

**SUN INTERNATIONAL LIMITED**  
(Incorporated in the Republic of South Africa)  
Registration Number: 1967/007528/06  
Share Code: SUI | ISIN: ZAE 000097580  
("Sun International" or "the company")

**suninternational.com**

*Sun* International

**AUDITED**  
SUMMARY GROUP FINANCIAL  
RESULTS FOR THE YEAR  
ENDED 31 DECEMBER

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# INTRODUCTION

Trading in South Africa remained subdued with continued downward pressure on the consumer due to the economic environment, the one percent VAT increase and a weakening rand. With the shift in strategy to focus on operating as efficiently and optimally as possible and despite the increase in VAT, which cost the group R44 million before tax, comparable adjusted EBITDA was down 1% and revenue was up 1% compared to the prior year. In Chile, trading improved in the second half of the year from a disappointing first half to achieve good growth in revenue and adjusted EBITDA.

We addressed the high debt levels in the South African business through a R1.6 billion equity raise in June 2018 and strong cash flow generated from operations. As a result, our South African debt reduced from R11.4 billion at 31 December 2017 to R9.2 billion at 31 December 2018 and our debt:adjusted EBITDA ratio reduced from 3.7 to 3.0. We will continue to focus on reducing debt with a target debt:adjusted EBITDA ratio of below 2.5 times.

In Latam, we concluded the acquisition of an additional 10% interest in Sun Dreams during May 2018 at a purchase price of R832 million, increasing our interest to approximately 65%. We further concluded the acquisitions of Thunderbird Resorts in Peru for R317 million (US\$26 million) in April 2018 and the Park Hyatt Hotel, Casino & Spa in Mendoza, Argentina for R333 million (US\$25 million) in July 2018. Both these acquisitions were concluded at attractive valuations and will contribute positively to the group's performance. Disappointingly, we only secured one of the five municipal licences, which we bid for in Chile. While our bids all met the minimum bid criteria, we lost to a competitor whose economic offer (additional tax) was substantially above ours, and at levels which would not generate satisfactory returns for us.

We continue to deal with loss-making entities and in this regard have commenced with the restructure of the Boardwalk and Carousel operations. Time Square achieved pleasing growth, with casino income up 19% in the second half of the year. With the opening of the Maslow hotel in April 2018, Time Square is now fully operational and we anticipate that it will continue to gain further market share and achieve strong growth in revenue and adjusted EBITDA.



# FINANCIAL OVERVIEW

FOR THE YEAR ENDED 31 DECEMBER 2018

The management statement of comprehensive income below includes adjusted headline earnings adjustment

R million	2018	%	2017*
Income	16 420	7	15 351
Adjusted EBITDA	4 357	5	4 143
Adjusted operating profit	2 816	4	2 698
Foreign exchange profit	(8)	90	(81)
Net interest	(1 176)	14	(1 033)
Profit before tax	1 632	3	1 584
Tax	(665)	12	(595)
Profit after tax	967	(2)	989
Minorities	(503)	1	(506)
Attributable profit	464	(4)	483
Share of associates	8	>100	2
Continuing adjusted headline earnings	472	(3)	485
Discontinued operations	(107)	41	(181)
Adjusted headline earnings	365	20	304

\* The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia, as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations.

For the year under review, group income increased by 7% to R16.4 billion. South African comparable income (excluding Time Square, management companies, Fish River, Carousel and Morula) was up 1% compared to the prior year. In Latam, income increased by 6% on a comparable basis with Monticello income up by 14%. As a result of a decision taken to exit the Sun Nao Casino in Colombia and Ocean Sun Casino in Panama, these operations were accounted for as discontinued for the year.

Group adjusted EBITDA increased by 5% to R4.4 billion and, on a comparable basis, increased with 2% to R3.8 billion. The increase in the VAT rate from 14% to 15% negatively impacted adjusted EBITDA by approximately R44 million.

Interest charges were 14% higher due to the completion of the Time Square Maslow hotel (opened April 2018) and the arena (opened November 2017) where interest is no longer capitalised, as well as the acquisition of the 20% shareholding in Sun Dreams and the Latam acquisitions. Partly offsetting the higher interest charges was the interest saved on the debt which was repaid through the proceeds of the R1.6 billion rights offer.

Due to the group's attributable share of the losses from Time Square increasing from R254 million in the prior year to R310 million, continuing adjusted headline earnings operations decreased from R485 million to R472 million, 3% below the prior year. Adjusted headline earnings per share was up 4% to 316 cents per share.

Due to the continued under performance of Sun City, which is defined as a cash-generating unit (CGU) that falls under our South African operations, an impairment indicator was identified. A pre-tax discount rate of 13.34% and a terminal growth rate of 5.30% was used for the value-in-use calculation that resulted in an impairment of R306 million.

## HEADLINE AND ADJUSTED HEADLINE EARNINGS ADJUSTMENTS

Headline earnings adjustments include the following:

- profit on disposal of assets of R12 million;
- loss on the Colombian assets of R41 million;
- impairment charge of R306 million on Sun City; and
- net impairment of Panama assets of R31 million.

Adjusted headline earnings adjustments include the following:

- reversal of a Colombian onerous lease provision of R31 million;
- forward exchange contract losses relating to the Times Square development of R75 million;
- foreign exchange profit on inter-company loans of R44 million;
- the straightlining of the Maslow and head office building lease expense of R13 million;
- amortisation of R102 million of the Sun Dreams intangible assets raised as part of a purchase price allocation adjustment;
- an increase in the value of the Tsogo Sun put options of R27 million;
- tax on the above items of R118 million; and
- minorities' interest in the above items of R67 million.



# INCOME BY NATURE AND GEOGRAPHIC SEGMENT

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	South Africa			Latam			Nigeria			Group		
	2018	%	2017	2018	%	2017*	2018	%	2017	2018	%	2017*
Casinos	7 639	3	7 411	4 261	13	3 759	60	5	57	11 960	7	11 227
Sun Slots	1 162	10	1 060	–	–	–	–	–	–	1 162	10	1 060
SunBet	77	57	49	–	–	–	–	–	–	77	57	49
Rooms	990	1	976	292	30	224	47	15	41	1 329	7	1 241
Food and Beverage	903	(2)	921	450	34	335	41	–	41	1 394	7	1 297
Other	483	4	465	15	88	8	–	(100)	4	498	4	477
	<b>11 254</b>	<b>3</b>	<b>10 882</b>	<b>5 018</b>	<b>16</b>	<b>4 326</b>	<b>148</b>	<b>3</b>	<b>143</b>	<b>16 420</b>	<b>7</b>	<b>15 351</b>

South Africa continues to contribute the majority of the group's income at 69%, with Latam contributing 30% and Nigeria 1%. Gaming is the primary contributor to group income at 73%. Alternate Gaming contributes 8%, Food and Beverage 8%, Rooms 8% and other income 3%.

The table below sets out the consolidated income, adjusted EBITDA and adjusted operating profit, by geographical region, as reflected in the table above, which includes headline and adjusted headline earnings adjustments and the reconciliation to depreciation and amortisation and operating profit in the statement of comprehensive income.

R million	Income			Adjusted EBITDA			Adjusted depreciation and amortisation			Adjusted operating profit		
	2018	%	2017*	2018	%	2017*	2018	%	2017*	2018	%	2017*
<b>South African operations</b>	<b>8 585</b>	–	8 596	<b>2 227</b>	(3)	2 289	<b>(713)</b>	–	(712)	<b>1 514</b>	(4)	1 577
Alternate Gaming	1 239	12	1 109	295	18	251	(67)	21	(85)	228	37	166
<b>Comparable South African operations **</b>	<b>9 824</b>	1	9 705	<b>2 522</b>	(1)	2 540	<b>(780)</b>	2	(797)	<b>1 742</b>	–	1 743
Time Square	1 247	51	827	305	66	184	(236)	(49)	(158)	69	>100	26
Carousel	163	(34)	246	(15)	<(100)	28	(18)	–	(18)	(33)	<(100)	10
Morula	–	(100)	38	(1)	75	(4)	–	100	(1)	(1)	80	(5)
Fish River	–	(100)	21	(1)	95	(21)	–	(100)	(2)	(1)	96	(23)
Management companies	569	(4)	593	175	(9)	193	(25)	–	(25)	150	(11)	168
Inter-company management fees	(549)	–	(548)	–	–	–	–	–	–	–	–	–
<b>South Africa</b>	<b>11 254</b>	<b>3</b>	<b>10 882</b>	<b>2 985</b>	<b>2</b>	<b>2 920</b>	<b>(1 059)</b>	<b>(6)</b>	<b>(1 001)</b>	<b>1 926</b>	<b>–</b>	<b>1 919</b>
<b>Latam*</b>	<b>5 018</b>	<b>16</b>	<b>4 326</b>	<b>1 363</b>	<b>12</b>	<b>1 215</b>	<b>(457)</b>	<b>(10)</b>	<b>(414)</b>	<b>906</b>	<b>13</b>	<b>801</b>
<b>Nigeria</b>	<b>148</b>	<b>3</b>	<b>143</b>	<b>9</b>	<b>13</b>	<b>8</b>	<b>(25)</b>	<b>17</b>	<b>(30)</b>	<b>(16)</b>	<b>27</b>	<b>(22)</b>
<b>Total continuing operations</b>	<b>16 420</b>	<b>7</b>	<b>15 351</b>	<b>4 357</b>	<b>5</b>	<b>4 143</b>	<b>(1 541)</b>	<b>(7)</b>	<b>(1 445)</b>	<b>2 816</b>	<b>4</b>	<b>2 698</b>
Headline and adjusted headline adjustments impacting operating profit	–	–	–	–	–	–	(102)	32	(148)	(550)	(3)	(538)
<b>Total</b>	<b>16 420</b>	<b>7</b>	<b>15 351</b>	<b>4 357</b>	<b>5</b>	<b>4 143</b>	<b>(1 643)</b>	<b>3</b>	<b>(1 593)</b>	<b>2 266</b>	<b>5</b>	<b>2 160</b>

\* The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations.

\*\* Comparable South African operations exclude Time Square, Carousel, management companies, Morula and Fish River.

# INCOME BY NATURE AND GEOGRAPHIC SEGMENT continued

FOR THE YEAR ENDED 31 DECEMBER 2018

The segmental review throughout includes all headline and adjusted headline earnings adjustments. The table below sets out the operating performance of the group's geographic segments.

R million	South Africa		Latam		Nigeria		Group	
	2018	2017	2018	2017*	2018	2017	2018	2017
Income	<b>11 254</b>	10 882	<b>5 018</b>	4 326	<b>148</b>	143	<b>16 420</b>	15 351
Adjusted EBITDA	<b>2 985</b>	2 920	<b>1 363</b>	1 215	<b>9</b>	8	<b>4 357</b>	4 143
Adjusted operating profit	<b>1 926</b>	1 919	<b>925</b>	820	<b>(14)</b>	(19)	<b>2 837</b>	2 720
PPA adjustment	–	–	<b>(19)</b>	(19)	<b>(2)</b>	(3)	<b>(21)</b>	(22)
Adjusted operating profit/(losses) after PPA	<b>1 926</b>	1 919	<b>906</b>	801	<b>(16)</b>	(22)	<b>2 816</b>	2 698

\* The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations.



# SUMMARY GROUP FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

## 1. INDEPENDENT AUDIT

The summary group financial statements have been derived from the audited group financial statements. The directors of the company take full responsibility for the preparation of the summary group financial statements and that the financial information has been correctly derived and is consistent in all material respects with the underlying group financial statements. The summary group financial statements for the year ended 31 December 2018 have been audited by our auditor PricewaterhouseCoopers Inc., who has expressed an unmodified opinion thereon. The auditors also expressed an unmodified opinion on the group financial statements from which the summary group financial statements were derived. The individual auditor assigned to perform the audit is Johan Potgieter. The auditor's report does not necessarily cover all the information contained in the summarised financial results. Shareholders are therefore advised that, in order to obtain a full understanding of the nature of the auditor's work, they should obtain a copy of that report, together with the group financial statements from the registered office of the company. These documents will be available from the company's registered office from 18 March 2019. The group financial statements will be available on the company's website, suninternational.com on or about 29 March 2019.

The company's external auditor has not reviewed or reported on the forecasts included in these summary group financial statements.

## 2. ACCOUNTING POLICIES

The summary group financial statements are prepared in accordance with the requirements of the JSE Listings Requirements for preliminary financial statements and the requirements of the South African Companies Act, No 71 of 2008, as amended, applicable to summary financial statements. The JSE Listings Requirements include preliminary reports which have been prepared in accordance with the framework concepts, the measurement and recognition requirements of International Financial Reporting Standards (IFRS) and the Financial Pronouncements as issued by the Financial Reporting Standard Council (FRSC), and also, as a minimum, contain the information required by IAS 34: Interim Financial Reporting. The accounting policies applied in the preparation of the group financial statements from which the summary group financial statements have been derived, are in terms of IFRS and are consistent with those accounting policies applied in the preparation of the previous group financial statements, unless otherwise stated. The summary group financial statements should be read in conjunction with the group financial statements for the year ended 31 December 2018, which have been prepared in accordance with IFRS.

The operations in Panama and Colombia were disclosed in the current year as discontinued operations. The prior year comparative financial information was restated to reflect Panama and Colombia, as required by IFRS 5: Non Current Assets Held for Sale and Discontinued Operations.

## 3. STANDARDS IMPLEMENTED

### IFRS 9: Financial Instruments

The adoption of IFRS 9: Financial Instruments from 1 January 2018 resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements. In accordance with the transitional provisions in IFRS 9(7.2.15) and (7.2.26), comparative figures have not been restated.

The adoption of IFRS 9 had the following impact on the group:

- a change in the classification of the measurement categories for financial instruments; and
- a change from the IAS 39 incurred loss model to the expected credit loss (ECL) model to calculate impairments of financial instruments.

The group's management has assessed which business models apply to the financial assets held by the group and has classified its financial instruments into the appropriate IFRS 9 categories as follows:

- loan receivables with a contractual period greater than 12 months, are mainly represented by preference shares issued within the group and enterprise development loans;
- trade receivables consisting mainly of large tour operators; and
- casino debtors consisting of a small group of VIP customers.

### Trade receivables

Due to the intrinsic nature of trade receivables, where they should mature within a period of less than 12 months, the group has adopted the simplified approach to measuring expected credit losses, which uses a lifetime expected credit loss allowance for all trade receivables. This approach included the following:

- separating different categories of trade receivables with similar loss patterns;
- calculating default rates within specific time frames over a specific year using historical credit loss experience; and
- adjusting the default rates with forward looking macro-economic forecasts.

Applying the expected credit loss model resulted in a decrease of the loss allowance by R28 million on 1 January 2018 (loss allowance balance at 31 December 2017 was R263 million) for trade receivables at amortised cost and an increase in the allowance by R3 million to R238 million in the current reporting period.

R million	1 January 2018 Under IFRS 9	IFRS 9 Adjustment	31 December 2017 as previously reported
<b>Statement of financial position extract</b>			
<i>Non-current assets</i>			
Loans receivable	60	–	60
Trade and other receivables	436	28	408
Available-for-sale financial assets	–	–	–
<i>Current assets</i>			
Loans receivable	3	(3)	6
<i>Other reserves extract</i>			
Retained earnings	25	25	–

### Financial asset carried at amortised cost arising from inter-company loans repayable on demand

Most of the debt instruments within the group represent inter-company loans that eliminate in these consolidated financial statements. However, the process described below has been consistently applied to all financial assets throughout the group.

### Financial assets with fixed repayment terms

Includes those debt investments held at amortised cost with fixed maturity dates. The effect on 31 December 2017 has been adjusted against opening retained earnings as evidenced above.

Management has assessed the credit risk of these loans and based upon the factors listed below, considered them to be low risk, and that there has not been a significant increase in the credit risk relating to these loans in respect of the following:

- there have been no significant financial difficulties noted with the issuer or the borrower;
- there have been no breach of contracts or defaults by the borrower;
- it is not probable that any of the borrowers will enter bankruptcy or other financial reorganisation;
- there is still an active market for the borrowers; and
- no existence of deep discounts on the financial assets concerned.

Therefore these loans are considered to be stage 1 loans in terms of IFRS 9 and the impairment provision is determined as 12 months expected credit losses through the application of the formula  $PD\% \times LGD\% \times EAD$ .

- the probability of default (PD) – that is, the likelihood that the borrower would not be able to repay in the very short payment period;
- the loss given default (LGD) – that is, the loss that occurs if the borrower is unable to repay in that very short payment period; and
- the exposure at default (EAD) – that is, the outstanding balance at the reporting date.

The PD percentage was supplied by external actuarial consultants after a review of the individual financial statements of the entity concerned. The process and model used in determining these percentages varied under 5%.

The LGD was calculated after considering the existence of collateral, guarantees and letters of support given by group companies. The EAD is simply the outstanding balance at the reporting date.

### Equity instruments carried at fair value through other comprehensive income

The group historically accounted for available for sale investments in terms of IAS 39 at fair value. In terms of IFRS 9: Available-for-Sale investments are measured at fair value through other comprehensive income. The only available-for-sale investment the group held was impaired in the prior financial year, thus the IFRS 9 effect was assessed as immaterial.

### Financial instruments carried at fair value through profit and loss (FVPL)

The group does not have any financial instruments that are carried at FVPL.

### Financial liabilities

The group identified the following financial liabilities and assessed them against the following IFRS 9 criteria, with no change in the measurement or classification of these liabilities:

- borrowings;
- forward purchase liability (put liability);
- derivative liability; and
- contract and other liabilities.

No changes were made to the above liabilities.

### IFRS 15: Revenue From Contracts With Customers

The group has adopted IFRS 15, fully retrospectively from 1 January 2018.

Revenue is recognised to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Management performed a detailed assessment of each revenue stream in terms of the following criteria:

- the unique contract with the customers was identified;
- the various performance obligations in the contract were separately identified;
- the transaction price for the contract was determined; and
- the transaction price was allocated to the various separately identifiable performance obligations.

We were satisfied that revenue is recognised once the relevant performance obligations are met.

The following 4 income streams were identified and assessed against the scope of IFRS 15 and IFRS 9:

#### 1) Net gaming win, including limited pay out machines (LPM'S) and online sports betting income

Gaming transactions represent an agreement between the customer and Sun International whereby, based on the outcome of an event (such as the results of accumulated cards in a hand of play for a table game or the outcome of the individual bet on a slot machine game) either the gaming entity retains the amount bet by the customer or the bet is returned to the customer along with an additional amount effectively representing the gaming entity's side of the bet in the agreement. Accordingly a single bet transaction either results in a net inflow of consideration to the gaming entity or a net outflow of amounts to the customer. Accordingly, the amount recognised and reported for gaming transactions is the difference between gaming wins and losses. This is referred to as net gaming win or loss.

Fixed-odds wagering contracts resulting in the generation of the net gaming win or loss, are typically outside the scope of the revenue standard for IFRS reporting entities. Under IFRS, when a gaming entity takes a position against its customer, the resulting unsettled position is likely to meet the definition of a derivative. Therefore, those contracts should be accounted for under the financial instruments standards rather than the revenue standard.

Bets placed by customers (cash in) and winnings paid to customers (cash out) are separately identifiable. However the VAT is levied on the net win by applying the tax fraction over the net gaming win and provincial gaming levies. These costs are included in net gaming wins and are disclosed separately on the face of the statement of comprehensive income as direct costs.



## 2) Hotel and conferencing

The revenue derived from hotel rooms is included in Rooms revenue. Revenue is recognised as the performance obligations are met over time as the services are rendered.

Payments for the above services rendered are either received in advance, upon check out or through the utilisation of customer loyalty programs.

Management is satisfied that IFRS 15 has no material impact on how hotel revenue is currently recognised.

## 3) Food and Beverage

Revenue from Food and Beverage is recognised at a point in time, when the goods are provided to the customer.

Payments for the above services rendered are either received in advance, upon check out, upon purchase of product or through the utilisation of customer loyalty programs.

Management is satisfied that IFRS 15 has no material impact on how Food and Beverage revenue is recognised.

## 4) Other revenue

The revenue derived from the below revenue streams, are included in other revenue and are not considered to be part of the main revenue-generating activities of the entity. Revenue is recognised as performance obligations are met over time, and include the following:

- other conferencing and entertainment revenue;
- management fee income;
- membership revenue;
- merchandise revenue;
- entrance fee revenue; and
- time share revenue.

Management is satisfied that IFRS 15 has no material impact on the current manner in which revenue is recognised.

The following income streams are excluded from the scope of IFRS 15:

- net gaming wins (included in total "income");
- rental income (included in "other income");
- dividend income (included in "other income"); and
- concessionaire income (included in "other income").

## Transition to IFRS 15

Due to the nature of the group's revenue, management assessed the IFRS 15 impact as immaterial to revenue recognised in the current and prior years. Management's assessment included an assessment of the impact of IFRS 15 on the group's customer loyalty programme which it assessed as insignificant. Therefore, no adjustments were recorded besides the reclassification of net gaming wins as "income" on the face of the statement of comprehensive income for the current and prior financial year.

## 4. HYPERINFLATION

IAS 29: Financial Reporting in Hyperinflationary Economies, has been applied by Nuevo Plaza Hotel Mendoza S.A., a subsidiary of Sun International, whose functional currency is the Argentine peso. The economy of Argentina was assessed to be hyperinflationary, effective 1 July 2018, and hyperinflation accounting has been applied, as if the economy has always been hyperinflationary. The results of this entity have been adjusted in terms of the measuring unit currency at the end of the year. The monetary gains or losses were immaterial for the current year.

The financial statements of the group entity whose functional currency is that of a hyperinflationary economy is adjusted in terms of the measuring unit currency at the end of the reporting period. As the presentation currency of the group is that of a non-hyperinflationary economy, comparative amounts are not adjusted for changes in the price level or exchange rates in the current year. Differences between these comparative amounts and current year hyperinflation adjusted equity balances are recognised in other comprehensive income. The carrying amounts of non-monetary assets and liabilities are adjusted to reflect the change in the general price index from the date of acquisition to the end of the reporting period. An impairment loss is recognised in profit or loss if the restated amount of a non-monetary item exceeds its estimated recoverable amount. Gains or losses on the net monetary position are recognised in profit or loss. All items recognised in the statement of comprehensive income are restated by applying the change in the general price index from the dates when the items of income and expenses were initially earned or incurred. At the beginning of the first period of the acquisition date, the components of equity, except retained earnings, are restated by applying a general price index from the dates the components were contributed or otherwise arose. These restatements are recognised directly in equity as an adjustment to opening retained earnings. Restated retained earnings are derived from all other amounts in the restated statement of financial position. In the current year the restatement is reflected at acquisition date in the statement of financial position and equity. At the end of the first period and in subsequent periods, all components of equity are restated by applying a general price index from the beginning of the period or the date of contribution, if later. All items in the statement of cash flows are expressed in terms of the general price index at the end of the reporting period.

Accordingly, the results, cash flows and financial position of the group's subsidiary Nuevo Plaza Hotel Mendoza S.A. have been expressed in terms of the measuring unit currency at the reporting date.

A detailed table of indices is published monthly by the Government Board of the Argentine Federation of Professional Councils of Economic Sciences and the extract below was used in our assessment.

Date	Base year	General price index	Inflation rate (%)
31 December 2018	11 July 2018	2 178,61	12,70%

## 5. STANDARDS ISSUED NOT YET IMPLEMENTED

The group has evaluated the effect of all new standards, amendments and interpretations that have been issued but which are not yet effective. Based on the evaluation, management does not expect these standards, amendments and interpretations to have a significant impact on the group's results and disclosures.





## IFRS 16: Leases

IFRS 16 was issued in January 2016 and will be adopted by the group on 1 January 2019. It will result in almost all leases being recognised on the statement of financial position by lessees, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals is recognised. The only exceptions are short-term and low-value leases (such as leases of operating equipment etc.). The group intends to apply the simplified transition approach and will not restate comparative amounts for the year prior to first adoption. All right-of-use assets (including property leases) will be measured at the amount of the lease liability on adoption (adjusted for any prepaid or accrued lease expenses).

The group has set up a project team which is currently assessing the impact of this standard and the impact on the future annual financial statements. The group plans to elect the practical expedient to not reassess the definition of leases.

As at the reporting date, the group has non-cancellable operating lease commitments of R1.4 billion. Of these commitments, approximately R59 million relate to short-term, low value leases which will continue to be recognised on a straight-line basis as expense in profit or loss.

For the remaining lease commitments, the group will recognise a right of use asset which will initially be measured at the amount of the future lease liability plus any initial direct cost incurred. The group will also record the corresponding lease liability which will initially be measured at the present value of the lease payments payable over the lease term, discounted at the rate implicit in the lease. We expect this to result in an increase in current and long-term liabilities, and an increase in non-current assets.

The most significant operating leases that the group has pertain to the following properties:

- the Maslow Sandton (Maslow segment);
- the head office building (management companies segment);
- the Table Bay property (Table Bay segment);
- New York Casino in Peru (Peru excluding Thunderbird segment);
- Pachanga Independencia Casino in Peru (Peru excluding Thunderbird segment); and
- Luxor Casino in Peru (Thunderbird segment).

The adoption of the standard will result in a change in the presentation of lease payments in the statement of comprehensive income. The lease payments currently disclosed as operating expenses, will in future, under the right-of-use model, be disclosed as depreciation and interest expense will be recognised separately. Operating cash flows will increase and financing cash flows are expected to decrease as repayment of the principal portion of the lease liabilities will be classified as cash flows from financing activities.

The group's activities as a lessor are not material, however some additional disclosures will be required in the following reporting period.

# SUMMARY GROUP STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	Audited Year ended 31 December 2018	Audited Year ended 31 December 2017*
<b>Continuing operations</b>		
Net gaming wins	13 199	12 336
Revenue	3 221	3 015
<b>Income</b>	16 420	15 351
Consumables and services	(1 633)	(1 649)
Depreciation and amortisation	(1 643)	(1 593)
Employee costs	(3 187)	(2 923)
Impairment of assets	(306)	(93)
Levies and VAT on casino revenue	(3 393)	(3 089)
LPM site owners commission	(327)	(299)
Promotional and marketing costs	(1 015)	(998)
Property and equipment rentals	(215)	(187)
Property costs	(806)	(722)
Other operational costs	(1 629)	(1 638)
<b>Operating profit</b>	2 266	2 160
Foreign exchange gains/(losses)	37	(111)
Interest income	77	34
Fair value adjustment to put liability	(27)	(223)
Interest expense	(1 253)	(1 088)
Share of profit of investments accounted for using the equity method	8	2
<b>Profit before tax</b>	1 108	774
Tax	(547)	(495)
<b>Profit for the year from continuing operations</b>	561	279
<b>Loss for the year from discontinued operations</b>	(210)	(291)
<b>Profit/(loss) for the year</b>	351	(12)

\* The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations, as well as for IFRS 15 net gaming wins, which was previously disclosed as revenue.



# SUMMARY GROUP STATEMENT OF COMPREHENSIVE INCOME continued

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	Audited Year ended 31 December 2018	Audited Year ended 31 December 2017*
<b>Other comprehensive income:</b>		
<i>Items that will not be reclassified to profit or loss</i>		
Remeasurements of post-employment benefit obligations	(20)	51
Tax on remeasurements of post-employment benefit obligations	6	(14)
Net loss on Time Square hedge	–	66
<i>Items that may be reclassified to profit or loss</i>		
Net profit/(loss) on cash flow hedges	26	(27)
Currency translation reserve	195	(78)
<b>Total comprehensive profit/(loss) for the year</b>	<b>558</b>	<b>(14)</b>
<b>Profit/(loss) for the year attributable to:</b>	<b>351</b>	<b>(12)</b>
Minorities	358	231
Ordinary shareholders	(7)	(243)
<b>Total comprehensive profit/(loss) for the year attributable to:</b>	<b>558</b>	<b>(14)</b>
Minorities	434	210
Ordinary shareholders	124	(224)
<b>Total comprehensive profit/(loss) attributable to ordinary shareholders arises from:</b>	<b>124</b>	<b>(224)</b>
Continuing operations	258	(43)
Discontinued operations	(134)	(181)

\* The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations.

# 6. HEADLINE EARNINGS AND ADJUSTED HEADLINE EARNINGS RECONCILIATION

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	Audited Year ended 31 December 2018	Audited Year ended 31 December 2017*
<b>Loss attributable to ordinary shareholders</b>	<b>(7)</b>	<b>(243)</b>
Net loss on disposal of property, plant and equipment	29	13
Profit on disposal of shares in joint ventures and associates	–	(27)
Net impairment of assets	337	92
Fair value adjustment on investment held for sale	–	43
Tax on the above items	(89)	(12)
Minorities' interests in the above items	(24)	(41)
<b>Headline earnings</b>	<b>246</b>	<b>(175)</b>
Straight-line adjustment for rentals	13	20
Pre-opening expenses	3	48
Transaction costs	–	43
Amortisation of Sun Dreams intangible assets raised as part of PPA	102	148
Fair value adjustment on put option liabilities	27	223
Interest on Time Square note	–	22
Additional Goldrush payment	–	6
Foreign exchange (profit)/losses on inter-company loan	(44)	27
Forward exchange contract losses	75	–
Onerous lease provision reversal	(31)	50
Provision for remaining licence conditions – Fish River	–	20
Restructuring and related costs	–	43
Fair value of debenture	–	6
Other**	46	17
Tax relief on above items	(29)	(89)
Minorities' interest in the above items	(43)	(105)
<b>Adjusted headline earnings<sup>^^</sup></b>	<b>365</b>	<b>304</b>
Continuing adjusted headline earnings	472	485
Discontinued adjusted headline earnings	(107)	(181)

	Cents per share	Cents per share <sup>^</sup>
Basic and diluted (loss)/earnings per share		
Loss/(earnings) per share		
basic	(6)	(243)
diluted	(6)	(243)
Diluted adjusted headline earnings per share	316	304

\* The result pertain to continuing and discontinued operations.

\*\* Other includes various non-recurring exceptional items.

<sup>^</sup> The group has restated the prior year's weighted average number of shares to reflect the effect of Rights Offer as required by IAS 33: Earnings per Share.

<sup>^^</sup> The measure of reporting profit for each segment, that also represents the basis on which the chief operating decision maker reviews segment results, is adjusted EBITDA. Adjusted EBITDA is defined as earnings before interest (which includes gains and losses on foreign exchange transactions), tax, depreciation and amortisation, and is also presented before recognising expenses which are of an unusual and infrequent nature as a result of unforeseen and atypical events.



# SUMMARY GROUP STATEMENT OF FINANCIAL POSITION

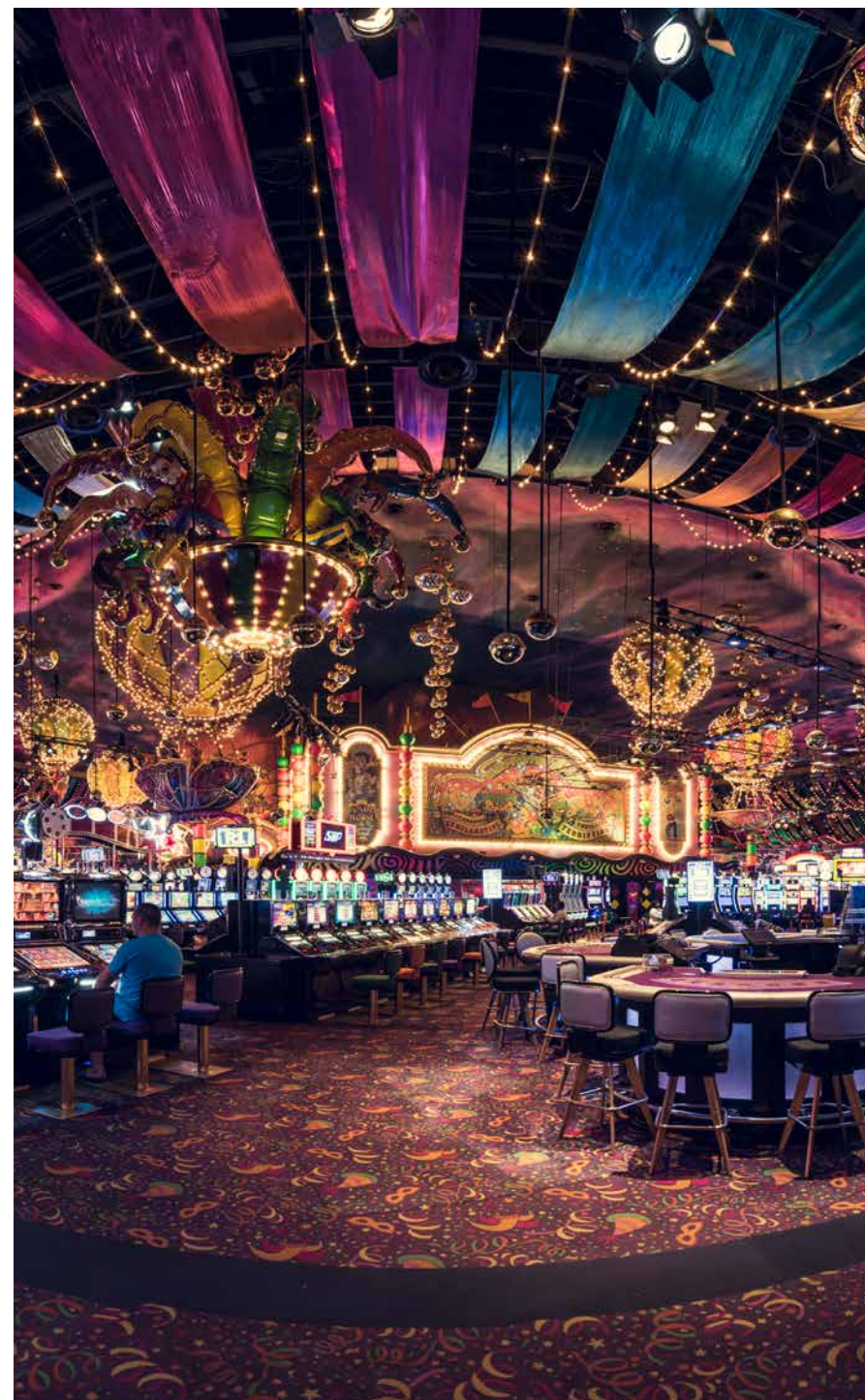
AS AT 31 DECEMBER 2018

R million	Audited Year ended 31 December 2018	Audited Year ended 31 December 2017
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	17 099	18 196
Intangible assets	3 142	2 695
Equity-accounted investments	27	18
Pension fund asset	33	32
Deferred tax <sup>*</sup>	248	912
Trade and other receivables	278	214
	20 827	22 067
<b>Current assets</b>		
Inventory	170	170
Accounts receivable and other <sup>^</sup>	1 418	1 333
Cash and cash equivalents	938	696
	2 526	2 199
<b>Assets held for sale</b>	946	170
<b>Total assets</b>	24 299	24 436
<b>EQUITY AND LIABILITIES</b>		
<b>Capital and reserves</b>		
Ordinary shareholders' equity before put option reserve	3 764	2 058
Put option reserve	(1 286)	(4 651)
Ordinary shareholders' equity/(deficit)	2 478	(2 593)
Minorities' interests	1 808	2 899
	4 286	306
<b>Non-current liabilities</b>		
Deferred tax <sup>*</sup>	444	950
Borrowings	10 551	11 737
Other non-current liabilities**	1 054	1 007
Put option liability	1 331	4 838
	13 380	18 532
<b>Current liabilities</b>		
Accounts payable and other	2 420	2 206
Borrowings	4 115	3 259
	6 535	5 465
<b>Liabilities held for sale</b>	98	133
<b>Total liabilities</b>	20 013	24 130
<b>Total equity and liabilities</b>	24 299	24 436

<sup>^</sup> The opening balance for retained earnings and accounts receivables were restated due to the effect of IFRS 9. Refer to standards implemented.

<sup>\*</sup> The movement in the net deferred tax position of the group relates to the capitalisation of the Time Square development cost that was previously included in work in progress. Acquisition of subsidiaries in Latam also had a further effect on the net deferred tax position.

<sup>\*\*</sup> The accrual of the defined benefit liabilities ceased with effect from 1 October 2017 for all active members and 30 June 2018 for pensioners resulting in a gain of R29 million in the statement of comprehensive income after transferring the pensioner retirement benefit obligation of R415 million and its related plan assets. Therefore there is a Rnil fund obligation relating to the pension fund as at 31 December 2018. An unallocated fund surplus of R411 million remains in the fund at year-end.



# SUMMARY GROUP STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	Share capital and premium	Treasury shares and share options	Foreign currency translation reserve	Share-based payment reserve	Available-for-sale reserve	Reserve for non-controlling interests	Hedging and other reserve	Retained earnings	Ordinary shareholders' equity before put option reserve	Put option reserves	Ordinary shareholders' equity	Minorities' interests	Total equity
<b>Audited</b>													
<b>FOR THE YEAR ENDED 31 DECEMBER 2018</b>													
Balance at 31 December 2017	295	(424)	126	89	–	(2 386)	5	4 353	2 058	(4 651)	(2 593)	2 899	306
IFRS 9 adjustment	–	–	–	–	–	–	–	25	25	–	25	–	25
<b>Restated balance at 1 January 2018<sup>^</sup></b>	<b>295</b>	<b>(424)</b>	<b>126</b>	<b>89</b>	<b>–</b>	<b>(2 386)</b>	<b>5</b>	<b>4 378</b>	<b>2 083</b>	<b>(4 651)</b>	<b>(2 568)</b>	<b>2 899</b>	<b>331</b>
Total comprehensive income for the year	–	–	119	–	–	–	12	(7)	124	–	124	434	558
Treasury shares purchased	–	(7)	–	–	–	–	–	–	(7)	–	(7)	–	(7)
Reclassification of share options	–	37	–	(38)	–	–	–	1	–	–	–	–	–
Employee share schemes	–	–	–	34	–	–	–	–	34	–	34	–	34
Rights issue	1 598	–	–	–	–	–	–	–	1 598	–	1 598	–	1 598
Acquisition of minorities' interests	–	–	(134)	–	–	(117)	–	183	(68)	3 365	3 297	(575)	2 722
Capitalisation of loan to minorities interest	–	–	–	–	–	–	–	–	–	–	–	(533)	(533)
Dividends paid to minorities	–	–	–	–	–	–	–	–	–	–	–	(417)	(417)
<b>Balance at 31 December 2018</b>	<b>1 893</b>	<b>(394)</b>	<b>111</b>	<b>85</b>	<b>–</b>	<b>(2 503)</b>	<b>17</b>	<b>4 555</b>	<b>3 764</b>	<b>(1 286)</b>	<b>2 478</b>	<b>1 808</b>	<b>4 286</b>
<b>Audited</b>													
<b>FOR THE YEAR ENDED 31 DECEMBER 2017</b>													
Balance at 31 December 2016	295	(604)	165	116	4	(2 411)	(54)	4 502	2 013	(4 651)	(2 638)	3 171	533
Correction of PPA misallocation	–	–	–	–	–	235	–	–	235	–	235	(235)	–
Dreams SA merger PPA finalisation adjustment	–	–	–	–	–	131	–	–	131	–	131	–	131
<b>Balance at 31 December 2016 restated</b>	<b>295</b>	<b>(604)</b>	<b>165</b>	<b>116</b>	<b>4</b>	<b>(2 045)</b>	<b>(54)</b>	<b>4 502</b>	<b>2 379</b>	<b>(4 651)</b>	<b>(2 272)</b>	<b>2 936</b>	<b>664</b>
Total comprehensive income for the year	–	–	(39)	–	–	–	59	(243)	(223)	–	(223)	209	(14)
Treasury shares purchased	–	(11)	–	–	–	–	–	–	(11)	–	(11)	–	(11)
Employee share schemes	–	27	–	(27)	–	–	–	1	1	–	1	–	1
Time Square SPV	–	–	–	–	–	(84)	–	–	(84)	–	(84)	84	–
Fair value adjustment on investment held for sale	–	–	–	–	(4)	–	–	–	(4)	–	(4)	–	(4)
Disposal of interest in Botswana, Namibia and Lesotho operations	–	–	–	–	–	(257)	–	257	–	–	–	–	–
Release of share options reserve	–	164	–	–	–	–	–	(164)	–	–	–	–	–
Dividends paid to minorities	–	–	–	–	–	–	–	–	–	–	–	(330)	(330)
<b>Balance at 31 December 2017</b>	<b>295</b>	<b>(424)</b>	<b>126</b>	<b>89</b>	<b>–</b>	<b>(2 386)</b>	<b>5</b>	<b>4 353</b>	<b>2 058</b>	<b>(4 651)</b>	<b>(2 593)</b>	<b>2 899</b>	<b>306</b>

<sup>^</sup> The opening balance for retained earnings was restated due to the effect of IFRS 9. Refer to standards implemented.



# SUMMARY GROUP STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	Audited Year ended 31 December 2018	Audited Year ended 31 December 2017*
<b>Cash generated by operations before:</b>	<b>4 278</b>	3 602
Vacation Club timeshare sales	145	158
<b>Cash generated by operations</b>	<b>4 423</b>	3 760
Tax paid	(711)	(769)
<b>Net cash generated by operating activities</b>	<b>3 712</b>	2 991
Purchase of property, plant and equipment	(880)	(2 558)
Disposal of property, plant and equipment	123	32
Purchase of intangible assets	(171)	(43)
Acquisition of subsidiaries, net of cash acquired	(586)	–
Disposal of investment in joint venture	–	121
Investment income received	77	34
<b>Net cash flows utilised in investing activities</b>	<b>(1 437)</b>	(2 414)
Cash paid for the purchase of treasury shares	(7)	(11)
Purchase of additional non-controlling shareholding in subsidiaries	(678)	–
Dividends paid to minorities	(417)	(330)
Interest paid	(1 258)	(1 204)
Increase in other non-current liabilities	47	90
Increase in loan to non-controlling interest	(673)	–
Capital raised through Rights Offer	1 598	–
(Decrease)/increase in borrowings	(600)	487
<b>Net cash flows utilised in financing activities</b>	<b>(1 988)</b>	(968)
Effect of exchange rates upon cash and cash equivalents	(14)	(34)
Increase/(decrease) in cash and cash equivalents	273	(425)
Cash and cash equivalents at beginning of the year	709	1 134
<b>Cash and cash equivalents at end of the year*</b>	<b>982</b>	709
Assets held for sale	(44)	(40)
<b>Cash and cash equivalents at end of the year excluding non-current assets held for sale</b>	<b>938</b>	669
<b>Cash flows from discontinued operations</b>	<b>(11)</b>	5

\* The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations.

# 7. SUPPLEMENTARY INFORMATION

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	Audited Year ended 31 December 2018	Audited Year ended 31 December 2017*
<b>ADJUSTED EBITDA RECONCILIATION</b>		
<b>Continuing operating profit</b>	<b>2 266</b>	2 160
Depreciation and amortisation	1 643	1 593
Net profit/(loss) on disposal of property, plant and equipment**	(12)	13
Straight-line adjustment for rentals***	13	20
Impairment of assets**	306	92
Pre-opening expenses***	3	48
Transaction costs	–	43
Profit on disposal of shares in associates and subsidiaries**	–	(27)
Onerous lease provision	–	50
Restructure and related costs	–	43
Provision for remaining licensing conditions – Fish River	–	20
Additional Goldrush payment	–	6
Fair value adjustment on investment held for sale	–	43
Forward exchange contract losses***	75	–
Other***	63	39
<b>Adjusted EBITDA</b>	<b>4 357</b>	4 143
<b>Adjusted EBITDA margin (%)</b>	<b>27</b>	27

\* The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations.

\*\* Items identified above are included as headline adjustments.

\*\*\* Items identified above are included as adjusted headline earnings adjustments impacting operating profit in the segmental analysis. Other includes various non-recurring exceptional items. The measure of reporting profit for each segment, that also represents the basis on which the chief operating decision maker reviews segment results, is adjusted EBITDA. Adjusted EBITDA is defined as earnings before interest (which includes gains and losses on foreign exchange transactions), tax, depreciation and amortisation, and is also presented before recognising expenses which are of an unusual and infrequent nature as a result of unforeseen and atypical events.



# 7. SUPPLEMENTARY INFORMATION

## continued

FOR THE YEAR ENDED 31 DECEMBER 2018

	Audited Year ended 31 December 2018	Audited Year ended 31 December 2017 <sup>*</sup>
<b>Number of shares ('000)</b>		
– for basic EPS/HEPS/adjusted HEPS	<b>115 360</b>	100 079
– for diluted EPS/HEPS/adjusted HEPS	<b>115 377</b>	100 079
<b>Earnings/(loss) per share (cents)<sup>^</sup></b>		
– basic	<b>(6)</b>	(243)
– headline	<b>213</b>	(175)
– adjusted headline	<b>316</b>	304
– diluted basic	<b>(6)</b>	(243)
– diluted headline	<b>213</b>	(175)
– diluted adjusted headline	<b>316</b>	304
<b>Continuing – earnings/(loss) per share (cents)<sup>^</sup></b>		
– basic	<b>110</b>	(62)
– headline	<b>287</b>	7
– adjusted headline	<b>410</b>	486
– diluted basic	<b>110</b>	(62)
– diluted headline	<b>287</b>	7
– diluted adjusted headline	<b>409</b>	486
<b>Discontinued – loss per share (cents)<sup>^</sup></b>		
– basic loss per share	<b>(116)</b>	(181)
– headline loss per share	<b>(74)</b>	(182)
– adjusted headline loss per share	<b>(94)</b>	(182)
– diluted basic loss per share	<b>(116)</b>	(181)
– diluted headline loss per share	<b>(74)</b>	(182)
– diluted adjusted headline loss per share	<b>(93)</b>	(182)

<sup>\*</sup> The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations.

<sup>^</sup> The group has restated the prior year's weighted average number of shares to reflect the effect of Rights Offer as required by IAS 33: Earnings per Share.

	Audited Year ended 31 December 2018	Audited Year ended 31 December 2017 <sup>*</sup>
<b>TAX RATE RECONCILIATION</b>		
Profit before tax	<b>1 108</b>	774
Share of associates' losses	<b>(8)</b>	(2)
<b>Adjusted profit before tax</b>	<b>1 100</b>	772
	<b>%</b>	<b>%</b>
Effective tax rate	<b>61</b>	103
Preference share funding	<b>(3)</b>	(6)
Depreciation on non-qualifying buildings	<b>(2)</b>	(4)
Non-deductible expenditure – expenses incurred to produce exempt income	–	(1)
Other non-deductible expenditure	<b>(5)</b>	(20)
Movement in put options	<b>(1)</b>	(13)
Exempt income – dividend income	–	7
Exempt income – other (lessor contribution, associated income and disposal of income earning structure)	–	2
Tax incentives	<b>1</b>	1
Deductible foreign withholding taxes	–	(1)
Chilean capital indexed to inflation tax adjustment	<b>(8)</b>	–
Utilisation of tax losses not previously recognised	<b>2</b>	–
Tax losses not meeting recognition criteria	<b>(16)</b>	(44)
Discontinued operation – (tax losses not meeting recognition criteria)	<b>(7)</b>	–
Adjustment for current tax of prior periods	<b>7</b>	4
Rate change	<b>(1)</b>	–
South African corporate tax rate	<b>28</b>	28
<b>OTHER METRICS</b>		
Adjusted EBITDA to interest (times) – South Africa	<b>3,2</b>	3,3
Borrowings to adjusted EBITDA (times) – South Africa	<b>3,0</b>	3,7
Net asset value per share (Rand)	<b>31,3</b>	2,8
Capital expenditure (R million)	<b>1 050</b>	2 591
Capital commitments (R million)	<b>1 496</b>	1 771

<sup>\*</sup> The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations.



## 8. SEGMENT REVIEW

FOR THE YEAR ENDED 31 DECEMBER 2018

The South African segment review is set out below:

R million	Income			Adjusted EBITDA			Adjusted operating profit		
	2018	%	2017	2018	%	2017	2018	%	2017
GrandWest	2 214	3	2 155	868	2	850	727	1	721
Sun City	1 672	(3)	1 731	205	(14)	237	(8)	<(100)	26
Sibaya	1 289	2	1 269	430	(2)	439	360	(6)	385
Carnival City	961	(2)	980	231	(9)	254	163	1	162
Boardwalk	532	(4)	552	95	–	95	23	(15)	27
Wild Coast Sun	498	4	481	95	2	93	47	2	46
Meropa	308	2	302	94	(2)	96	74	(1)	75
Windmill	273	7	255	95	20	79	75	32	57
Flamingo	165	(4)	172	40	(15)	47	26	(21)	33
Golden Valley	170	(3)	176	32	(18)	39	17	(26)	23
Table Bay	341	(4)	354	78	(12)	89	59	(16)	70
The Maslow	142	(4)	148	(35)	(59)	(22)	(47)	(18)	(40)
Naledi	20	(5)	21	(1)	86	(7)	(2)	75	(8)
<b>South African casinos</b>	<b>8 585</b>	–	8 596	<b>2 227</b>	(3)	2 289	<b>1 514</b>	(4)	1 577
Sun Slots	1 162	10	1 060	287	15	249	222	34	166
SunBet	77	57	49	8	>100	2	6	>100	–
<b>Comparable South African operations*</b>	<b>9 824</b>	1	9 705	<b>2 522</b>	(1)	2 540	<b>1 742</b>	–	1 743
Time Square	1 247	51	827	305	66	184	69	>100	26
<b>South African operations including Time Square</b>	<b>11 071</b>	5	10 532	<b>2 827</b>	4	2 724	<b>1 811</b>	2	1 769
Carousel	163	(34)	246	(15)	<(100)	28	(33)	<(100)	10
Fish River	–	(100)	21	(1)	95	(21)	(1)	96	(23)
Morula	–	(100)	38	(1)	75	(4)	(1)	80	(5)
Management companies	569	(4)	593	175	(9)	193	150	(11)	168
Inter-company management fees	(549)	–	(548)	–	–	–	–	–	–
	<b>11 254</b>	3	10 882	<b>2 985</b>	2	2 920	<b>1 926</b>	–	1 919

\* Comparable South African operations exclude Time Square, Carousel, management companies, Morula and Fish River.



# 8. SEGMENT REVIEW continued

## SEGMENTAL INCOME ANALYSIS

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	Net gaming wins								Revenue from contracts with customers									
	Total net gaming wins		Tables		Slots		Alternate Gaming income		Total revenue		Rooms		Food & Beverage		Other		Total income	
	2018	2017*	2018	2017*	2018	2017*	2018	2017*	2018	2017*	2018	2017*	2018	2017*	2018	2017*	2018	2017*
<b>South African operations</b>	<b>8 878</b>	8 520	<b>1 457</b>	1 343	<b>6 182</b>	6 068	<b>1 239</b>	1 109	<b>2 925</b>	2 910	<b>990</b>	976	<b>903</b>	921	<b>1 032</b>	1 013	<b>11 803</b>	11 430
GrandWest	<b>2 121</b>	2 066	<b>347</b>	327	<b>1 774</b>	1 739	–	–	<b>93</b>	89	<b>2</b>	2	<b>62</b>	61	<b>29</b>	26	<b>2 214</b>	2 155
Sun City	<b>512</b>	577	<b>113</b>	127	<b>399</b>	450	–	–	<b>1 160</b>	1 154	<b>495</b>	498	<b>363</b>	388	<b>302</b>	268	<b>1 672</b>	1 731
Sibaya	<b>1 199</b>	1 183	<b>292</b>	289	<b>907</b>	894	–	–	<b>90</b>	86	<b>18</b>	14	<b>65</b>	62	<b>7</b>	10	<b>1 289</b>	1 269
Time Square	<b>1 096</b>	744	<b>314</b>	223	<b>782</b>	521	–	–	<b>151</b>	83	<b>25</b>	–	<b>96</b>	66	<b>30</b>	17	<b>1 247</b>	827
Carnival City	<b>891</b>	901	<b>163</b>	162	<b>728</b>	739	–	–	<b>70</b>	79	<b>5</b>	6	<b>46</b>	50	<b>19</b>	23	<b>961</b>	980
Boardwalk	<b>439</b>	452	<b>52</b>	48	<b>387</b>	404	–	–	<b>93</b>	100	<b>38</b>	36	<b>41</b>	50	<b>14</b>	14	<b>532</b>	552
Wild Coast Sun	<b>387</b>	373	<b>68</b>	52	<b>319</b>	321	–	–	<b>111</b>	108	<b>39</b>	39	<b>40</b>	37	<b>32</b>	32	<b>498</b>	481
Carousel	<b>144</b>	225	<b>11</b>	19	<b>133</b>	206	–	–	<b>19</b>	21	<b>5</b>	6	–	–	<b>14</b>	15	<b>163</b>	246
Meropa	<b>271</b>	275	<b>32</b>	29	<b>239</b>	246	–	–	<b>37</b>	27	<b>10</b>	4	<b>26</b>	21	<b>1</b>	2	<b>308</b>	302
Table Bay	–	–	–	–	–	–	–	–	<b>341</b>	354	<b>263</b>	270	<b>70</b>	76	<b>8</b>	8	<b>341</b>	354
Windmill	<b>260</b>	243	<b>45</b>	45	<b>215</b>	198	–	–	<b>13</b>	12	–	–	<b>13</b>	12	–	–	<b>273</b>	255
Sun Slots	<b>1 162</b>	1 060	–	–	–	–	<b>1 162</b>	1 060	–	–	–	–	–	–	–	–	<b>1 162</b>	1 060
Morula	–	36	–	4	–	32	–	–	–	2	–	–	2	–	–	–	–	38
Flamingo	<b>150</b>	158	<b>12</b>	10	<b>138</b>	148	–	–	<b>15</b>	14	–	–	<b>13</b>	14	<b>2</b>	–	<b>165</b>	172
Golden Valley	<b>152</b>	160	<b>8</b>	8	<b>144</b>	152	–	–	<b>18</b>	16	<b>5</b>	3	<b>11</b>	12	<b>2</b>	1	<b>170</b>	176
SunBet	<b>77</b>	49	–	–	–	–	<b>77</b>	49	–	–	–	–	–	–	–	–	<b>77</b>	49
Maslow	–	–	–	–	–	–	–	–	<b>142</b>	148	<b>84</b>	88	<b>54</b>	57	<b>4</b>	3	<b>142</b>	148
Other operating segments	<b>17</b>	18	–	–	<b>17</b>	18	–	–	<b>4</b>	24	<b>1</b>	10	<b>3</b>	13	–	1	<b>21</b>	42
Management and corporate office	–	–	–	–	–	–	–	–	<b>568</b>	593	–	–	–	–	<b>568</b>	593	<b>568</b>	593
<b>Nigerian operations</b>	<b>60</b>	57	<b>11</b>	10	<b>49</b>	47	–	–	<b>88</b>	86	<b>47</b>	41	<b>41</b>	41	–	4	<b>148</b>	143
<b>Latam operations</b>	<b>4 261</b>	3 759	<b>798</b>	720	<b>3 463</b>	3 039	–	–	<b>757</b>	567	<b>292</b>	224	<b>450</b>	334	<b>15</b>	9	<b>5 018</b>	4 326
Monticello	<b>1 692</b>	1 546	<b>489</b>	466	<b>1 203</b>	1 080	–	–	<b>212</b>	127	<b>8</b>	16	<b>199</b>	111	<b>5</b>	–	<b>1 904</b>	1 673
Dreams SCJ licences	<b>1 227</b>	1 180	<b>84</b>	86	<b>1 143</b>	1 094	–	–	<b>354</b>	352	<b>159</b>	178	<b>193</b>	174	<b>2</b>	–	<b>1 581</b>	2 367
Dreams Municipal licences	<b>739</b>	756	<b>74</b>	87	<b>665</b>	669	–	–	<b>84</b>	79	<b>27</b>	30	<b>53</b>	49	<b>4</b>	–	<b>823</b>	–
<b>Chile total</b>	<b>3 658</b>	3 482	<b>647</b>	639	<b>3 011</b>	2 843	–	–	<b>650</b>	558	<b>194</b>	224	<b>445</b>	334	<b>11</b>	–	<b>4 308</b>	4 040
Sun Chile office	–	–	–	–	–	–	–	–	–	9	–	–	–	–	–	9	–	9
Dreams Peru excluding Thunderbird	<b>287</b>	277	<b>85</b>	81	<b>202</b>	196	–	–	<b>1</b>	–	–	–	–	–	<b>1</b>	–	<b>288</b>	277
Thunderbird	<b>189</b>	–	<b>56</b>	–	<b>133</b>	–	–	–	<b>5</b>	–	–	–	<b>5</b>	–	–	–	<b>194</b>	–
Mendoza	<b>127</b>	–	<b>10</b>	–	<b>117</b>	–	–	–	<b>101</b>	–	<b>98</b>	–	–	–	<b>3</b>	–	<b>228</b>	–
<b>Inter-company management fees</b>	–	–	–	–	–	–	–	–	<b>(549)</b>	(548)	–	–	–	–	<b>(549)</b>	(548)	<b>(549)</b>	(548)
<b>Total</b>	<b>13 199</b>	12 336	<b>2 266</b>	2 073	<b>9 694</b>	9 154	<b>1 239</b>	1 109	<b>3 221</b>	3 015	<b>1 329</b>	1 241	<b>1 394</b>	1 296	<b>498</b>	478	<b>16 420</b>	15 351

\* The prior year comparative financial information was restated to reflect the discontinued operations of Panama and Colombia as required by IFRS 5: Non-Current Assets Held for Sale and Discontinued Operations, as well as for IFRS 15 net gaming wins, which was previously disclosed as revenue.

Income streams are reported on separately as below:

Income outside the scope of IFRS 15:

Tables and Slots: Income from casino gambling operations.

Alternate Gaming income: Income from Sun Slots (including LPM gaming wins) and SunBet

IFRS 15: Revenue from Contracts with Customers:

Food and Beverage: Revenue from bars, restaurant and conferencing operations.

Rooms: Revenue from hotel rooms operations.

Other: Revenue from entertainment, conferencing, Vacation Club and other.



**GrandWest's** income increased 3% to R2.2 billion and adjusted EBITDA increased 2% to R868 million. Slots income was up 2% while tables income was up 6%.

**Sun City** experienced difficult trading conditions, with income down 3%. Tables were impacted by a lower drop, while slots continued to come under pressure in the local market following the opening of a third Electronic Bingo Terminal (EBT) outlet in Rustenburg in October 2017. Rooms revenue was 1% lower than the prior year with occupancy down 5% at 67% and the average room rate up 3% at R1 823. Occupancy was partly impacted by the severe hailstorm on 15 December 2018 which resulted in the resort temporarily losing a number of rooms. Included in Sun City's results is a business interruption claim of R25 million as a result of the storm. As a result of the lower income and the high fixed cost base, adjusted EBITDA was down 14% compared to the prior year.

**Sibaya** income increased by 2% while adjusted EBITDA decreased by 2%, impacted by the VAT increase and legal fees for litigation relating to the award of the EBT licences in the province. We continue to challenge the award of these licences on the basis that the correct process has not been followed. The Sibaya Privé and Food and Beverage refurbishments were completed during the third quarter of the year.

**Time Square** achieved income of R1.3 billion and adjusted EBITDA of R305 million. Casino market share for the year was at 13.5% although for the second half of the year market share was 14.2% reflecting steady growth, which has continued in the early part of 2019 where revenue for January and February were up 9% and 32% respectively. The hotel achieved occupancy of 48% at a room rate of R1 197.

**Carnival City** income decreased 2% with adjusted EBITDA down 9%. Although the property experienced an increase in footfall, average spend continued to drop. The Carnival City Privé and a number of the hotel rooms will be refurbished during 2019.

**Boardwalk's** income decreased 4% with casino income down by 3% and adjusted EBITDA in line with the prior year following certain restructures and cost-cutting initiatives. The property is currently undergoing a comprehensive restructure which will result in further cost reductions.

The shopping mall development is progressing, albeit at a slower pace than we would have preferred. We currently have two experienced retail mall developers who have expressed interest in investing in and developing the mall. The development will likely commence in the second half of 2019.

**Wild Coast Sun** increased income by 4% and adjusted EBITDA by 2%. We submitted our bid for the casino licence renewal on 31 January. The current licence expiring in August 2019.

**The Table Bay** was impacted by the water crisis in Cape Town, which resulted in a number of cancellations and a slowdown in bookings, in the first half of the year. The situation has however improved and we have noticed a pickup in bookings towards the end of the year. Room occupancy decreased by 6% to 69% and the average room rate improved by 6% to R3 188.

The **small urban casinos**, which include Meropa (Limpopo), Windmill (Free State), Flamingo (Northern Cape) and Golden Valley (Western Cape) collectively grew their income by 1% while maintaining adjusted EBITDA in line with the prior year.

The **Carousel** has been severely impacted by Time Square, resulting in income declining by 34%. We have received approval from the North West Gambling Board to restructure operations. The restructure will result in the closure of the tables department, a reduction in slots to 400 and a reduction in headcount. Consultations with the union have commenced.

**Sun Slots** continues to trade well with income and adjusted EBITDA increasing by 10% and 15% respectively.

Management fees and related income of R569 million remained in line with the comparative period, due primarily to lower development fees. Management company costs of R402 million were R24 million higher than the prior year, largely due to the roll out of shared services and the insourcing of our own creative and design team.



## 8. SEGMENT REVIEW continued

FOR THE YEAR ENDED 31 DECEMBER 2018

The Latam segment review is set out below:

R million	Income		Adjusted EBITDA		Depreciation and amortisation		Operating profit	
	2018	2017	2018	2017	2018	2017	2018	2017
Monticello	1 904	1 674	573	417	(168)	(152)	405	265
Sun Dreams SCJ licences	1 581	1 532	612	586	(38)	(35)	574	551
Sun Dreams municipal licences	823	834	287	303	(37)	(47)	250	256
Sun Chile office	–	9	(8)	8	–	–	(8)	8
Central office*	–	–	(193)	(132)	(154)	(145)	(348)	(276)
<b>Chile operations</b>	<b>4 308</b>	<b>4 049</b>	<b>1 271</b>	<b>1 182</b>	<b>(397)</b>	<b>(379)</b>	<b>873</b>	<b>804</b>
Peru excluding Thunderbird Resorts	288	277	32	33	(39)	(35)	(7)	(3)
<b>Comparable operations**</b>	<b>4 596</b>	<b>4 326</b>	<b>1 303</b>	<b>1 215</b>	<b>(436)</b>	<b>(414)</b>	<b>866</b>	<b>801</b>
Thunderbird	194	–	25	–	(11)	–	14	–
Mendoza	228	–	36	–	(10)	–	26	–
<b>Total continuing operations</b>	<b>5 018</b>	<b>4 326</b>	<b>1 363</b>	<b>1 215</b>	<b>(457)</b>	<b>(414)</b>	<b>906</b>	<b>801</b>

\* PPA adjustment included in central office.

\*\* Comparable operations excludes Thunderbird, Mendoza, and the two discontinued units: Ocean Sun and Sun Nao.

Our Latam operations performed well with income growing 6% to R4.3 billion and adjusted EBITDA increasing 8% to R1.3 billion. Sun Dreams' growth was achieved on the back of a strong second half with revenue up 16% and adjusted EBITDA up 12%. Monticello revenue was up 8% and adjusted EBITDA 12% in the second half. The increase in income is partly due to Monticello being closed in July 2017 for 12 days following the unfortunate shooting incident. Monticello benefited from a new arena which opened in June 2017 and a refresh of its restaurant offering. Monticello's adjusted EBITDA also improved due to certain costs being moved from Monticello to the central office to align with other Sun Dreams' properties. Iquique, which is located in a copper mining region, was impacted by a stagnating local economy as well as a lack of investment in the property due to the imminent expiry of the current licence in 2020 when the casino will be relocated to new premises.

The Peruvian operations (excluding Thunderbird Resorts) increased income by 4% while adjusted EBITDA remained in line with the prior comparative period. Thunderbird Resorts, which acquisition was effective 11 April 2018, generated revenue of R194 million and adjusted EBITDA of R25 million. The acquisition of the Park Hyatt Hotel, Casino & Spa in Mendoza, Argentina became unconditional on 11 July 2018 and has performed ahead of expectations in US dollar terms with a strong performance from the hotel. Its US dollar based income was offset partly by the casino that was impacted by the weak currency.

The closure of the International VIP Business and the 66th floor of the Ocean Sun Casino in Panama led to a decrease in income and a significant reduction in costs. We are pursuing opportunities to dispose of the business but until we do so we will continue to operate the casino. Following the closure of the Sun Nao Casino in Colombia, we opened a few small low-cost slot halls utilising the machines and tables from the Sun Nao Casino. The group will dispose of these operations to another Colombian operator and will take a minority stake in the business. We settled the outstanding rental for the Sun Nao Casino at US\$1.5 million, US\$2.3 million below what we had provided for. Both the Colombian and Panama operations are accounted for as discontinued operations.



## 9. GROUP BORROWINGS

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	Total debt	Minorities	Sun International
<b>South Africa</b>	<b>9 174</b>	1 310	7 864
SunWest	728	256	472
Afrisun Gauteng	608	32	576
Afrisun KZN	276	92	184
Emfuleni	507	76	431
Wild Coast	234	70	164
Meropa	74	21	53
Teemane	73	18	55
Windmill	74	20	54
Golden Valley	(12)	(4)	(8)
Sun Slots	24	7	17
Time Square	5 070	722	4 348
Management and corporate	1 518	–	1 518
<b>Nigeria</b>	<b>602</b>	305	297
Shareholder loans	927	470	457
Sun International inter-company debt	(325)	(165)	(160)
<b>Latam</b>	<b>4 890</b>	1 461	3 429
Sun Dreams	4 103	1 461	2 642
Sun Chile	787	–	787
<b>31 December 2018</b>	<b>14 666</b>	3 076	11 590
31 December 2017	14 995	2 654	12 341

### BORROWINGS

In June 2018, Sun International concluded an equity capital raise through a renounceable rights offer (Rights Offer) when it successfully raised an amount of R1.6 billion. The funds from the Rights Offer were utilised to settle debt.

Sun International's borrowings as at 31 December 2018 were R14.7 billion, decreasing from R15.0 billion in December 2017. South African debt reduced from R11.4 billion at 31 December 2017 to R9.2 billion due to strong cash flows and the Rights Offer. Latam debt, however, increased following the raising of a 10-year bond by Sun Dreams for the acquisition of a minority's 20% interest in Sun Dreams, which was funded by Sun Dreams.

The group's statement of financial position remains resilient and the operations continue to generate strong cash flows. The group continues to trade within its debt covenant levels. The group has unutilised borrowing facilities of R1.4 billion and available cash balances of R938 million.

### DEBT COVENANTS

	South Africa		Sun Dreams	
	Actual	Covenant	Actual	Covenant
Debt to adjusted EBITDA	3.0x	3.5x	3.0x	4.5x
Interest cover	3.2x	3.0x		



## 10. CAPITAL EXPENDITURE

FOR THE YEAR ENDED 31 DECEMBER 2018

R million	December 12 months Actual
<b>South African operations</b>	
<b>Expansionary</b>	
Time Square	<b>126</b>
<b>Refurbishment and ongoing</b>	
Sun City	<b>134</b>
GrandWest	<b>110</b>
Sibaya	<b>72</b>
Sun Slots	<b>105</b>
Time Square	<b>14</b>
Other	<b>187</b>
<b>Total South African capital expenditure</b>	<b>622</b>
<b>Latam operations</b>	
Expansionary	<b>85</b>
Refurbishment and ongoing	<b>205</b>
<b>Total Latam capital expenditure</b>	<b>290</b>
<b>Nigerian operations</b>	
Refurbishment and ongoing	<b>12</b>
<b>Total group capital expenditure</b>	<b>1 050</b>

## 11. ACQUISITION OF SUBSIDIARIES

FOR THE YEAR ENDED 31 DECEMBER 2018

### Peru acquisition

Sun Dreams finalised the acquisition of Thunderbird Resorts in Peru on 11 April 2018, for a purchase consideration of R317 million (US\$26 million). The acquisition included net assets of R192 million, intangible assets of R118 million and goodwill recognised of R7 million. Revenue and profit and loss from acquisition date of R194 million and R29 million respectively was accounted for by Sun Dreams. Had the acquisition date been effective from the beginning of the year, revenue of R258 million would have been accounted for and profit and loss would have been Rnil. Thunderbird Resorts consists of 857 slot machines and 50 tables. The acquisition has allowed Sun Dreams to strengthen its position in Peru and diversify its asset base in Latam.

### Argentina acquisition

On 29 June 2018, Sun Dreams entered into an agreement to acquire 100% of the issued share capital of the Park Hyatt Hotel, Casino & Spa in Mendoza, Argentina, for a purchase price of R333 million (US\$25 million) and a potential earn out payment of R35 million (US\$2.6 million). The acquisition included net assets of R11 million, intangible assets of R273 million and goodwill recognised of R84 million. Revenue and profit and loss from acquisition date of R228 million and R25 million respectively were accounted for by Sun Dreams. Had the acquisition date been effective from the beginning of the year, revenue of R342 million and profit of R47 million would have been accounted for. The Park Hyatt Hotel, Casino & Spa comprises of 186 rooms, 695 slot machines and 19 tables and the transaction became unconditional on 11 July 2018.

The acquisition of this hotel and casino is aligned with the board's strategy of diversifying the group's assets across Latam and extending the average length of the licences of the group. The casino licence is valid for a 20-year period.



## DIVIDENDS

Given the need to reduce the high debt levels, the board has decided not to declare and pay a dividend for the year ended 31 December 2018.

## UPDATE ON STRATEGIC INITIATIVES

### Tourist Company of Nigeria (TCN)

The board of the TCN – Federal Palace – has been reconstituted with the Securities Exchange Commission (SEC) of Nigeria appointing two directors thereto. Deloitte was mandated by the SEC to conduct an investigation pertaining to the shareholder dispute, submitted a summarised version of its findings to the SEC after affording TCN an opportunity to comment thereon, in December 2018. We await feedback from Deloitte and the SEC in this regard. We continue to review all opportunities to exit our investment in Nigeria.

### Chile municipal licence bidding process

Shareholders are referred to the announcement released on SENS on 12 June 2018, regarding the outcome of the Chilean Municipal Licence Bidding process. As previously reported, Sun Dreams submitted bids for the two municipal licences that it currently holds, namely Iquique and Puerto Varas and for an additional three licences. On Friday, 8 June 2018, the SCJ adjudicated the bidding process in respect of the five Chilean municipal licences.

The bid for the Iquique municipal licence was awarded to Sun Dreams for a further period of 15 years. Although Sun Dreams' bids met the minimum bid requirements, the remaining four licences were not awarded to Sun Dreams. The economic offers submitted by the successful bidder would not have delivered acceptable rates of return as required by the boards of Sun Dreams and Sun International for similar projects of this nature.

Sun Dreams has launched a court challenge with regards to the award of the Puerto Varas and Pucon licences to Enjoy. It is the view of Sun Dreams and its legal team that the bids that were awarded did not comply with all of the prescribed legal and technical requirements.

## SUNWEST EXCLUSIVITY

The Western Cape Government gazetted draft legislation on 28 February 2018 to establish three zones for casinos in the Cape Metropole and to allow for the relocation of casino licences. The legislation includes changes to the gaming tax tables and conditions for relocation, which will entail additional taxes and fees; obligations to mitigate any negative impacts that relocating a casino may have on the area from where the casino relocates; and provides for economic opportunities for designated groups that reside in the area to which the casino will relocate.

We have submitted comments on the draft legislation and simultaneously engaged with a number of stakeholders, which included the media, local municipalities in Worcester, Caledon and Mykonos, and other interested stakeholder groupings.

## SMOKING LEGISLATION

The Department of Health published the Draft Control of Tobacco Products and Electronic Delivery Systems Bill 2018 (the Draft Bill) for public comment. The Draft Bill, inter alia, proposes prohibiting any person from smoking in an enclosed public place or an enclosed workplace. The operation of casinos falls within the scope of this provision. The effect of the Draft Bill is that casinos may no longer be permitted to designate separate, indoor smoking areas/rooms. We have engaged with the gaming regulators on the matter and the Casino Association of South Africa (CASA) and have made submissions on the Draft Bill.

## GAMING TAXES

### Proposed amendment to the Gauteng casino tax regulations

On 14 January 2019, the MEC responsible for Economic Development, Environment, Agriculture and Rural Development for the Gauteng Province amended Regulation 85 of the Gauteng Gambling Regulations, 1997. The amendment purported to introduce a new tax regime for casinos in Gauteng. Prior to the amendment, Regulation 85 provided that casino licensees were liable to pay a gaming tax amounting to 9% of each licensee's gross weekly gambling income. In terms of the amendment, gaming taxes were to be determined with reference to a sliding scale of gross gaming revenue. The taxes were due to be implemented with effect from 1 April 2019.

CASA, on behalf of its members, vigorously opposed the implementation of the amendment resulting in the MEC's office agreeing to withdraw the implementation of the amendment and recommence the process, including conducting an updated assessment to determine the effect such a proposed tax would have on the Gauteng casino industry.

### South African national gaming tax

It was announced in the 2019 budget speech presented by the Minister of Finance that draft legislation introducing a gambling tax in the form of a 1% on gaming income levy would be published for public comment. This tax had been previously proposed and we will comment on the draft legislation when published.

### Peru gaming taxes

According to a decree published in September 2018, from 1 January 2019, casinos will have to pay a monthly consumption tax levied against each machine and gaming table they offer on their premises. The specific amounts will vary according to the level of gaming income reported by each machine or table. This represents an estimated additional tax of 4.8% to the current 12% tax on gross gaming income. The gaming industry has declared this decree unconstitutional and illegal, and has launched a legal challenge.

## ADDITIONAL CASINO LICENCE

In 2015, the Minister of Trade and Industry published a notice increasing the number of casino licences in South Africa from 40 to 41. The Casino Association of South Africa (CASA) opposed the Minister's actions on the grounds that the Minister failed to comply with the prescripts of the National Gambling Act, 2004. CASA failed in its attempts to overturn the Minister's decision in the North Gauteng High Court. A further appeal to the Supreme Court of Appeal was also unsuccessful. CASA is awaiting counsel's opinion on its prospects of success should the matter be taken on appeal to the Constitutional Court.



## CHANGES TO THE BOARD OF DIRECTORS, APPOINTMENTS TO COMMITTEES AND CHANGES TO IMPORTANT FUNCTIONS OF DIRECTORS

On 5 September 2018, Messrs JA Mabuza and VP Khanyile were appointed as non-executive directors of Sun International, with Mr JA Mabuza being appointed as the deputy chairman of the board, while Ms ZP Zatu was appointed as an additional non-executive director to the Sun International board on 23 November 2018.

Mr DR Mokhobo, who was previously an executive director of Sun International, resigned from the board on 5 September 2018, while retaining his executive responsibilities. The board expresses its thanks to Mr Mokhobo for his valuable contributions made while serving as a director.

In terms of an announcement released on SENS on 6 February 2019, Mr MV Moosa, the present chairman of the board, advised that he would be retiring as a director of Sun International on 14 May 2019 and would be succeeded as chairman by Mr JA Mabuza.

Effective 31 August 2018, Mr S Sithole was appointed as a member of Sun International's investment and remuneration committees. On 22 November 2018, Mr JA Mabuza was appointed as an additional member to Sun International's remuneration, nomination and investment committees, while Mr VP Khanyile was appointed as an additional member to the social and ethics committee. Ms ZP Zatu was appointed as an additional member to Sun International's audit committee on 23 November 2018.

At a board meeting held on 15 March 2019, Mr JA Mabuza was appointed as the chairman of the Sun International nomination committee with effect from 14 May 2019 and following the retirement of Mr MV Moosa.

## ANNUAL GENERAL MEETING

Sun International's 35<sup>th</sup> annual general meeting will be held at The Maslow Hotel, corner of Grayston Drive and Rivonia Road, Sandton, Johannesburg on Tuesday, 14 May 2019 at 09h00 (South African time). Further details of the company's annual general meeting will be contained in Sun International's annual statutory report to be posted to shareholders on or about Friday, 29 March 2019.

## OUTLOOK

We are confident that the positive steps taken by the government to deal with corruption and state-owned entities will have a positive impact on the South African economy. However; we do not anticipate a tangible improvement in the short term. Consequently, we expect continued pressure on disposable income and hence trading to remain subdued. Time Square is expected to gain further market share and grow revenue and adjusted EBITDA. We will continue to focus on improving our operations and guest experience and will take the necessary action on loss-making entities.

Trading in Latam and in particular in Chile, is expected to remain positive with Chile's GDP forecast to grow at a rate of 4% during 2019. We expect our new operations in Peru and Argentina to contribute positively in the first half of 2019. However, interest costs in Latam will

increase following these acquisitions and the acquisition of the minority interest in Sun Dreams. We will continue exploring further growth opportunities in Latam, including in the online space, where a number of countries are going through the process of regulating this industry.

The proceeds from the rights offer will continue to reduce interest costs in South Africa in the first half of 2019, although the number of shares in issue has increased.

## INDEPENDENT AUDITOR'S REPORT ON THE SUMMARY CONSOLIDATED FINANCIAL STATEMENTS

### To the Shareholders of Sun International Limited

#### Opinion

The summary consolidated financial statements of Sun International Limited, contained in the accompanying Sun International Limited audited summary group financial statements, which comprise the summary group statement of comprehensive income, the summary group statement of financial position as at 31 December 2018, cash flows and changes in equity for the year then ended, and related notes, are derived from the audited consolidated financial statements of Sun International Limited for the year ended 31 December 2018.

In our opinion, the accompanying summary consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements, in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports, as set out in Note 2 to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.

#### Summary consolidated financial statements

The summary consolidated financial statements do not contain all the disclosures required by International Financial Reporting Standards and the requirements of the Companies Act of South Africa as applicable to annual financial statements. Reading the summary consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements and the auditor's report thereon.

#### The audited consolidated financial statements and our report thereon

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated 18 March 2019. That report also includes communication of key audit matters. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period.

#### Directors' responsibility for the summary consolidated financial statements

The directors are responsible for the preparation of the summary consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports, set out in Note 2 to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.



### Auditor's responsibility

Our responsibility is to express an opinion on whether the summary consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements based on our procedures, which were conducted in accordance with International Standard on Auditing (ISA) 810 (Revised): Engagements to Report on Summary Financial Statements.

### Other matters

We have not audited future financial performance and expectations expressed by the directors included in the commentary in the accompanying summary consolidated financial statements and accordingly do not express an opinion thereon.

### PricewaterhouseCoopers Inc.

Director: Johan Potgieter

Registered Auditor

Johannesburg

18 March 2019

For and on behalf of the board.

**MV Moosa**

Chairman

**AM Leeming**

Chief Executive

**N Basthdaw**

Chief Financial Officer

### REGISTERED OFFICE

6 Sandown Valley Crescent, Sandown,  
Sandton 2196

### SPONSOR

Investec Bank Limited

### TRANSFER SECRETARIES

Computershare Investor Services (Pty) Ltd,  
1st Floor, Rosebank Towers,  
15 Biermann Avenue,  
Rosebank, 2196

**The report was prepared under the supervision of the chief financial officer,  
N Basthdaw; BCompt (Hons), CTA, CA(SA), MCom, HDip Company Law.**

### DIRECTORS

MV Moosa (chairman), JA Mabuza (deputy chairman),  
PL Campher (lead independent director), AM Leeming (chief executive)\*,  
PD Bacon (British), N Basthdaw (chief financial officer)\*,  
EAMMG Cibie (Chilean), GW Dempster, Dr NN Gwagwa, CM Henry,  
VP Khanyile, BLM Makgabo-Fiskerstrand, S Sithole, ZP Zatu

\* Executive

### GROUP COMPANY SECRETARY

AG Johnston

15 March 2019



# NOTES

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