



GOLD REEF

C A S I N O R E S O R T S

GOLD REEF CASINO RESORTS LIMITED

(Incorporated in the Republic of South Africa) (Registration number 1989/002108/06)
(Share code GDF, ISIN ZAE000028338) ("GoldReef")

CAI ACQUISITION ANNOUNCEMENT AND FURTHER CAUTIONARY ANNOUNCEMENT

Shareholders are referred to the Casinos Austria International GmbH ("CAI") acquisition announcement dated 7 March 2002 ("CAI acquisition") and subsequent cautionary announcements. As detailed in the CAI acquisition announcement the acquisition by GoldReef of CAI's South African casino assets and the specific issue of shares for cash to CAI were subject to the fulfilment of certain conditions precedent, including approval by the relevant gaming authorities. Shareholders are advised that all the conditions precedent to the CAI acquisition have been fulfilled other than:

- the approval of the competition commission to the extent required; and
- the approval of the specific issue of shares for cash by GoldReef shareholders in accordance with the JSE Securities Exchange South Africa's listing requirements ("JSE Listing Requirements").

A circular detailing the CAI acquisition and the specific issue of shares for cash and a notice of a general meeting of shareholders to consider the specific issue of shares for cash will be posted to shareholders on or about 12 September 2002.

GoldReef has been notified that a consortium including the controlling shareholders of GoldReef ("the consortium") is contemplating making an offer to acquire the assets and assume the liabilities of GoldReef for a consideration equivalent to R3,25 per share

("the acquisition consideration") on or about 31 October 2002 ("potential transaction"). Transaction costs and secondary taxation on companies on the distribution of the acquisition consideration, estimated at 5 cents per share, would result in an effective take-out consideration of approximately R3,20 per share.

As GoldReef has been notified of the potential transaction which would have a material effect on the GoldReef share price if successfully concluded, GoldReef shareholders are advised to exercise caution when dealing in GoldReef shares until a further announcement is made. GoldReef may not, in terms of the JSE Listing Requirements, proceed with the *pro rata* share repurchase of 8% of its issued share capital at R3,00 per share ("repurchase") proposed in the GoldReef results announcement dated 20 March 2002 while it is trading under cautionary. The repurchase has been placed on hold until on or about 31 October 2002 by which stage the consortium has agreed to give an indication as to whether or not the potential transaction is likely to be proposed. If GoldReef is informed that the consortium will not be pursuing the potential transaction or if the potential transaction is proposed and not accepted, the repurchase will be effected.

Johannesburg
3 September 2002

Investment bank and sponsor



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INVESTMENT BANK

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