

### Disclaimer

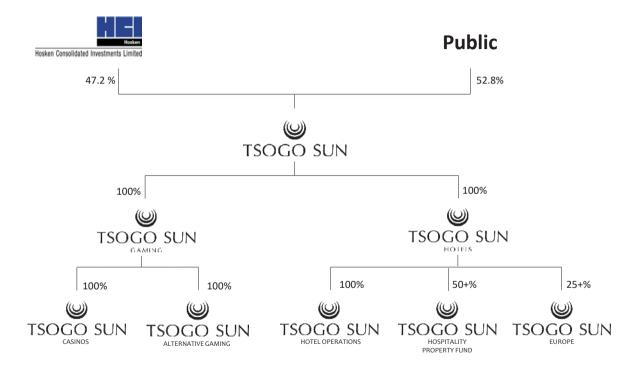
Certain statements in this document may constitute 'forward looking statements'. Such forward looking statements reflect the company's beliefs and expectations and involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of Tsogo Sun Holdings Limited and its subsidiaries to be materially different from the future results, performance or achievements expressed or implied by such forward looking statements. The company undertakes no obligation to update publicly or release any revisions to these forward looking statements to reflect events or circumstances after the date of this document, or to reflect the occurrence of anticipated events. Past performance of the company cannot be relied on as a guide to future performance. Forward-looking statements speak only as at the date of this document. You are cautioned not to place any undue reliance on such forward looking statements. No statement in this document is intended to be a profit forecast.

This document is being supplied to you for informational purposes only. This document is not a prospectus or an offer or invitation or inducement to subscribe for or purchase any securities, and nothing contained herein shall form the basis of any contract or commitment whatsoever. This document does not constitute a recommendation regarding the securities of the company.

No representation or warranty, express or implied, is given by the company, its subsidiaries or any of their respective directors, officers, employees and affiliates or any other person as to the fairness, accuracy or completeness of the information (including data obtained from external sources) or opinions contained in this document, nor have they independently verified such information, and any reliance you place thereon will be at your sole risk. Without prejudice to the foregoing, no liability whatsoever for any loss howsoever arising, directly or indirectly, from any use of information contained in this document, or otherwise arising in connection therewith is accepted by any such person in relation to such information. None of the data in this document has been reviewed or reported on by the group's auditors and no guarantee or warranty as to the data's accuracy, expressed or implied, is given.



## **Group Structure**





## **Management and Board**

#### **TSH Board of Directors**

- **Executive Directors** 
  - Jacques Booysen Group CEO
  - Rob Huddy Group CFO
- **Non-Executive Directors** 
  - Johnny Copelyn Chairman
  - Marcel Golding
  - Mac Gani Audit & Risk and Social & **Ethics Chairman**
  - Busi Mabuza Lead Independent
  - Elias Mphande
  - Jabu Ngcobo
  - Yunis Shaik RemCo Chairman





### **Management and Board**

#### Group Executive Committee

- Corporate
  - Jacques Booysen Group CEO
  - Rob Huddy Group CFO
  - Vusi Dlamini Group HR Director
  - Laurelle McDonald Corporate Finance and Treasury Manager
  - Zibusiso Kganyago Group Development Director
  - Henry Parrymore Chief Information Officer
  - Graham Tyrrell Group Legal Director and Company Secretary

- Casino Gaming
  - Glenn Joseph COO Gaming
  - Greg Lunga FD Gaming
- Alternative Gaming
  - Chris du Toit COO Alternative Gaming
- Hotels
  - Marcel von Aulock CEO Hotels
  - Ravi Nadasen COO Hotels SA
  - Jaco Boshoff FD Hotels





**S**TSOGO SUN

**FINANCIAL OVERVIEW** 

# Financial Overview – Segmental (Rm)

		Income			Ebitdar <sup>(1)</sup>		Ebitdar	Margin %
	H1 F'19	H1 F'18	% Change	H1 F'19	H1 F'18	% Change	H1 F'19	H1 F'18
Casino gaming								
Montecasino	1 329	1 265	5	562	524	7	42.3	41.4
Suncoast	832	821	1	339	357	(5)	40.7	43.5
Gold Reef City	736	734	-	268	262	2	36.4	35.7
Silverstar	355	336	6	106	96	10	30.0	28.7
Golden Horse	198	192	4	83	82	1	41.6	42.8
The Ridge	196	188	4	70	69	1	36.0	36.8
Emnotweni	182	196	(7)	57	69	(17)	31.3	35.4
Hemingways	152	151	1	41	43	(4)	26.9	28.3
Garden Route	111	106	5	42	41	3	37.8	38.5
The Caledon	88	86	3	22	22	-	24.8	25.6
Blackrock	85	78	9	26	27	(1)	31.0	33.9
Mykonos	84	85	(1)	36	39	(9)	42.5	46.1
Goldfields	68	67	2	18	19	(3)	26.9	28.2
Alternative gaming <sup>(2)</sup>								
Galaxy	405	n/a	*	114	n/a	*	28.1	n/a
Vukani	763	n/a	*	210	n/a	*	27.5	n/a
Other gaming operations	113	105	8	(77)	(61)	(26)	*	*
Total gaming operations	5 697	4 410	29	1 917	1 589	21	33.6	36.0
South African hotels(3)	1 725	1 721	_	504	550	(8)	29.2	32.0
Offshore hotels division	306	279	10	74	49	51	24.2	17.6
Pre-foreign exchange				71	47	51	23.2	16.8
Foreign exchange gains				3	2	50	20.2	
Corporate <sup>(3)</sup>	(27)	(25)	8	5	10	(50)	*	*
Group	7 701	6 385	21	2 500	2 198	14	32.5	34.4

loto:

<sup>(3)</sup> Includes R27 million (F'18: R25 million) intergroup management fees



<sup>(1)</sup> All casino units are reported pre-internal gaming management fees

<sup>(2)</sup> Gaming division includes Galaxy and Vukani w.e.f. 20 November 2017

## Financial Overview – Income Statement (Rm)

In	•	^	m	^
ш	ı	u	ш	U

Net gaming win Revenue Rooms Food & beverage Property rental income Other

#### Ebitdar

LTI expense
Property rentals
Amortisation & depreciation
Exceptional items
Net finance costs
Associates and JVs
Taxation
Non-controlling interests

#### Attributable earnings

Adjustments

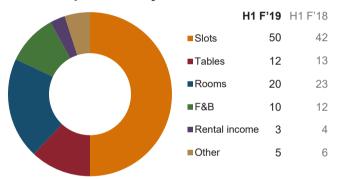
#### Adjusted earnings

H1 F'19	H1 F'18	% Change
7 701	6 385	21
4 792	3 564	35
1 517	1 475	3
793	747	6
202	221	(9)
397	378	5
2 500	2 198	14
25	49	(49)
(169)	(128)	(32)
(529)	(441)	(20)
(136)	(73)	(86)
(602)	(571)	(5)
25	26	(4)
(318)	28	*
(50)	(78)	36
746	1 010	(26)
88	(256)	*
834	754	11



## Financial Overview – Supplementary Info

### **Group Income by Nature %**



#### Total Hotel Ebitdar (Rm)

	H1 F'19	H1 F'18
Hotels SA	504	550
Core business	392	403
Liberty hotels	10	17
HPF <sup>(1)</sup>	102	130
Hotels Gaming	87	83
Hotels Offshore <sup>(2)</sup>	71	47
Ebitdar	662	680
% of Group Ebitdar	26	31

#### Notes:

- (1) Includes HPF 3<sup>rd</sup> party operated hotels
- (2) Pre-forex



## Financial Overview – Adjusted HEPS (Rm)

	H1 F'19		H1	H1 F18	
	Gross	Net	Gross	Net	change
Attributable earnings		746		1 010	(26)
PP&E disposal losses	_		5	4	
Impairment of PP&E	3	2	1	-	
Fair value adjustment on investment property	119	71	-	-	
Associate headline adjustments (net)		(1)		(5)	
Headline earnings		818		1 009	(19)
Pre-opening expenses	1	-	21	15	
Impairment of loans, net of recovery	-	-	2	2	
Restructure costs	6	4	28	21	
Transaction costs	32	25	13	12	
Interest rate swap fair value adjustment	(23)	(14)	3	2	
Debt restructure costs	-	-	2	1	
Derecognition of deferred tax	-	-	-	(307)	
Associate exceptional items (net)		1		(1)	
Adjusted headline earnings		834		754	11
Weighted number of shares in issue (m)		1 059		957	11
Headline EPS (cents)		77.2		105.4	
Adjusted HEPS (cents)		78.8		78.8	



### Financial Overview - Group Cash Flow (Rm)

#### Ebitdar per income statement

Property rentals

#### Ebitda

Working capital adjusted for non-cash and exceptional items including dividend income

Dividend income

#### Cash generated from operations

Finance costs (net)

Taxation paid
Operating equipment purchased

Maintenance capex

#### Free cash flow

Ordinary dividends paid

Non-controlling interests' dividends

Disposal proceeds

Investment activities Share scheme loans

Snare scheme loan

Cash proceeds from rights issue (HPF)

#### Net cash deficit

Currency

#### Move in Net IBD

Opening net IBD

Acquired with acquisitions

Accrued interest, prepaid borrowing costs and IBD currency

#### Closing net IBD

H1 F'19	H1 F'18
<b>2 500</b> (169) <b>2 331</b>	2 198 (128) 2 070
63	(265)
50	54
2 444	1 859
(599)	(568)
(313)	(301)
(31)	(31)
(481)	(407)
1 020	552
(744)	(676)
(213)	(91)
7	2
(651)	(531)
1 -	995
<b>(580)</b>	<b>251</b>
13	1
( <b>567)</b> (12 537) 4	<b>252</b> (12 113)
(204)	(11)
(13 304)	<b>(11 872)</b>

. . . . . . . .



## Financial Overview – Investment Activities (Rm)

Investment	activities
------------	------------

Suncoast expansion
Mykonos land
Monte Circle and Monte Place
SunSquare and SE Cape Town FF&E
Sandton Eye
SE Maputo
Vukani expansion

#### Maintenance capex

Gaming equipment Hotel major refurbishments Other maintenance capex

Other including loan recoveries

#### **Total investment spend**

H1 F'19	H1 F'18
651	531
519	99
-	30
14	10
-	30
-	271
52	84
46	-
20	7
481	407
175	187
74	-
232	220
1 132	938



## Financial Overview – Interest Bearing Debt (Rm)

	H1 F'19	H1 F'18
External debt (US\$ based)	1 216	1 050
External debt (Rand based)	11 045	9 254
External debt HPF (Rand based)	1 957	2 132
Bank overdrafts	2 268	2 210
Prepaid borrowing costs	(19)	(27)
Gross IBD	16 467	14 619
Cash on hand	(3 163)	(2 747)
Net IBD	13 304	11 872
Cost of debt – pre tax	9.3%	9.5%
– post tax	6.7%	7.0%

Dividend of R745m (70c per share) declared May 2018, paid June 2018

Dividend of R1 404m (132c per share) declared November 2018, paid December 2018





TSOGO SUN CASINO GAMING



## Casino Gaming Portfolio





# Casino Gaming Win (Rm)

3 667 3 564 3 946 854 11 2 721 2 710 -	
2 721 2 710 -	
pp % - tables 20.7 19.9 0.8pp andle % - slots 4.9 5.1 (0.2)pp	Э
<b>1 958</b> 1 879 4	
atal 1 003 980 2	
ga <b>278</b> 285 (2)	
ape <b>251</b> 247 2	
<b>177</b> 173 2	
3 667 3 564 3	
H1 F'19 H1 F'18 % Change 1 958 1 879 4 atal 1 003 980 2 ape 251 247 2 177 173 2	op





## **Gauteng Casino Gaming Tax Revenues**

Growth in Gaming Win (%)

	Gauteng	Montecasino	Gold Reef City	Silverstar
Calendar years		•		
2000	25.0	(4.9)		
2001	5.8	20.9		
2002	13.9	16.5		
2003	11.0	9.6		
2004	18.9	15.5		
2005	11.1	13.2		
2006	14.9	14.5		
2007	13.1	12.6		
2008	7.8	(6.8)	(1.0)	*
2009	(0.9)	0.5	(1.3)	7.4
2010	1.1	2.0	(3.6)	0.6
2011	4.1	7.8	8.8	0.5
2012	7.2	8.0	7.5	4.2
2013	3.9	5.6	4.7	6.5
2014	4.5	4.6	(1.7)	4.2
2015	2.0	2.5	1.1	5.3
2016	4.3	6.1	10.0	-
2017	4.1	4.4	7.6	7.8
3 months to September 2018	7.8	8.7	(4.5)	(5.2)
6 months to September 2018	6.2	6.3	(1.8)	5.8

Note: Gaming stats differ to accounting due to timing and IFRS



## **KZN Casino Gaming Tax Revenues**

Growth in Gaming Win (%)

	KwaZulu-Natal	Suncoast	Golden Horse	Blackrock
Calendar years				
2004	24.5	37.3		
2005	24.7	22.5		
2006	16.2	15.1		
2007	19.6	15.6		
2008	6.9	8.3		
2009	4.6	5.0	1.4	5.5
2010	4.4	4.6	4.1	10.1
2011	7.3	5.3	9.2	10.8
2012	10.0	10.8	8.9	11.6
2013	5.3	6.9	(1.6)	7.3
2014	2.8	3.2	(1.6)	2.7
2015	7.9	6.9	6.8	8.3
2016	2.8	2.2	10.7	5.0
2017	2.1	2.3	6.6	3.6
3 months to September 2018	1.6	3.6	4.5	19.5
6 months to September 2018	2.3	1.7	1.9	11.4

Note: Gaming stats differ to accounting due to timing and IFRS

Note: Market statistics for March not yet available from the board and are estimated



## **Other Casino Gaming Tax Revenues**

Growth in Gaming win (%)

	Province	Unit	Unit	Unit
	Mpumalanga	Ridge	Emnotweni	
3 months to September 2018	(1.4)	(8.0)	(4.6)	
6 months to September 2018	(1.8)	3.0	(7.5)	
	Western Cape	Caledon	Mykonos	Garden Route
3 months to September 2018	1.5	7.8	(3.2)	7.6
6 months to September 2018	1.5	1.3	(1.6)	6.1
	Eastern Cape	Hemingways		
3 months to September 2018	(3.3)	(4.0)		
6 months to September 2018	(2.2)	1.9		
	Free State	Goldfields		
3 months to September 2018	(3.0)	5.3		
6 months to September 2018	3.1	3.4		

Note: Gaming stats differ to accounting due to timing and IFRS



## Casino Gaming – Regulatory Matters

- B-BBEE condition of licence
- Regulation regarding the maximum number of casino licences nationally
- National Gambling Amendment Bill
- Gauteng gaming taxes
- Smoking regulations
- Illegal gambling





## Casino Gaming - Future Opportunities

#### Suncoast redevelopment

- Expansion comprises a new Privé, refurbishment of the existing main floor, new restaurants, structured parking, a Barnyard theatre and the Dome venue at a cost estimated at R1.6bn
- Construction continues with the completion of the Privé in August 2018 and the scheduled completion of the remainder of the project by December 2018
- R322m spent prior to F'18 including R100m
   CSI and R519m spent during H1 F'19







## Casino Gaming - Future Opportunities

### Western Cape Metropole

- The Sun International and Tsogo Sun legal proceedings were stayed pending the publication of legislation permitting relocation
- The Western Cape Provincial Treasury published a draft Bill and regulations to permit the relocation of two casinos within the Metropole
- The group commented during July 2018 and is broadly satisfied with the draft Bill and regulations







## Casino Gaming – Future Opportunities

#### Monte Circle and Monte Place

- Construction of building C at Monte Circle completed and construction of building K at Monte Place commenced during April 2018
- R26m spent during F'18 and R10m spent on building C during H1 F'19 and R32m to be spent on Building K during H1 F'19
- Additional phases will be rolled out as tenanting proceeds









# Casino Gaming – Future Opportunities

### Gaming positions licensed but not currently displayed<sup>(1)</sup>

	Slots	Tables
Montecasino	575	6
Gold Reef City	330	4
Suncoast	763	7
Silverstar	200	-
The Ridge	64	2
Golden Horse	-	2
Hemingways	43	-
Emnotweni	75	1
Mykonos	-	3
Caledon	52	-
	2 102	25

<sup>(1)</sup> As at 30 September 2018







# Alternative Gaming - Vukani

### Gaming win by province (Rm)

	H1 F'19 Actual	H1 F'18 Illustrative	% Change
Mpumalanga	72	67	7
Eastern Cape	101	88	14
Kwa-Zulu Natal	143	129	12
Limpopo	97	86	13
Western Cape	207	196	6
Gauteng	69	62	10
North West	32	24	34
Free State	27	24	13
Northern Cape	11	10	8
	759	686	11



# Alternative Gaming - Vukani

### Footprint as at 30 September 2018

	Sites	Machines
Mpumalanga	116	592
Eastern Cape	109	916
Kwa-Zulu Natal	235	1 058
Limpopo	142	837
Western Cape	199	905
Gauteng	146	686
North West	75	535
Free State	86	356
Northern Cape	31	148
	1 139	6 033



# **Alternative Gaming - Galaxy**

### Gaming win by province (Rm)

	H1 F'19 Actual	H1 F'18 Illustrative	% Change
Gauteng	136	137	(1)
North West	28	25	13
Limpopo	36	6	*
Mpumalanga	26	4	*
Eastern Cape	94	63	48
Kwa-Zulu Natal	41	30	39
Northern Cape	12	16 <sup>(1)</sup>	(23)
	373	281	33

Note:



<sup>(1)</sup> Includes Kuruman Casino for 6 months

# **Alternative Gaming - Galaxy**

### Footprint as at 30 September 2018

			ISO (40	Bingo licences not
	Bingo	Casino	LPM site)	yet rolled out
Gauteng	4			
Eastern Cape	6			
North West	2			
Limpopo	3 <sup>(1)</sup>			
Mpumalanga	2		1	
Kwa-Zulu Natal	4 <sup>(2)</sup>			3
Northern Cape		1 <sup>(3)</sup>		
	20	1	1	3
Number of machines	3 060	168	40	

#### Notes:

<sup>(3)</sup> Acquired in July 2018 post approval of the Northern Cape Gambling Board



<sup>(1)</sup> New site opened in April 2018

<sup>(2)</sup> One site operating as an ISO (40 LPM site) and paper bingo as at 30 September 2018. Three sites converted from paper bingo to EBTs during H1 F'19

## Alternative Gaming – Regulatory/Legal Matters

### Galaxy

- Litigation against Electronic Bingo
  - KwaZulu-Natal
  - Eastern Cape
  - North West
- Litigation relating to the validity of bingo licenses
  - KwaZulu-Natal
- Smoking regulations
- Illegal gambling





## **Alternative Gaming – Future Opportunities**

#### Vukani

- Growth dependent on continued rollout of LPM sites (net of sites closed) and improved gaming offering (product and sites)
- Limited number of licences per province with significant barriers to entry

#### Galaxy

- 3 undeveloped licences in KwaZulu-Natal
- Rollout of electronic bingo at one more site in KwaZulu-Natal during October 2018
- · Growth in profitability in new sites
- Expansions and redevelopment of existing sites (6 projects in F'19)
- Investment in new product
- Possibility of new licences (Bingo not yet licensed in Western Cape, Northern Cape or Free State)





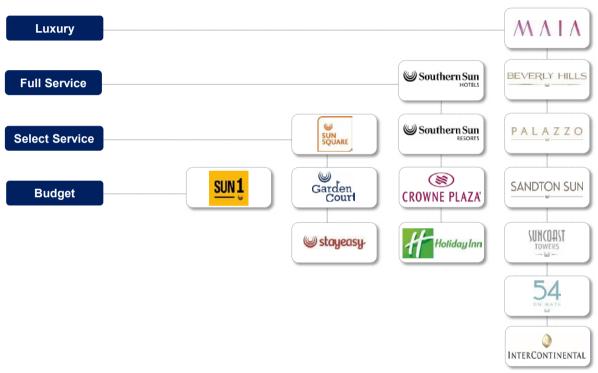
**TSOGO SUN HOTELS** 

**S**TSOGO SUN





## **Group Operated Hotel Portfolio**





## **Group Operated Hotels Portfolio and Statistics**

	Hotels	Rooms	Owned	Managed
Luxury	6	1 105	410	695
Full Service	25	5 386	5 386	-
Select Service	27	5 079	4 563	516
Budget	22	1 741	1 741	-
Timeshare & Resorts	6	992	138	854
South Africa	86	14 303	12 238	2 065
Offshore	12	1 909	1 163	746
Total	98	16 212	13 401	2 811

- Portfolio as at 30 September 2018
- Owned includes leased hotels and associates
- Excludes hotels managed by 3rd parties:
  - HPF 3<sup>rd</sup> party managed hotels
  - International Hotel Properties Limited

Owned Stats – (SA and Offshore)	H1 F'19	H1 F'18	% Change
Occupancy (%)	60.6	62.8	(2.2)pp
Average room rate (R)	1 024	1 000	2
RevPar (R)	620	628	(1)
Rooms available ('000)	2 445	2 349	4
Rooms sold ('000)	1 481	1 475	-
Rooms revenue (Rm)	1 517	1 475	3



### South African Hotels Trading

- System-wide occupancy decreased 2.0pp to 62.0% on the prior period
- System-wide average room rate increased 3% on the prior period
- The majority of the portfolio has been refurbished and is in very good condition







### Offshore Hotels Trading

- Offshore hotels trading remains under pressure with occupancies up 3.0pp on the prior year to 56.8% and average room rates down 5% in US\$ and in Rand
  - Remains impacted by weaker corporate markets attributable to the negative impact of commodity prices
- Forex gains for H1 F'19 R3m (H1 F'18 R2m) on cash and monetary items





### Offshore Hotels – Future Opportunities

#### StayEasy Maputo

- Capital cost of 125 key hotel US\$16.5m
- 50 year land lease on a shopping development at zero cost
- Construction completed and hotel opened in April 2018

#### SS Nairobi

- Existing lease terminates November 2020
- Landlord has agreed to a 12.5% reduction in rent until July 2019
- Landlord will then refurbish the hotel and Tsogo Sun will operate it under management contract







#### Offshore Hotels – Future Opportunities

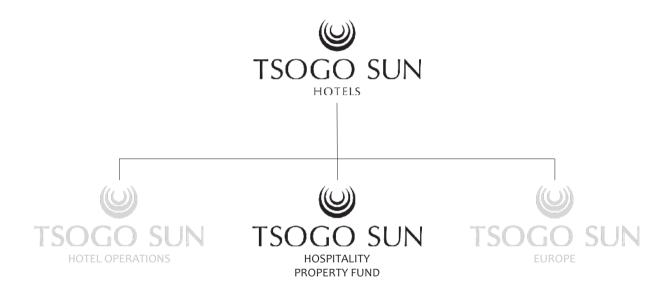
# Expansion in the territories the group already operates in

- Management agreements for a 150 key Southern Sun in Accra, Ghana, and a 128 key Garden Court in Kitwe Zambia concluded
- Garden Court Kitwe opened during August 2018
- Construction has commenced in Accra with the expected opening date during the first half of 2020







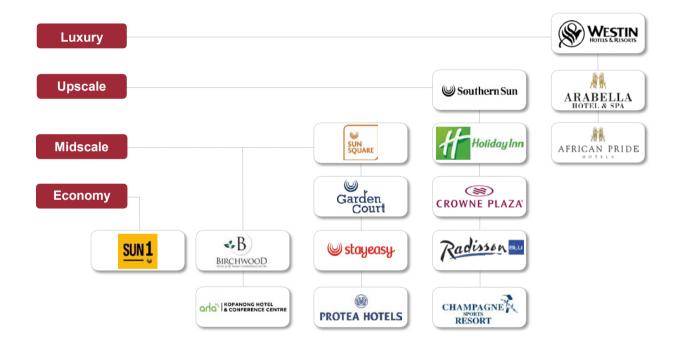


# **HPF Group Structure**





### **HPF Hotel Portfolio**





## **HPF Hotels Portfolio and Statistics**

	Hotels	Rooms
Luxury	3	749
Upscale	12	3 227
Midscale	19	3 519
Budget	19	1 508
Total	53	9 003

Portfolio as at 30 September 2018

Statistics	H1 F'19	H1 F'18	% Change
Occupancy (%)	59.7	61.4	(1.7)pp
Average room rate (R)	988	990	-
RevPar (R)	590	608	(3.0)

 On a like-for-like basis for the half year ended 30 September 2018, including acquired properties and excluding disposed properties for the full period



## HPF Indicative Consolidation of HPF into TSH (Rm)

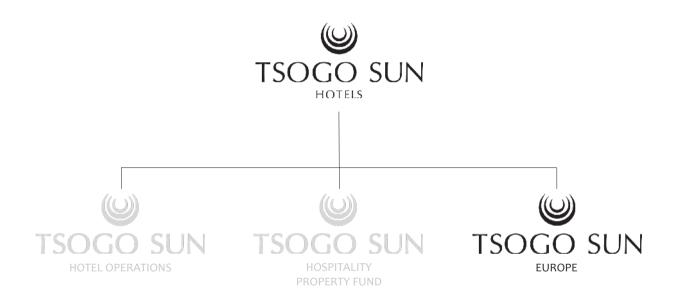
	HPF	Tsogo Sun
	Statutory	Group
Rooms revenue	-	723
Food & beverage revenue	-	170
Other revenue	-	32
Rental income	345	135
3 <sup>rd</sup> party	129	129
Tsogo Sun	216	6
Overheads	(28)	(678)
Hotel trading related	-	(650)
HPF central	(28)	(28)
Ebitdar	317	382
Depreciation on owner occupied properties	-	(45)
Finance costs on HPF debt	(80)	(80)
Taxation	-	(39)
Minorities		(79)
Distributable/adjusted earnings	237	139

Note: Six month period end September 2018

Ebitdar difference = Tsogo Sun management fees + 1% of Ebitdar

Net of exceptional items and adjustments





### Europe – RBH (Previously Redefine BDL)

- TSH owns 25% plus board and committee representation
- Manages 64 hotels (9 148 rooms) in the UK
- Manages under multi brands including Crowne Plaza, Holiday Inn, Holiday Inn Express, Best Western, Westin, Hilton, Marriott, Aloft







#### **Europe – International Hotel Properties**

- TSH owns 25.9% plus board representation
- RDI Reit (previously Redefine International) own 74.1%
- TSH intends to increase stake to 50%
- Currently has GBP118m (R2.2bn) in hotel assets (1 135 rooms)
  - 4 Travel Lodges leased to Travel Lodge
  - 4 Holiday Inn Express hotels (Dunstable, Southampton, Redditch, Edinburgh)
  - Hampton by Hilton Gatwick
- The five non-Travelodge hotels are managed by RBH
- Opportunities to expand the operations significantly which will require capital









**FUTURE PROSPECTS** 

#### Group

- Strong cash generation
- Growth opportunities will be pursued if compelling but debt levels higher
- Upside potential from any economic recovery is significant
- Focus on driving revenue and cost control remain to protect margins
- REIT structure for gaming assets and unbundling of REIT did not receive sufficient shareholder support and the transaction was terminated







#### Casino Gaming

- Gaming win growth medium term outlook uncertain
  - Need consumers to get wealthier and, more importantly, feel wealthier
  - Regulatory issues remain a threat
- Western Cape metropole
- Mpumalanga fourth casino licence
- Complete development activity
  - Suncoast is the final major project





#### Alternative Gaming

- Continued rollout of licensed sites
- Potential for new site licences
- Electronic bingo in KwaZulu-Natal
- Expansion and redevelopment of existing sites
- Regulatory/legal issues remain a threat





#### Hotels

- Occupancy and rate still under pressure until transient Corporate demand recovers
- Focus on customer satisfaction, brand awareness, distribution through channels and Web and yield enhancement
- Opportunistic in SA land bank, acquire leases, new builds and acquisitions
- Continued pursuit of offshore expansion
  - Focus on the territories the group already operates in – Africa and Middle East
  - Asset acquisition in UK and Europe through International Hotel Properties





