



SINGAPORE PRESS HOLDINGS LIMITED

(Registration No: 198402868E)

(Incorporated in the Republic of Singapore)

Pursuant to Rule 706A of the Listing Manual of Singapore Exchange Securities Trading Limited, Singapore Press Holdings Limited (“**SPH**”) wishes to announce the following acquisitions and disposals that occurred during the financial year ended 31 August 2021:

A. ACQUISITION OF SHARES RESULTING IN COMPANY BECOMING A SUBSIDIARY OR ASSOCIATED COMPANY / INCREASE OF SHAREHOLDING IN SUBSIDIARY OR ASSOCIATED COMPANY

N. A.

B. SALE OF SHARES RESULTING IN COMPANY CEASING TO BE A SUBSIDIARY OR ASSOCIATED COMPANY / REDUCTION OF SHAREHOLDING IN SUBSIDIARY OR ASSOCIATED COMPANY

1. Sale of StreetSine Singapore Pte Ltd

On 1 December 2020, the interim judicial managers of StreetSine Technology Group Pte Ltd (“**SSTG**”) completed the sale of all of SSTG’s shares in its wholly-owned subsidiary, StreetSine Singapore Pte Ltd (“**SSPL**”), to 99 Group Pte Ltd, and SSPL has ceased to be a subsidiary of SPH. The sale and completion was previously announced on 12 November 2020 and 4 December 2020 when SPH announced its “Update on Court Applications by Subsidiaries”.

None of the directors of SPH has any interest, direct or indirect, in the transaction.

2. Sale of Octorocket Pte Ltd

On 29 January 2021, SPH’s subsidiary, SPH Interactive Pte Ltd (the “**Octorocket Vendor**”), completed the sale of 1,660,000 ordinary shares representing 70% of the share capital of Octorocket Pte Ltd (“**Octorocket**”) (“**Octorocket Divestment**”) to Qube Network Pte Ltd (“**Octorocket Purchaser**”).

The consideration for the Octorocket Divestment is S\$184,814.78 and was satisfied by the Octorocket Purchaser procuring Qoo10 Pte Ltd (“**Qoo10**”) to issue 23,552 ordinary shares in the capital of Qoo10. The consideration was arrived at on a willing-buyer, willing-seller basis following arms’ length negotiations between the Octorocket Vendor and the Octorocket Purchaser, taking into account, among other things, factors such as the assets and business of Octorocket.

The Octorocket Divestment does not have a material impact on the earnings or the net tangible assets per share of SPH for the financial year ending 31 August 2021.

None of the directors of SPH has any interest, direct or indirect, in the transaction.

Following the said sale of shares, Octorocket ceased to be a subsidiary of SPH.

3. Change of Interest in FastCo Pte Ltd

SPH's 75% equity stake in FastCo Pte Ltd ("**FastCo**"), which is held through its wholly-owned subsidiary SPH Interactive Pte Ltd, was reduced to 49.16% pursuant to the terms of a share subscription agreement dated 13 May 2021 between FastCo and an investor ("**Investor**") unrelated to SPH ("**Transaction**"). The aggregate cash consideration for the Transaction was S\$5.5 million and was arrived at on a willing-buyer, willing-seller basis following arms' length negotiations between FastCo and the Investor.

FastCo provides recruitment and human resource services which include the ownership and operation of the FastJobs mobile and web applications, a non-executive job listings portal.

The Transaction does not have a material impact on the earnings or the net tangible assets per share of SPH for the financial year ended 31 August 2021.

None of the directors of SPH has any interest, direct or indirect, in the Transaction.

Following the Transaction, FastCo ceased to be a subsidiary of SPH and has become an associated company of SPH.

C. CHANGES IN SHAREHOLDING

Joint Venture with Hazeltree Holdings Pte. Ltd.

SPH AlphaOne Pte. Ltd. ("**SPH AlphaOne**"), a wholly-owned subsidiary of SPH, had on 1 February 2021 entered into an investor subscription agreement (the "**ISA**") with Constellar Holdings Pte. Ltd. (formerly known as SingEx-Sphere Holdings Pte. Ltd.) ("**Constellar Holdings**"), pursuant to which SPH AlphaOne subscribed for new ordinary shares in Constellar Holdings representing 40% of the shareholding of Constellar Holdings. Hazeltree Holdings Pte. Ltd. ("**Hazeltree**"), an indirect wholly-owned subsidiary of Temasek Holdings (Private) Limited, holds the remaining 60% shareholding of Constellar Holdings.

Pursuant to the terms of the ISA, SPH AlphaOne agreed to transfer 100% of its shareholding in Sphere Exhibits Pte. Ltd. ("**Sphere**") to Constellar Holdings in consideration for the issuance of new shares representing 40% of the shareholding of Constellar Holdings, and Hazeltree agreed to transfer 100% of its shareholding in SingEx Holdings Pte. Ltd. to Constellar Holdings in consideration for the issuance of new shares representing 60% of the shareholding of Constellar Holdings (collectively, the "**Transactions**").

Following the completion of the Transactions (“**Completion**”) on 18 February 2021, SPH, through SPH AlphaOne, has an interest in 40% of the shareholding of Constellar Holdings.

The aggregate subscription price payable by SPH AlphaOne to Constellar Holdings is equivalent to S\$24.4 million, which was satisfied by the transfer of the entire issued and paid-up capital of Sphere by SPH AlphaOne to Constellar Holdings on Completion. The pro forma book value of Sphere as at Completion is approximately S\$12 million. The agreed transaction value of 40% of Constellar Holdings is S\$24.4 million.

For more information on the Transactions, please refer to the announcements made on 1 February 2021 and 18 February 2021.

D. INCORPORATION OF SUBSIDIARIES

SPH has incorporated the following wholly-owned subsidiaries:

1. Privilege Midco Limited

Name of Company : Privilege Midco Limited

Country of incorporation : England and Wales

Date of Incorporation : 2 March 2021

Issued Capital : £1.00

Nature of Business : Investment holding

2. Privilege Southampton Limited

Name of Company : Privilege Southampton Limited

Country of incorporation : England and Wales

Date of Incorporation : 2 March 2021

Issued Capital : £1.00

Nature of Business : Investment holding

3. Hampton Square Living Limited

Name of Company : Hampton Square Living Limited
Country of incorporation : England and Wales
Date of Incorporation : 2 March 2021
Issued Capital : £1.00
Nature of Business : Management of real estate on a fee or contract basis

4. Privilege L&S Limited

Name of Company : Privilege L&S Limited
Country of incorporation : England and Wales
Date of Incorporation : 3 March 2021
Issued Capital : £1.00
Nature of Business : Investment holding

5. SPH Fund Management Services Pte. Ltd.

Name of Company : SPH Fund Management Services Pte. Ltd.
Country of incorporation : Singapore
Date of Incorporation : 10 March 2021
Issued Capital : S\$1.00
Nature of Business : Property fund management

6. SPH Media Holdings Pte. Ltd.

Name of Company : SPH Media Holdings Pte. Ltd.
Country of incorporation : Singapore
Date of Incorporation : 5 May 2021
Issued Capital : S\$1.00
Nature of Business : Investment holding

7. **SPH MEDIA LIMITED**

Name of Company : SPH Media Limited

Country of incorporation : Singapore

Date of Incorporation : 14 June 2021

Issued Capital : S\$1.00

Nature of Business : Publishing and printing of newspapers, magazines and books; radio broadcasting

Singapore Press Holdings Limited
5 October 2021