

Gold Reef Resorts Limited
Incorporated in the Republic of South Africa
(Registration number 1989/002108/06)
Share code: GDF ISIN: ZAE000028338
("Gold Reef" or "the company")

TRADING STATEMENT

In terms of the JSE Limited Listings Requirements, companies are required to publish a trading statement as soon as they are satisfied that a reasonable degree of certainty exists that the financial results for the period to be reported upon next will differ by at least 20% from the previous comparative period.

As previously reported, the merger of Tsogo Sun Holdings (Pty) Ltd ("Tsogo") and Gold Reef and the effective reverse listing of Tsogo via the acquisition by Gold Reef of the entire issued share capital of Tsogo through the issue of new shares ("the consideration shares") to Tsogo Investment Holding Company (Pty) Ltd and SABSA Holdings (Pty) Ltd was concluded on 24 February 2011 ("the transaction").

In terms of IFRS 3 *Business Combinations (Revised)*, the transaction is a reverse acquisition as the shareholders of Tsogo become the majority shareholders of Gold Reef. Accordingly Tsogo is treated as the acquirer for accounting purposes, whilst Gold Reef is the legal acquirer and remains the listed entity.

The company intends announcing financial results for the year ended 31 March 2011, which will represent eleven months of Tsogo trading and one month of the combined group. The comparative information for the prior period will represent the audited consolidated results of Tsogo for the year ended 31 March 2010.

In determining the closing and weighted average number of shares for the year ended 31 March 2011 and the prior comparative period, the company has used the consideration shares as the appropriate number of shares for calculating the earnings per share ("EPS"), headline earnings per share ("HEPS") and adjusted headline earnings per share ("Adjusted HEPS") for Tsogo and the actual shares in issue post the issue of the consideration shares, excluding treasury shares for the combined group.

As in the prior period, the company intends publishing EPS, HEPS and Adjusted HEPS as well as earnings before interest, income tax, depreciation, amortisation, property rentals, long term incentives and exceptional items ("EBITDAR") for the twelve months ended 31 March 2011 and for the prior corresponding reporting period. The company is of the opinion that the publication of Adjusted HEPS and EBITDAR will assist the understanding of year-on-year trading results.

In arriving at Adjusted HEPS and EBITDAR, adjustments were made to eliminate non-recurring transactions. These non-recurring transactions totalling R420 million and R400 million pre and post tax and non-controlling interest share respectively relate primarily to costs required to be recognised as a result of the implementation of the merger of Gold Reef and Tsogo including a mark to market write down of the existing 25% interest in Gold Reef held by Tsogo at the date of the conclusion of the merger.

Gold Reef expects EPS for the twelve months ended 31 March 2011 to be 28% to 33% lower than that of the prior comparative period while HEPS and Adjusted HEPS are expected to be 1% to 6% and 11% to 16% higher than the prior comparative period. EBITDAR is expected to be 6% to 11% above that of the prior corresponding period.

The above information has not been reviewed or reported on by the company's auditors. The company's results for the twelve months ended 31 March 2011 are expected to be published on or about 19 May 2011.

Johannesburg
10 May 2011
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