Sun International

AUDITED SUMMARY GROUP FINANCIAL RESULTS AND CASH DIVIDEND DECLARATION

for the year ended 31 December 2023

KEY HIGHLIGHTS

- Income up 7.0% to R12.1 billion
- Record SunBet income and profitability, exceeding its 5-year targets
- Record Sun City adjusted EBITDA, pre-management fees, achieved of R455 million
- 65.4% of cash generated by South African operations of R3.6 billion converted to free cash
- Debt to adjusted EBITDA at 1.7x, well within bank covenants of 3.25x
- EPS up 120.5% to 494cps
- HEPS up 88.1% to 425cps
- Final dividend of 203cps, maintaining our 75% dividend payout policy on AHEPS
- Total dividend for the year of R920 million (351cps) up 6.7% on the prior year

INTRODUCTION

Sun International's performance reflects the quality of its operating businesses, the resilience of its omnichannel portfolio and disciplined execution on strategy which continues to drive shareholder value. Income for the year was up 7.0% from the prior year to R12.1 billion and South African adjusted EBITDA was up 3.0% to R3.4 billion. Adjusted headline earnings was up 4.6% on the prior year, to R1.1 billion, with adjusted headline earnings of 468 cents per share, up 5.9% on the prior year.

Overall, the gaming market in South Africa grew for a third successive year to R55.8 billion gross gaming revenue. Our gaming income, which makes up 76.8% of total group income, showed continued sustained growth with income up 3.3%. Casino income proved resilient and decreased by only 1.0%. Sun Slots' operations were impacted by load shedding with income slightly behind the prior year. SunBet generated record income during the 2023 financial year, up 116.2% and is ahead of its aggressive growth targets set for this business. Resorts and hotels income achieved exceptional growth, increasing by 17.4%, with Sun City achieving record profitability and net positive cash flow contribution to the group.

The adjusted EBITDA margin was impacted by increased diesel costs of R60 million compared to the prior year and the relatively higher growth in income from resorts and hotels, which operates at a structurally lower margin than urban casinos. Overall, the adjusted EBITDA margin improved from 27.2% at the 2023 half year, to 28.1% for the full year. Excluding the impact of the net diesel costs attributable to load shedding, the group would have achieved a 28.9% adjusted EBITDA margin. A renewable energy strategy is being implemented to protect margins and ensure energy security.

Our net external interest increased by 19.0% compared to the prior year as a result of JIBAR increasing by approximately 2.7%. The reduction in minorities' share of earnings is attributable to the strong performance of our wholly owned subsidiaries, namely Sun City and SunBet.

The group is in a strong financial position as it continues to degear, with South African debt (excluding IFRS 16 lease liabilities) at R5.7 billion, down from R5.9 billion as at 31 December 2022, with debt to adjusted EBITDA at a comfortable 1.7 times. The debt levels take into account the payment of the 2022 final dividend of R632 million and the interim dividend of R388 million.

In line with Sun International's dividend strategy to provide its shareholders with an appropriate, sustainable pay-out over the long term while maintaining a targeted debt to adjusted EBITDA ratio of 2 times and a dividend pay-out ratio of 75% of adjusted headline earnings per share. The board has resolved to pay a final gross cash dividend of 203 cents per share totalling R532 million, bringing total dividends for the year to 351 cents per share totalling R920 million and equating to a dividend yield of 9.0% as at 15 March 2024.

Strategy in action

On 18 December 2023, Sun International announced, through SENS, the proposed acquisition of Peermont Holdings Proprietary Limited ("Peermont"). Peermont is a leading hospitality and entertainment group of companies which operates 11 properties located across the Republic of South Africa and the Republic of Botswana, in addition to the online sportsbook, PalaceBet.

The proposed acquisition is a unique opportunity to acquire the world-class and highly cash generative Peermont business. The strategic merits of the proposed acquisition, include:

- an enhancement in the quality of earnings and cash flow generation of the group which is underpinned by the flagship Emperors Palace Resort;
- an increase in the contribution of land-based and online gaming income to the combined group;
- the opportunity to leverage off Sun International's SunBet management team's proven expertise to accelerate and further grow the online and sports betting business through extending the group's omnichannel strategy across a scaled customer base;
- the ability to leverage off combined synergies to drive margin enhancement opportunities and capital efficiencies;
- the ability to conclude a transaction of scale, rapidly degear and maintain an attractive dividend pay-out ratio; and
- the combination of Sun International and Peermont provides a compelling equity story, through increased scale, a larger enterprise value and greater capital markets visibility.

The proposed acquisition was put to a vote by shareholders at an Extraordinary General Meeting which was held on 4 March 2024. Shareholders overwhelmingly approved the proposed acquisition. The proposed acquisition is now awaiting regulatory approvals and the fulfilment of the remaining conditions precedent. The full details of the proposed acquisition and circular can be found online at http://corporate.suninternational.com/investors.

Operational highlights

For urban casinos and resorts and hotels, we have enhanced our disclosure to refer to adjusted EBITDA pre-management fees as this more clearly reflects their contribution to the group.

Urban casinos

Our urban casino strategy is anchored on our core focus areas being customer acquisition and retention, customer experience and margin improvement. We have made considerable investments in each of these areas. Despite a challenging operating environment due to load shedding and the resultant increase in diesel costs, income was up 0.2% with adjusted EBITDA of R2.4 billion for the year. The adjusted EBITDA margin of 35.2% was down 2.3% on 2022. We continue to drive cost mitigation strategies, including the launch of the renewable energy programme.

SunBet

SunBet has continued its strong growth trajectory and is exceeding its 5-year targets. Overall income was up 116.2% on the prior year, to R733 million delivering a record adjusted EBITDA of R221 million (2022: R42 million). Active players continued to grow with additional games being offered and the overall player experience being enhanced.

At the end of 2023, we achieved substantial growth in our key performance indicators against the prior year which included:

- unique active players up 269.4%;
- first time depositors up 286.6%; and
- deposits up 162.5%.

SunBet offers the group significant and exciting growth potential and with this in mind, we continue to invest in people and marketing in order to significantly increase our share of the fast-growing online gaming market. We have made significant improvements to registrations, customer deposits and withdrawal processes as well as an overhaul of the customer contact centre. Our customers are now able to interact with us seamlessly and we are well positioned operationally for higher volumes of business.

We continue to leverage the Sun International brand, presence and loyalty offering to attract and retain players while positioning SunBet to be the most trusted and responsible gaming operator in Southern Africa. In a highly commoditised online industry, our competitive advantage lies in our ability to add value to the offering through the wider Sun International stable.

Resorts and hotels

Our resorts and hotels had an exceptional year with strong growth in income and an encouragingly significant improvement in the adjusted EBITDA margin following the substantial work done on the cost base. Domestic leisure, conferencing and sports and events revenues continue to grow while international leisure business recovered strongly during the year. Within the segment, rooms and food and beverage revenue achieved exceptional growth, increasing 28.9% year on year.

Total resorts and hotels income was up 17.4% to R3.0 billion on the prior year. Overall, an adjusted EBITDA of R705 million was achieved which is an improvement from the R555 million in the prior year. The adjusted EBITDA margin of 23.3% reflects a substantial improvement from the 21.6% achieved in the prior year and represents meaningful progress towards our margin targets.

Sun Slots

Sun Slots income was down 2.7% on the prior year, to R1.5 billion, and adjusted EBITDA reduced from R382 million to R351 million. Load shedding remains the key contributor negatively impacting this business. However, a number of interventions have been deployed to counter the impact of power outages and load shedding.

Group debt

The group is in a strong financial position with South African debt (excluding IFRS 16 lease liabilities) at R5.7 billion, down from R5.9 billion as at 31 December 2022, despite a 19.0% increase in net external interest. Our South African debt to adjusted EBITDA and interest cover of 1.7 times and 5.7 times respectively, are well within our lenders' covenants of 3.25 times and 3.0 times respectively. Our balance sheet is in a strong position with available liquidity of R2.3 billion. This is evidence of the strong cash generation by the group as well as its prudent allocation of capital. We continue to prioritise increasing free cash flows and disciplined capital allocation to maximise shareholder value within a set of fundamental capital allocation principles.

FINANCIAL OVERVIEW
for the year ended 31 December 2023

R million	2023	%	Restated* 2022
Income	12 096	7	11 302
Adjusted EBITDA	3 401	2	3 321
Depreciation and amortisation	(800)	3	(828)
Adjusted operating profit	2 601	4	2 493
Foreign exchange losses	(19)	<(100)	(1)
Net interest	(633)	(28)	(495)
Net external interest	(558)	(19)	(469)
Loss relating to the interest rate swaps	-	(100)	56
IFRS 16 interest	(75)	9	(82)
Adjusted profit before tax	1 949	(2)	1 997
Taxation	(564)	11	(632)
Adjusted profit after tax	1 385	1	1 365
Minorities	(243)	11	(274)
Adjusted attributable profit	1 142	5	1 091
Share of associates	–	(100)	1
Adjusted headline earnings	1 142	5	1 092
Adjusted headline earnings adjustments	(105)	80	(533)
Headline earnings	1 037	86	559
Headline earnings adjustments	168	>100	(4)
Basic earnings	1 205	>100	555
Continued basic earnings	1 032	86	555
Discontinued basic earnings	173	100	–

* The prior year comparative financial information was restated as per IAS 8, Change in accounting policies, whereby insurance receipts and restructuring costs are now included in adjusted EBITDA. Refer to restatement on page 23.

R million	2023	%	Restated* 2022
Urban casinos	6 731	–	6 719
Casino income	6 127	(1)	6 208
Rooms revenue	113	14	99
Food and beverage revenue	310	11	279
Other income**	181	36	133
Adjusted EBITDA^	2 370	(6)	2 516
Adjusted EBITDA^ margin %	35.2%	(2)	37.5%
Resorts and hotels	3 020	17	2 572
Casino income	932	4	900
Rooms revenue	1 071	37	782
Food and beverage revenue	637	17	543
Other income**	380	10	347
Adjusted EBITDA^	705	27	555
Adjusted EBITDA^ margin %	23.3%	2	21.6%
Sun Slots	1 465	(3)	1 506
Income	1 465	(3)	1 506
Adjusted EBITDA	351	(8)	382
Adjusted EBITDA margin %	24.0%	(1)	25.4%
SunBet	733	>100	339
Income	733	>100	339
Adjusted EBITDA	221	>100	42
Adjusted EBITDA margin %	30.2%	18	12.4%
Management and corporate office	21	11	19
Income	21	11	19
Adjusted EBITDA	(227)	(29)	(176)
Total South Africa	11 970	7	11 155
Income	11 970	7	11 155
Adjusted EBITDA	3 420	3	3 319
Adjusted EBITDA margin %	28.6%	(1)	29.8%
Nigeria and other$	126	(14)	147
Income	126	(14)	147
Adjusted EBITDA	(19)	<(100)	2
Adjusted EBITDA margin %	(15.1%)	(16)	1.4%
Total group	12 096	7	11 302
Income	12 096	7	11 302
Adjusted EBITDA	3 401	2	3 321
Adjusted EBITDA margin %	28.1%	(1)	29.4%

* The prior year comparative financial information was restated as per IAS 8, Change in accounting policies, whereby insurance receipts and restructuring costs are now included in adjusted EBITDA. Refer to restatement on page 23.
** Other income is inclusive of all other products and services the group offers.
^ All units disclosed under urban casinos and resorts and hotels are reported pre-management fees.
$ Nigeria and other includes Sun Chile, Sun Latam and SunBet Africa Holdings which are aggregated as they represent less than 2% of group income.

FINANCIAL OVERVIEW continued
for the year ended 31 December 2023

	Income			Adjusted EBITDA^			Depreciation and amortisation			Adjusted operating profit		
R million	2023	%	Restated* 2022	2023	%	Restated* 2022	2023	%	2022	2023	%	Restated* 2022
Urban casinos	**6 731**	–	6 719	**2 370**	(6)	2 516	**(447)**	9	(490)	**1 540**	(5)	1 627
GrandWest	**1 884**	3	1 830	**692**	(2)	706	**(82)**	29	(116)	**515**	4	497
Time Square	**1 506**	4	1 453	**610**	–	609	**(170)**	9	(186)	**338**	5	323
Sibaya	**1 287**	(5)	1 355	**514**	(12)	585	**(44)**	2	(45)	**384**	(14)	446
Carnival City	**845**	(6)	901	**243**	(11)	272	**(51)**	9	(56)	**147**	(10)	164
Boardwalk#	**529**	10	482	**145**	14	127	**(44)**	(33)	(33)	**85**	8	79
Meropa	**236**	–	237	**71**	(17)	86	**(15)**	6	(16)	**40**	(22)	51
Windmill	**204**	–	204	**69**	(14)	80	**(15)**	(7)	(14)	**42**	(19)	52
Flamingo	**116**	(6)	124	**16**	(43)	28	**(15)**	(25)	(12)	**(3)**	<(100)	11
Golden Valley	**124**	(7)	133	**10**	(57)	23	**(11)**	8	(12)	**(8)**	<(100)	4
Resorts and hotels	**3 020**	17	2 572	**705**	27	555	**(209)**	(8)	(194)	**364**	42	257
Sun City	**1 878**	15	1 636	**455**	37	331	**(142)**	(5)	(135)	**222**	78	125
Wild Coast Sun	**517**	2	508	**73**	(33)	109	**(36)**	(13)	(32)	**25**	(60)	63
The Table Bay Hotel	**476**	55	308	**159**	50	106	**(30)**	(11)	(27)	**105**	67	63
The Maslow Sandton	**149**	24	120	**18**	100	9	**(1)**	(100)	–	**12**	100	6
Sun Slots	**1 465**	(3)	1 506	**351**	(8)	382	**(102)**	(9)	(94)	**249**	(14)	288
SunBet	**733**	>100	339	**221**	>100	42	**(3)**	–	(3)	**218**	>100	39
Management and corporate office	**21**	11	19	**(227)**	(29)	(176)	**(24)**	14	(28)	**264**	(12)	299
Total South African operations	**11 970**	7	11 155	**3 420**	3	3 319	**(785)**	3	(809)	**2 635**	5	2 510
Nigeria and other**	**126**	(14)	147	**(19)**	<(100)	2	**(15)**	21	(19)	**(34)**	(100)	(17)
Total group operations	**12 096**	7	11 302	**3 401**	2	3 321	**(800)**	3	(828)	**2 601**	4	2 493

* The prior year comparative financial information was restated as per IAS 8, Change in accounting policies, whereby insurance receipts and restructuring costs are now included in adjusted EBITDA. Refer to restatement on page 23.
** Nigeria and other includes Sun Chile, Sun Latam and SunBet Africa Holdings which are aggregated as they represent less than 2% of group income.
^ All units disclosed under urban casinos and resorts and hotels are reported pre-management fees.
\# Boardwalk includes Boardwalk Mall.

Headline and adjusted headline earnings adjustments

The group has incurred certain once-off or unusual items that have been adjusted for in adjusted headline earnings in the current year, the most significant of which are described below:

- an increase in the estimated redemption value of the SunWest put option liability of R13 million;
- the recognition of the first contingent consideration of R173 million relating to Dreams S.A.;
- Peermont transaction costs of R37 million; and
- foreign exchange and monetary losses, net of minority interest, of R35 million relating to US Dollar denominated Nigeria minority loans.

Update on key matters

Key property developments

- The expanded GrandWest Hotel opened in the third quarter of 2023. The hotel rooms were increased from 39 keys to 103 at a cost of R133 million of which R19 million, was incurred during the prior year. The additional rooms will ensure that we can fully implement our out-of-town strategy and offer an enhanced customer experience which in turn will impact positively on casino income.
- The Lefika Villas expansion of the Sun Vacation Club development was completed in November of 2023. The construction, comprised of 58 units (48 three bedroom and 10 four bedroom units) at a cost of R293 million, of which R45 million was incurred during the prior year. Gross sales generated since inception to the end of February 2024 amounted to R256 million, which is well ahead of our feasibility.

Dreams S.A. contingent earnouts

Sun International has engaged in discussions with Pacifico, the major shareholder of Dreams S.A., regarding the fulfilment and payment of the earnouts which were contemplated in the share purchase agreement concluded between the parties in 2020. In this respect the first contingent payment, net of costs and taxes, of R173 million is scheduled for payment during 2024. Further details regarding the second contingent payment will be communicated to shareholders in due course.

Alternative energy strategy

We continue to work on an alternative energy plan, largely focused on photovoltaic solar solutions as well as battery storage plans to mitigate the effects of load shedding. It has become clear that our units need a blended energy solution comprising of on site photovoltaic solar and battery solutions, wheeling of green energy from Independent Power Producers and Eskom or municipal power.

At Sun City, we have installed a R18 million solar plant to reduce our reliance on the national grid. This installation, which will provide a source of energy to Sun Central and the Valley of Waves, will free up an equivalent of 14% of Sun City's electricity demand from Eskom, which will be to the benefit of the grid in the vicinity. In addition, we are currently installing photovoltaic solar solutions at Sibaya and Carnival City.

Regulatory

- Tsogo Sun Caledon (Pty) Ltd ("Tsogo") submitted an application in terms of section 41(2) of the Western Cape Gambling and Racing Act, 1996 (as amended), for the relocation of its land-based casino situated in Caledon to Somerset West in the Helderberg area of the Cape Town Metropole.

  Sun International objected to the relocation application and subsequently, Tsogo objected to us being given a right of reply to its responses to our objections. In the absence of any prescribed protocol that allows us a right of reply to Tsogo's objections, we successfully motivated to the Western Cape Gambling and Racing Board ("WCGRB") that affording us a right of reply is fair and justified. The WCGRB (i) agreed that Sun International should to be afforded a right of reply in relation to Tsogo's response to Sun International's objection to the relocation application, and (ii) set out the manner in which it proposes to manage the relocation application going forward, with reference to hearings, both public and on camera. The WCGRB invited submissions to be made on the proposed procedural framework and invited comments in respect of its intention to impose exclusivity fees as conditions of licence. We continue to take legal advice on these matters and the way forward.
- The Tobacco Products and Electronic Delivery Systems Control Bill: On 31 May 2023, the Department of Health held a briefing in Parliament on the Tobacco Products and Electronic Delivery Systems Control Bill, which would essentially ban smoking in all public places. During late December 2023 an update was published on the Tobacco Bill in the '2023 Review of Parliament' of the Parliamentary Group, where it stated that: The Portfolio Committee on Health crisscrossed the country and covered five provinces holding hearings on the Tobacco Products and Electronic Delivery Systems Control Bill. The Committee is yet to visit Northern Cape and KwaZulu-Natal. CASA will be represented by counsel at the public hearings and our objections will be placed on record at the hearings.

Environmental, social and governance (ESG)

Our ESG strategy aims to embed the principles of ESG across all facets of our business to ensure that we deliver sustained value creation. Our holistic ESG focus allows us to measure, monitor and evaluate our contribution towards minimising our impact on the natural and social environments within which we operate, while ensuring sustainable value creation for all our stakeholders.

We are also focused on reducing our group-wide environmental footprint and investing in green energy solutions to become a more energy-efficient and sustainable organisation. We are creating shared value for the communities in which we operate, through preferential local procurement, socio-economic development and corporate social investment in-kind programmes, recognising that these communities give us our social licence to operate and is integral to our long-term sustainability. The board remains committed to promoting an ethical culture from the top down as well as actively engaging with stakeholders. We embrace the governance pillars of integrity, responsibility, fairness, transparency, honesty and accountability for all stakeholders, which assist in preserving our long-term sustainability so we can create stakeholder value.

Outlook

Our results once again demonstrate that Sun International has a unique integrated portfolio of high quality gaming and hospitality businesses that will continue to deliver sustainable earnings and position us well for growth.

We are executing effectively on our omnichannel strategy and are focused on extracting further operational efficiencies as we look to protect and grow our income and margins. While the economy and load shedding is placing pressure on our urban casinos, trading levels at the start of 2024 have improved marginally and our Limited Payout Machines operations are demonstrating continued resilience. SunBet is achieving significant income growth and is exceeding key performance indicators. This strong momentum is expected to continue with another substantial increase this year as the business expands rapidly. Our resort and hotel properties have continued to perform exceptionally well, and we anticipate another good year from them in 2024. Overall, we are seeing positive growth in both income and adjusted EBITDA.

Our balance sheet remains strong and positions us to continue delivering industry leading cash returns to shareholders. While we anticipate that the proposed acquisition of Peermont may be concluded this year, we do not expect it to have a significant impact on our 2024 financial performance. In the meantime, we will be focussed on comprehensive integration planning and positioning the combined group to deliver earnings and cash flow accretion with a comfortable levels of gearing immediately post completion.

Leveraging off our current momentum and proven leadership, we are confident our strategy will continue to yield exceptional results.

CAPITAL EXPENDITURE

for the year ended 31 December 2023

R million	Expansionary	Major refurbishment and ongoing	2023 Total	2022 Total
Urban casinos	118	513	**631**	494
GrandWest – Hotel	114	–	**114**	19
GrandWest – Electrical		117	**117**	12
GrandWest		85	**85**	58
Time Square	4	57	**61**	48
Sibaya		108	**108**	74
Carnival City		54	**54**	48
Boardwalk Mall		–	**–**	99
Boardwalk		26	**26**	33
Meropa		17	**17**	16
Windmill		15	**15**	16
Flamingo		8	**8**	10
Golden Valley		10	**10**	10
Other**		16	**16**	51
Resorts and hotels	248	251	**499**	383
Sun City – Vacation Club (Lefika Villas)	248	–	**248**	45
Sun City – The Palace		15	**15**	149
Sun City – Cabanas		11	**11**	–
Sun City – Sun Central		8	**8**	–
Sun City		143	**143**	129
Wild Coast Sun		45	**45**	41
The Table Bay Hotel		8	**8**	12
The Maslow Sandton		21	**21**	7
Sun Slots	12	87	**99**	155
LPMs (new sites)	12	–	**12**	92
Ongoing		87	**87**	63
SunBet		4	**4**	2
Total South Africa	378	855	**1 233**	1 034
Nigeria	–	8	**8**	8
Total group capital expenditure*	378	863	**1 241**	1 042

* Excluding goodwill, contract assets and right of use assets.
** Including management and corporate office.

AUDITED SUMMARY GROUP FINANCIAL STATEMENTS

for the year ended 31 December 2023

Independent audit

The audited summary group financial statements have been derived from the group audited consolidated financial statements. The directors of the company take full responsibility for the preparation of the audited summary group financial statements and that the financial information has been accurately derived and is consistent in all material respects with the underlying audited consolidated financial statements.

The audited summary group financial statements for the year ended 31 December 2023 have been audited by our auditor Deloitte & Touche, who have expressed an unmodified opinion thereon. The auditors also expressed an unmodified opinion on the audited consolidated financial statements from which the audited summary group financial statements were derived, and their opinion included key audit matters.

A copy of the auditor's report on the consolidated financial statements together with the audited group and company financial statements is available for inspection at the company's registered office or can be downloaded from the company's website, www.suninternational.com/investors. Alternatively, a copy can be obtained from N Piki at investor-relations@suninternational.com.

The company's external auditor has not reviewed or reported on any forecasts included in these audited summary group financial statements which is the responsibility of the directors. The auditor's report does not necessarily report on all the information contained in this announcement. Shareholders are therefore advised that in order to obtain a full understanding of the nature of the audit engagement they should obtain a copy of the auditor's report together with the accompanying financial information from the issuers registered office.

Basis of preparation

The audited summary group financial statements are prepared in accordance with the requirements of the JSE Listings Requirements for summary financial statements and the requirements of the South African Companies Act, 71 of 2008, as amended, applicable to audited summary group financial statements. The audited summary group financial statements were prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS), International Accounting Standards (IAS) and the South African Institute of Chartered Accountants (SAICA) Financial Reporting Guides as issued by the Accounting Practices Committee (APC) and the Financial Pronouncements as issued by the Financial Reporting Standard Council (FRSC), and also contain the information required by IAS 34 Interim Financial Reporting. The accounting policies applied in the preparation of the group audited consolidated financial statements from which the audited 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 audited financial statements. The audited summary group financial statements should be read in conjunction with the group audited consolidated financial statements for the year ended 31 December 2023, which have been prepared in accordance with IFRS.

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. Examples of adjustments are set out below:

- profit/loss on disposal of non-current assets;
- impairment of non-current assets;
- foreign exchange cover profits/losses; and
- other non-recurring expenses which are of an unusual and infrequent nature as a result of unforeseen and atypical events.

The prior year comparative financial information was restated as per IAS 8, Change in accounting policies, whereby insurance receipts and restructuring costs are now included in adjusted EBITDA. Refer to restatement on page 23.

Adjusted headline earnings

The adjustments made in determining adjusted EBITDA are either reflected in the headline earnings adjustments required by Circular 1/2023 – Headline earnings, or where not reflected yet in the adjustments prescribed by the Circular or to the extent that it is not reflected in the operating profit, it is adjusted to determine adjusted headline earnings per share. These items relate mainly to:

- profit/loss relating to the extinguishment or modification of debt instruments;
- interest income on non-operating assets;
- amortisation on assets identified as part of the purchase price allocation in business combinations (IFRS 3, Business Combinations);
- change in the estimated redemption value of put option liabilities; and
- other unusual and infrequent expenses as a result of atypical events.

Standards implemented

There were no new accounting standards required to be adopted, and amended standards have had no material impact during the current reporting period.

SUMMARY GROUP STATEMENT OF COMPREHENSIVE INCOME

for the year ended 31 December 2023

R million	31 December 2023	%	31 December 2022
Net gaming wins	**9 290**	3	8 997
Revenue*	**2 798**	23	2 277
Insurance receipts	**8**	(71)	28
Income	**12 096**	7	11 302
Consumables and services	**(1 398)**	(17)	(1 193)
Depreciation	**(738)**	–	(739)
Amortisation	**(62)**	30	(89)
Employee costs	**(2 309)**	(8)	(2 146)
Levies and VAT on casino income	**(2 202)**	(3)	(2 146)
LPM site owners commission**	**(440)**	–	(438)
Promotional and marketing costs	**(473)**	(2)	(464)
Property and equipment rentals	**(141)**	<(100)	(62)
Property costs	**(967)**	(14)	(850)
Net impairment loss on financial assets	**(25)**	<(100)	(11)
Other operational costs^	**(838)**	(16)	(721)
Operating profit	**2 503**	2	2 443
Foreign exchange losses	**(87)**	(23)	(71)
Finance income	**29**	45	20
Finance expense	**(662)**	(29)	(515)
Change in estimated redemption value of put option	**(13)**	97	(510)
Share of profit of investments accounted for using the equity method	**–**	(100)	1
Profit before tax	**1 770**	29	1 368
Taxation	**(555)**	8	(603)
Profit for the year from continuing operations	**1 215**	59	765
Profit for the year from discontinued operations	**173**	100	–
Profit for the year	**1 388**	81	765

R million	31 December 2023	%	31 December 2022
Other comprehensive income:			
Items that will not be reclassified to profit or loss			
Remeasurements of post employment benefit obligations	**6**	(40)	10
Tax on remeasurements of post employment benefit obligations	**(2)**	33	(3)
Items that may be reclassified to profit or loss			
Fair value adjustment for listed shares	**(22)**	(22)	(18)
Tax on fair value adjustment for listed shares	**7**	40	5
Foreign currency translation reserve	**(79)**	<(100)	42
Total comprehensive income for the year	**1 298**	62	801
Profit for the year attributable to:	**1 388**	81	765
Minorities	**183**	(13)	210
Ordinary shareholders	**1 205**	>100	555
Total comprehensive profit for the year attributable to:	**1 298**	62	801
Minorities	**124**	(43)	217
Ordinary shareholders	**1 174**	>100	584
Total comprehensive profit for the year attributable to ordinary shareholders arises from:	**1 174**	>100	584
Continuing operations	**1 001**	71	584
Discontinued operations	**173**	100	–

R million	Cents per share	Cents per share
Basic and diluted earnings per share (cents)		
Basic	**494**	224
Continuing operations	**423**	224
Discontinued operations	**71**	–
Diluted basic earnings per share	**491**	222

* Included in revenue is other revenue.

** LPM refers to Limited Payout Machines and relates to the group's Sun Slots business.

^ Other operational costs, *inter alia,* include administration and general costs, loss on disposals of assets, IT costs, professional fees, training costs, travel costs and repairs and maintenance costs.

SUMMARY GROUP STATEMENT OF FINANCIAL POSITION

as at 31 December 2023

R million	31 December 2023	31 December 2022
ASSETS		
Non-current assets		
Property, plant and equipment	**9 294**	9 054
Intangible assets	**820**	818
Investment property	**151**	160
Contract asset	**79**	80
Equity-accounted investment	**32**	32
Investment in listed shares	**338**	356
Pension fund asset	**–**	9
Deferred tax assets	**1 157**	1 057
Trade and other receivables	**105**	103
	11 976	11 669
Current assets		
Inventory	**135**	118
Trade and other receivables	**940**	1 130
Contract asset	**22**	17
Cash and cash equivalents	**383**	546
Current tax receivable	**8**	11
	1 488	1 822
Assets held for sale	**106**	55
Total assets	**13 570**	13 546

R million	31 December 2023	31 December 2022
EQUITY AND LIABILITIES		
Capital and reserves		
Ordinary shareholders' equity before put option reserve	**3 425**	3 643
Put option reserve	**(1 286)**	(1 286)
Ordinary shareholders' equity	**2 139**	2 357
Minorities' interest	**(129)**	(325)
	2 010	2 032
Non-current liabilities		
Deferred tax liabilities	**427**	282
Borrowings	**4 957**	5 914
Put option liability	**987**	974
Contract liabilities	**558**	505
Trade payables and accruals	**118**	127
	7 047	7 802
Current liabilities		
Borrowings	**2 336**	1 538
Trade payables and accruals	**2 000**	2 014
Contract liabilities	**144**	118
Current tax payable	**33**	42
	4 513	3 712
Total liabilities	**11 560**	11 514
Total equity and liabilities	**13 570**	13 546

SUMMARY GROUP STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2023

R million	Share capital and premium	Treasury shares	Foreign currency translation reserve	Share based payment reserve	Reserves for non-controlling interests*	Other reserves**	Retained earnings	Ordinary share-holders' equity before put option reserve	Put option reserve	Ordinary share-holders' equity	Minorities' interest	Total equity
Balance at 31 December 2021	3 100	(419)	47	46	(3 353)	230	3 642	3 293	(1 286)	2 007	(291)	1 716
Profit for the year	–	–	–	–	–	–	555	555		555	210	765
Other comprehensive income for the year	–	–	35	–	–	(6)	–	29	–	29	7	36
Total comprehensive income and other income for the year	–	–	35	–	–	(6)	555	584	–	584	217	801
Share plan shares purchased	–	(36)	–	–	–	–	–	(36)	–	(36)	–	(36)
Employee share plans	–	–	–	32	–	–	–	32	–	32	–	32
Vested share plans	–	13	–	(13)	–	–	–	–	–	–	–	–
Shares repurchased and cancelled	(58)	–	–	–	–	–	–	(58)	–	(58)	–	(58)
Acquisition/disposal of equity interest	–	–	–	–	53	–	–	53	–	53	14	67
Dividends paid	–	–	–	–	–	–	(225)	(225)	–	(225)	(265)	(490)
Balance at 31 December 2022	3 042	(442)	82	65	(3 300)	224	3 972	3 643	(1 286)	2 357	(325)	2 032
Profit for the year	**–**	**–**	**–**	**–**	**–**	**–**	**1 205**	**1 205**	**–**	**1 205**	**183**	**1 388**
Other comprehensive income for the year	**–**	**–**	**(20)**	**–**	**–**	**(11)**	**–**	**(31)**	**–**	**(31)**	**(59)**	**(90)**
Total comprehensive income and other income for the year	**–**	**–**	**(20)**	**–**	**–**	**(11)**	**1 205**	**1 174**	**–**	**1 174**	**124**	**1 298**
Share plan shares purchased	**–**	**(77)**	**–**	**–**	**–**	**–**	**–**	**(77)**	**–**	**(77)**	**–**	**(77)**
Employee share plans	**–**	**–**	**–**	**46**	**–**	**–**	**–**	**46**	**–**	**46**	**–**	**46**
Vested share plans	**–**	**18**	**–**	**(18)**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Acquisition/disposal of equity interest^	**–**	**–**	**–**	**–**	**(376)**	**–**	**–**	**(376)**	**–**	**(376)**	**287**	**(89)**
Dividends paid	**–**	**–**	**–**	**–**	**–**	**–**	**(985)**	**(985)**	**–**	**(985)**	**(215)**	**(1 200)**
Balance at 31 December 2023	**3 042**	**(501)**	**62**	**93**	**(3 676)**	**213**	**4 192**	**3 425**	**(1 286)**	**2 139**	**(129)**	**2 010**

* Reserve for non-controlling interests relates to the premium paid on purchases of minorities' interests and profits and losses on disposals of interests to minorities, including change in control.
** Including fair value and pension fund reserve.
^ Includes the acquisition of 14.25% in Sun Time Square.

SUMMARY GROUP STATEMENT OF CASH FLOWS

for the year ended 31 December 2023

R million	31 December 2023	31 December 2022
Cash flows from operating activities		
Cash generated from operations		
Profit for the year from continuing operations	**1 215**	765
Profit for the year from discontinued operations	**173**	–
Adjustments for non-cash transactions	**2 322**	2 881
Depreciation and amortisation	**800**	828
Net loss on disposal of property, plant and equipment and intangible assets	**31**	15
Net loss on disposal of investment	**–**	7
Dreams S.A. first contingent consideration	**(173)**	–
Provident fund prepayment	**121**	181
Foreign exchange loss	**87**	71
Operating equipment usage	**80**	53
Expense related to employee share based payments	**46**	32
Net impairment loss on financial assets	**25**	11
Change in estimated redemption value of put option	**13**	510
Income tax expense	**555**	603
Finance income	**(29)**	(20)
Finance expense	**662**	515
Movement in contract liability	**79**	50
Other non-cash movements	**25**	25
Operating cash flow before movements in working capital	**3 710**	3 646
Working capital changes	**5**	37
Inventory	**(17)**	(30)
Accounts receivable	**76**	(215)
Contract asset	**(4)**	(9)
Accounts payable	**(50)**	291
Cash generated by operations	**3 715**	3 683
Tax paid	**(497)**	(436)
Net cash inflow from operating activities	**3 218**	3 247
Cash flows from investing activities		
Purchase of property, plant and equipment	**(1 194)**	(922)
Additions to investment property	**–**	(99)
Proceeds on disposal of property, plant and equipment	**34**	37
Purchase of intangible assets	**(47)**	(21)
Investment income received	**12**	7
Purchase of listed shares	**(4)**	(374)
Net cash outflow from investing activities	**(1 199)**	(1 372)
Cash flows from financing activities		
Share plan shares purchased	**(77)**	(36)
Shares repurchased and cancelled	**–**	(58)
Repayment of capital lease liabilities	**(147)**	(149)
Additional borrowings	**260**	775
Repayment of borrowings	**(400)**	(1 263)
Interest paid	**(566)**	(480)
Dividends paid	**(1 200)**	(490)
Net cash outflow from financing activities	**(2 130)**	(1 701)
Effect of exchange rates upon cash and cash equivalents	**(52)**	(2)
Net (decrease)/increase in cash and cash equivalents	**(163)**	172
Cash and cash equivalents at beginning of the year	**546**	374
Cash and cash equivalents at end of the year	**383**	546

RESTATEMENT

for the year ended 31 December 2023

Change in accounting policy

The company changed its accounting policy in respect of adjusted EBITDA.

Income associated with insurance claims and restructuring costs were previously excluded from adjusted EBITDA, the accounting policy has been changed to include them in adjusted EBITDA.

To provide more relevant information, income and expenses associated with insurance are included in adjusted EBITDA. Restructuring costs are costs incurred in the normal ordinary course of business and therefore provides more relevant information to include these costs in adjusted EBITDA.

R million	2022
Adjusted EBITDA as previously stated	3 306
Insurance receipts*	28
Restructuring costs**	(13)
Adjusted EBITDA restated	**3 321**
Adjusted headline earnings as previously stated	1 085
Net insurance receipts	16
Net restructuring costs	(9)
Adjusted headline earnings as restated	**1 092**

Cents per share	2022
Adjusted headline earnings as previously stated	439
Adjustment of insurance receipts	6
Adjustment for restructuring costs	(3)
Adjusted headline earnings as restated	**442**
Diluted adjusted headline earnings per share as previously stated	433
Adjustment of insurance receipts	6
Adjustment for restructuring costs	(3)
Diluted adjusted headline earnings as restated	**436**

* Income associated with insurance receipts received by the group during the 2022 financial year of R28 million, which was previously excluded from the adjusted EBITDA, was derived from Sun City, Sibaya, Sun Time Square and Sun Slots.

** Restructuring costs incurred by the group during the 2022 financial year of R13 million, which was previously excluded from the adjusted EBITDA, was derived from Carnival City.

HEADLINE EARNINGS AND ADJUSTED HEADLINE EARNINGS RECONCILIATION

for the year ended 31 December 2023

R million	2023	Restated* 2022
Profit for the year	**1 205**	555
Net loss on disposal of property, plant and equipment and intangible assets	**31**	15
Dreams S.A. first contingent consideration	**(173)**	–
Property damage insurance claims received	**(25)**	–
Tax relief on above items	**(1)**	(9)
Minorities' interests in the above items	**–**	(2)
Headline earnings	**1 037**	559
Change in estimated redemption value of put option	**13**	510
Foreign exchange loss**	**69**	71
Net loss on disposal of investment	**–**	7
Peermont transaction costs	**37**	–
Property damage insurance claims received	**25**	–
Other	**4**	–
Tax relief on above items	**(8)**	(20)
Minorities' interests in the above items	**(35)**	(35)
Adjusted headline earnings	**1 142**	1 092

* The prior year comparative financial information was restated as per IAS 8, Change in accounting policies, whereby insurance receipts and restructuring costs are now included in adjusted EBITDA. Refer to restatement on page 23.
** Relates to foreign exchange difference on US Dollar denominated Nigeria minority loans.

SUPPLEMENTARY INFORMATION

for the year ended 31 December 2023

R million	2023	Restated* 2022
ADJUSTED EBITDA RECONCILIATION		
Operating profit	**2 503**	2 443
Depreciation and amortisation	**800**	828
Adjusted headline earnings adjustments	**98**	50
Net loss on disposal of property, plant and equipment and intangible assets	**31**	15
Net loss on disposal of investment	**–**	7
Peermont transaction costs	**37**	–
Other**	**30**	28
Adjusted EBITDA	**3 401**	3 321
Adjusted EBITDA margin (%)	**28.1%**	29.4%

* The prior year comparative financial information was restated as per IAS 8, Change in accounting policies, whereby insurance receipts and restructuring costs are now included in adjusted EBITDA. Refer to restatement on page 23.
** The consolidation of the Sun International Employee Share Trust is reversed for the adjusted EBITDA reconciliation as the group did not receive the economic benefits of the trust. Inclusive of expenses which are of an unusual and infrequent nature as a result of unforeseen and atypical events.

R million	2023	Restated* 2022
Number of shares for diluted EPS and HEPS calculation ('000)		
Weighted average number of shares in issue	**244 096**	247 220
Adjustment for dilutive share awards	**1 557**	3 271
Diluted weighted average number shares in issue	**245 653**	250 491
Earnings per share (cents)		
– basic earnings per share	**494**	224
– headline earnings per share	**425**	226
– adjusted headline earnings per share	**468**	442
– diluted basic earnings per share	**491**	222
– diluted headline earnings per share	**422**	223
– diluted adjusted headline earnings per share	**465**	436
Continuing – earnings per share (cents)		
– basic earnings per share	**423**	224
– headline earnings per share	**354**	226
– adjusted headline earnings per share	**468**	442
– diluted basic earnings per share	**420**	222
– diluted headline earnings per share	**352**	223
– diluted adjusted headline earnings per share	**465**	436
Discontinued – earnings per share (cents)		
– basic earnings per share	**71**	–
– headline earnings per share	**71**	–
– adjusted headline earnings per share	**–**	–
– diluted basic earnings per share	**71**	–
– diluted headline earnings per share	**70**	–
– diluted adjusted headline earnings per share	**–**	–

* The prior year comparative financial information was restated as per IAS 8, Change in accounting policies, whereby insurance receipts and restructuring costs are now included in adjusted EBITDA. Refer to restatement on page 23.

SUPPLEMENTARY INFORMATION continued
for the year ended 31 December 2023

R million	2023	2022
TAX RECONCILIATION		
Profit before tax from continuing operations	**1 770**	1 368
Profit before tax from discontinued operations	**173**	–
Profit before tax	**1 943**	1 368
Effective tax expense	**(555)**	(603)
Depreciation on non-qualifying buildings	**11**	17
Non-deductible expenditure- expenses incurred to produce exempt income	**1**	3
Other non-deductible expenditure	**29**	39
Change in estimated redemption value of put option	**4**	143
Exempt income – dividend income	**(3)**	(4)
Non-taxable income	**(15)**	(28)
Non-taxable income - Dreams S.A. first contingent consideration	**(47)**	–
Tax incentives	**(8)**	(4)
Tax losses not meeting the recognition criteria	**29**	32
Withholding tax	**15**	–
Adjustment for prior year current and deferred tax	**14**	(7)
Trust tax rate differential	**–**	(2)
Rate adjustment	**–**	30
Capital gains tax	**–**	1
Tax expense at South African corporate tax rate	**(525)**	(383)
Effective tax rate (%)	**(28.6%)**	(44.1%)

Other metrics	2023	2022
Adjusted EBITDA to interest (times)	**5.71x**	6.51x
Borrowings to adjusted EBITDA (times) excluding IFRS 16	**1.74x**	1.84x
Net asset value per share (Rand)	**8.2**	8.2
Capital expenditure (R million)	**1 241**	1 042
Capital commitments (R million)*	**1 247**	913
Interim dividend declared (cents)	**148**	88
Final dividend declared (cents)	**203**	241

* The prior year was based on the 5 year budget and the current year is based on the 1 year approved budget, which reflects more appropriate disclosure. The prior year was re-presented to align to the current year.

SUMMARY SEGMENTAL INCOME ANALYSIS
for the year ended 31 December 2023

			Net gaming wins							Revenue from contracts with customers								
	Net gaming wins		Tables		Slots		Sun Slots and SunBet		Total revenue		Rooms		Food and beverage		Other*		Total income	
R million	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
Urban casinos	**6 127**	6 208	**1 344**	1 295	**4 783**	4 913	**–**	–	**604**	511	**113**	99	**310**	279	**181**	133	**6 731**	6 719
GrandWest	**1 776**	1 751	**335**	275	**1 441**	1 476	**–**	–	**108**	79	**2**	2	**66**	48	**40**	29	**1 884**	1 830
Time Square	**1 286**	1 273	**411**	380	**875**	893	**–**	–	**220**	180	**49**	42	**108**	94	**63**	44	**1 506**	1 453
Sibaya	**1 237**	1 289	**293**	335	**944**	954	**–**	–	**50**	66	**7**	8	**33**	38	**10**	20	**1 287**	1 355
Carnival City	**785**	848	**169**	185	**616**	663	**–**	–	**60**	53	**9**	7	**24**	23	**27**	23	**845**	901
Boardwalk#	**415**	397	**59**	49	**356**	348	**–**	–	**114**	85	**31**	24	**49**	49	**34**	12	**529**	482
Meropa	**224**	227	**31**	32	**193**	195	**–**	–	**12**	10	**7**	7	**–**	–	**5**	3	**236**	237
Windmill	**195**	195	**27**	23	**168**	172	**–**	–	**9**	9	**–**	–	**8**	8	**1**	1	**204**	204
Flamingo	**106**	114	**9**	10	**97**	104	**–**	–	**10**	10	**–**	–	**10**	10	**–**	–	**116**	124
Golden Valley	**103**	114	**10**	6	**93**	108	**–**	–	**21**	19	**8**	9	**12**	9	**1**	1	**124**	133
Resorts and hotels	**932**	900	**231**	189	**701**	711	**–**	–	**2 088**	1 672	**1 071**	782	**637**	543	**380**	347	**3 020**	2 572
Sun City	**549**	516	**172**	139	**377**	377	**–**	–	**1 329**	1 120	**572**	443	**429**	375	**328**	302	**1 878**	1 636
Wild Coast Sun	**383**	384	**59**	50	**324**	334	**–**	–	**134**	124	**31**	34	**60**	52	**43**	38	**517**	508
The Table Bay Hotel	**–**	–	**–**	–	**–**	–	**–**	–	**476**	308	**386**	239	**84**	65	**6**	4	**476**	308
The Maslow Sandton	**–**	–	**–**	–	**–**	–	**–**	–	**149**	120	**82**	66	**64**	51	**3**	3	**149**	120
Sun Slots	**1 462**	1 491	**–**	–	**–**	–	**1 462**	1 491	**3**	15	**–**	–	**–**	–	**3**	15	**1 465**	1 506
SunBet	**729**	336	**–**	–	**–**	–	**729**	336	**4**	3	**–**	–	**–**	–	**4**	3	**733**	339
Management and corporate office	**–**	–	**–**	–	**–**	–	**–**	–	**21**	19	**–**	–	**1**	–	**20**	19	**21**	19
Total South African operations	**9 250**	8 935	**1 575**	1 484	**5 484**	5 624	**2 191**	1 827	**2 720**	2 220	**1 184**	881	**948**	822	**588**	517	**11 970**	11 155
Nigeria and other^^	**40**	62	**11**	14	**29**	48	**–**	–	**86**	85	**45**	46	**38**	36	**3**	3	**126**	147
Total group operations	**9 290**	8 997	**1 586**	1 498	**5 513**	5 672	**2 191**	1 827	**2 806**	2 305	**1 229**	927	**986**	858	**591**	520	**12 096**	11 302

R million	2023	2022
*** Other:**		
Revenue within the scope of IFRS 15		
Time share income	**133**	122
Other income**	**244**	192
Other income excluded from the scope of IFRS 15 (rental and concessionaire income^)	**206**	178
Other income excluded from the scope of IFRS 15 (insurance receipts)	**8**	28
Total	**591**	520

** Other income includes conferencing and entertainment revenue, management fees income, membership revenue, merchandise revenue and entrance fee revenue. Time share income was separately shown out of Other income to provide additional detail.
^ Concessionaire income is based on an agreed percentage of that concessionaire's turnover.
# Boardwalk includes Boardwalk Mall.
^^ Nigeria and other includes Sun Chile, Sun Latam and SunBet Africa Holdings which are aggregated as they represent less than 2% of group income.

BORROWINGS

for the year ended 31 December 2023

R million	Debt	IFRS 16 lease liability	Total debt
South Africa	**5 725**	**753**	**6 478**
Nigeria	**815**	**–**	**815**
Total debt as at 31 December 2023	**6 540**	**753**	**7 293**
South Africa	5 901	805	6 706
Nigeria	746	–	746
Total debt as at 31 December 2022	6 647	805	7 452

CONTINGENT ASSETS AND LIABILITIES

The group is subject to commitments and contingencies, which occur in the normal course of business, including legal proceedings and claims that cover a wide range of matters. The group has the following exposures:

Nigeria

TCN continues to experience difficulties engaging with the tax authorities to confirm any tax principles to obtain certainty or settle outstanding matters. The group, with the assistance of its external tax and legal counsel, has estimated the potential exposure of these disputes and other matters taken to the relevant local courts as R52 million (2022: R85 million). The group is at an advanced stage regarding the disposal of its investment in TCN.

Dreams S.A. disposal price contingent receivable

Management has assessed that the conditions required for the first contingent consideration have been met and has recognised a financial asset. Further, management has assessed the fair value of the second contingent asset as nil at 31 December 2023 (2022: nil).

ADDITIONAL INFORMATION

for the year ended 31 December 2023

Going concern

The IFRS Conceptual Framework states that going concern is an underlying assumption in the preparation of IFRS financial statements. Therefore, the financial statements presume that an entity will continue in operation in the foreseeable future or, if that presumption is not valid, disclosure and a different basis of reporting is required. The board of directors believes that, as of the date of this report, the going concern presumption is still appropriate and accordingly the group and company audited consolidated financial statements have been prepared on the going concern basis.

IAS 1 – Preparation of Financial Statements (IAS 1) requires management to perform an assessment of the group's ability to continue as a going concern. If management is aware of material uncertainties related to events or conditions that may cast significant doubt upon the group's ability to continue as a going concern, IAS 1 requires these uncertainties to be disclosed.

The directors' assessment of whether the group is a going concern was considered and the directors concluded that:

- the group and the company are solvent, with their assets exceeding their liabilities and are expected to remain solvent after considering the approved budget and expected performance;
- based on the short- and long-term forecasts (as per the budget approved by the group's board of directors), the group is expected to be able to meet all its short-term obligations through a combination of the cash generated by operations and the utilisation of the current facilities available to the group;
- as at 31 December 2023, South Africa's debt (excluding IFRS 16 lease liabilities) amounted to R5.7 billion and its debt to adjusted EBITDA ratio of 1.7 times. This is in compliance with the bank debt covenant requirement of a covenant ratio of less than 3.25 times. As at 31 December 2023, the interest cover ratio was compliant at 5.7 times which is above the required 3.0 times;
- there has been no event of default over the past 12 months on any of the company or group's debt facilities. No facilities previously available to the company or the group have been withdrawn and remain committed by our lenders; and
- the group has forecast that it will achieve the required debt to adjusted EBITDA and interest cover ranges as per the debt covenants agreed with its lenders for the following 12 months.

The board, after considering the factors described above, has concluded that the group and company will be able to discharge their liabilities as they fall due in the normal course of business and is therefore of the opinion that the going concern assumption is appropriate in the preparation of the group financial statements.

Subsequent events

There are no further subsequent events other than those disclosed herein, proposed acquisition of Peermont and the dividend declaration below.

Final dividend declaration

Notice is hereby given that the board has declared a final gross cash dividend of 203 cents (162.40000 cents net of dividend withholding tax) for the year ended 31 December 2023, payable to shareholders recorded in the register of the company at the close of business on the record date appearing below. The dividend has been declared from cash reserves and therefore does not constitute a distribution of 'contributed tax capital' as defined in the Income Tax Act, 58 of 1962. A dividend withholding tax of 20% will be applicable to all shareholders who are not exempt.

The issued share capital at the declaration date is 262 052 195 ordinary shares. The salient dates for the final dividend will be as follows:

Declaration date	Monday, 18 March 2024
Last day to trade cum dividend	Tuesday, 9 April 2024
Shares commence trading 'ex' dividend	Wednesday, 10 April 2024
Record date	Friday, 12 April 2024
Payment date	Monday, 15 April 2024

Share certificates may not be dematerialised or rematerialised between Wednesday, 10 April 2024 and Friday, 12 April 2024, both days inclusive. Ordinary shareholders who hold dematerialised shares will have their accounts at their CSDP or broker credited or updated on Monday, 15 April 2024. Where applicable, dividends in respect of certificated shares will be transferred electronically to shareholders' bank accounts on the payment date. Where the transfer secretaries do not have the banking details of any certificated shareholders, the cash dividend will be held in trust by the transfer secretaries pending receipt of the relevant certificated shareholders' banking details after which the cash dividend will be paid via electronic transfer into the personal bank account of the certificated shareholder.

Sun International's tax reference number is 9875/186/71/1.

Changes to the board of directors and committee

There were no appointments, retirements or resignations to the company's board of directors during the year under review.

Ms Dawn Marole was appointed as an additional member of the company's audit committee, with effect from 8 September 2023.

Annual general meeting

Sun International's 40th annual general meeting will be held as a physical, in person meeting at The Maslow Hotel, corner Grayston Drive and Rivonia Road, Sandton on Wednesday, 8 May 2024 at 09h00 (South African time). For those shareholders wishing to participate in the annual general meeting by way of electronic communication, Sun International will, per the notice of annual general meeting, make available a Microsoft TEAMS call facility for these purposes. However, no provision will be made for shareholders to vote electronically at the annual general meeting and as such shareholders will need to complete and submit proxy forms to the transfer secretaries and/or meeting specialist before or at the start of the meeting. Further details regarding the company's annual general meeting will be contained in Sun International's annual statutory report to be posted to shareholders on or about 28 March 2024.

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, which comprise the summary consolidated statement of financial position as at 31 December 2023, the summary consolidated statements of comprehensive income, changes in equity and cash flows 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 2023.

In our opinion, the summary consolidated financial statements, set out on pages 14 – 32, are consistent in all material respects, with the audited consolidated financial statements of Sun International Limited, in accordance with the requirements of the JSE Limited Listings Requirements for summary financial statements, set out in the "Basis of preparation" note to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.

Other matters

We have not audited future financial performance and expectations by management included in the summary consolidated financial statements and accordingly do not express any opinion thereon.

Summary consolidated financial statements

The summary consolidated financial statements do not contain all the disclosures required by the 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 of Sun International Limited 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 2024. That report also includes the communication of other key audit matters as reported in the auditor's report of the audited financial statements.

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 summary financial statements, set out in the "Basis of preparation" note to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.

The Listings Requirements require summary financial statements to be prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council, and also contain the information required by IAS 34, *Interim Financial Reporting*.

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 consolidated audited 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.*

DocuSigned by:
Deloitte & Touche
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Deloitte & Touche
Registered Auditors
Per: Carmeni Naidoo Bester
Partner
18 March 2024

5 Magwa Crescent
Waterfall City
Midrand
2090
South Africa

COMPANY INFORMATION

Registered office

6 Sandown Valley Crescent, Sandown, Sandton, 2196

Sponsor

Investec Bank Limited

Transfer secretaries

JSE Investor Services (Pty) Ltd (formerly Link Market Services South Africa (Pty) Ltd),
One Exchange Square, Gwen Lane, Sandown, Sandton, 2196

Directors

S Sithole (Chairman), GW Dempster (Lead Independent Director), AM Leeming (Chief Executive)*, N Basthdaw (Chief Financial Officer)*, CM Henry, SN Mabaso- Koyana, MLD Marole, TR Ngara, NT Payne (British), ZP Zatu Moloi.

* Executive

The audited summary consolidated financial statements and the audited consolidated financial statements from which these have been derived, were prepared under the supervision of the chief financial officer, N Basthdaw CA(SA).

Group company secretary

AG Johnston

Investor relations

N Piki

investor.relations@suninternational.com

15 March 2024

STUDIO 5

Sun International LIMITED

(Incorporated in the Republic of South Africa)
Registration number: 1967/007528/06
Share code: SUI
ISIN: ZAE 000097580
LEI: 378900835F180983C60
("Sun International" or "the company")

www.suninternational.com