed Interim Financial Information in accordance with Singapore Financial Reporting Standard (“FRS”) 34 *Interim Financial Reporting*. Our responsibility is to express a conclusion on this Condensed Interim Financial Information based on our review.

Scope of review

We conducted our review in accordance with Singapore Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of condensed interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Singapore Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Condensed Interim Financial Information is not prepared, in all material respects, in accordance with FRS 34 *Interim Financial Reporting*.



Restriction on use

Our report is provided in accordance with the terms of our engagement. Our work was undertaken so that we might report to you on the Condensed Interim Financial Information for the purpose of assisting the Company to meet the requirements of the Singapore Exchange Limited Listing Manual and for no other purpose. Our report is included in the Company's announcement of its interim financial information for the information of its members. We do not assume responsibility to anyone other than the Company for our work, for our report, or for the conclusions we have reached in our report.

KPMG LLP

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
July 15, 2014



CONFIRMATION BY THE BOARD
Pursuant to Rule 705(5) of the Listing Manual

We, Lee Boon Yang and Chan Heng Loon Alan, being two directors of Singapore Press Holdings Limited ("the Company"), do hereby confirm on behalf of the directors of the Company, that, to the best of their knowledge, nothing has come to the attention of the board of directors of the Company which may render the financial results for the third quarter ended May 31, 2014 to be false or misleading in any material respect.

On behalf of the Directors


LEE BOON YANG
Chairman


CHAN HENG LOON ALAN
Director

Singapore,
July 15, 2014