CULLINAN HOLDINGS LIMITED

REVIEWED RESULTS FOR THE YEAR ENDED 30 SEPTEMBER 2007

Cullinan is a holding company that invests in travel and travel related businesses. Most of its current investments are in Southern Africa where it has interests in inbound and outbound tour operating, destination management activities, retail travel agencies, coach charter, escorted tours, open vehicle game drives and sightseeing.

RESULTS

- Attributable earnings per share up 15%
- Headline earnings per share up 21%

Consolidated balance sheet

	Reviewed as at 30 September 2007 R'000	Audited as at 30 September 2006 R'000
ASSETS		
Non-current assets	**117 363**	102 914
Property, plant and equipment	**63 876**	50 721
Investment properties	**331**	331
Goodwill	**23 721**	23 802
Intangible assets	**25 529**	24 287
Investment in associate companies	**876**	200
Deferred taxation	**3 030**	3 573
Current assets	**255 759**	211 100
– Inventories	**10 008**	11 042
– Accounts receivable	**123 052**	75 232
– Taxation	**531**	–
– Cash resources	**122 168**	124 826
Total assets	**373 122**	314 014
EQUITY AND LIABILITIES		
Ordinary shareholders' equity	**86 180**	71 188
Preference shareholders' equity	**1 046**	1 046
Outside shareholders' interest	**5**	3
Total shareholders' equity	**87 231**	72 237
Non-current liability	**50 385**	37 071
– Deferred tax liability	**1 729**	1 241
– Long-term loans	**43 061**	33 116
– Operating lease provision	**5 595**	2 714
Current liabilities	**235 506**	204 706
– Short-term loans	**1 954**	3 198
– Operating lease provision	**204**	20
– Accounts payable	**225 067**	193 853
– Taxation	**8 267**	7 621
– Preference dividends	**14**	14
Total equity and liabilities	**373 122**	314 014

Consolidated income statement

	Reviewed year ended 30 September 2007 R'000	Audited year ended 30 September 2006 R'000
Revenue	**353 710**	269 076
Net operating expenses	**325 651**	(243 872)
Operating income before exceptional items	**28 059**	25 204
Exceptional items	**–**	(1 629)
Operating income	**28 059**	23 575
Finance income	**4 349**	4 725
Finance expenses	**(408)**	(71)
Preference dividends paid	**(55)**	(54)
Profit before taxation	**31 945**	28 169
Tax expense	**(10 026)**	(9 191)
Profit for year	**21 919**	18 978
Profit attributable to equity holders of the company	**21 917**	18 975
Profit attributable to outside shareholders' interest	**2**	3
Attributable earnings per share (cents)	**3,05**	2,64
Diluted earnings per share (cents)	**3,05**	2,64
Headline earnings per share (cents)	**3,19**	2,64
Diluted headline earnings per share (cents)	**3,19**	2,64
Ordinary shares ('000)		
– In issue	**718 355**	718 272
– Weighted average	**718 355**	718 272
Determination of headline earnings		
Reconciliation between attributable earnings and headline earnings		
Earnings attributable to ordinary shareholders	21 917	18 975
(Profits)/losses on disposal of property, plant and equipment	1 406	(93)
Total tax effect of the adjustment	(408)	27
Total minority interest of the adjustment	–	–
Headline earnings	22 915	18 909

Consolidated statement of changes in equity

	Reviewed year ended 30 September 2007 R'000	Audited year ended 30 September 2006 R'000
Ordinary share capital		
Balance at beginning of year	**7 183**	7 182
Issued during year	**1**	1
Balance at end of year	**7 184**	7 183
Share premium		
Balance at beginning of year	**59 902**	59 900
Premium on issue of shares	**3**	2
Balance at end of year	**59 905**	59 902
Share capital reduction reserve fund		
Balance at beginning of year	**20 876**	20 876
Balance at end of year	**20 876**	20 876
Capital redemption reserve fund		
Balance at beginning of year	**4**	4
Balance at end of year	**4**	4
Foreign currency translation reserve		
Balance at beginning of year	**(1 318)**	55
Reserve on translation of foreign subsidiary	**255**	(1 373)
Balance at end of year	**(1 063)**	(1 318)
Accumulated loss		
Balance at beginning of year	**(15 459)**	(27 251)
Attributable income for year	**21 917**	18 975
Ordinary dividend paid	**(7 184)**	(7 183)
Balance at end of year	**(726)**	(15 459)
Ordinary shareholders' equity	**86 180**	71 188

Directors

MA Ness *(Chairman)**‡, VET O'Hana ‡, DD Hosking **‡, M Tollman ***‡,
AN Viljoen, LA Pampallis *Company Secretary:* QA Southey
* British ** New Zealand *** USA ‡ Non-Executive

Registered office

6 Hood Avenue, Rosebank, 2196

Transfer secretaries

Computershare Investor Services 2004 (Pty) Limited, Ground Floor,
70 Marshall Street, Johannesburg, 2001 (PO Box 61051, Marshalltown, 2107)

For further information on group activities, please write to:

The Group Secretary, Cullinan Holdings Limited, PO Box 41032, Craighall, 2024

(Registration number 1902/001808/06) (Share code: CUL ISIN: ZAE000013710)
("the company" or "the group")

Auditors

BDO Spencer Steward (Jhb) Inc. will continue to act as auditors to the company.

An unqualified audit review report is available for inspection. The audited annual financial statements will be mailed to shareholders in January 2008.

Sponsor

Arcay Moela Sponsors (Proprietary) Limited
(Registration number 2006/033725/07)

Summarised consolidated cash flow statement

	Reviewed year ended 30 September 2007 R'000	Audited year ended 30 September 2006 R'000
Cash flows from operating activities		
Operating income	**28 059**	23 575
Depreciation	**15 267**	7 322
Other non-cash items	**4 810**	(1 799)
Changes in working capital	**(15 572)**	17 562
Cash generated from operating activities	**32 564**	46 660
Net finance income	**3 941**	4 648
Preference dividends paid	**(55)**	(55)
Ordinary dividends paid	**(7 184)**	(7 183)
Normal taxation paid	**(7 974)**	(800)
Secondary Taxation on Companies	**(905)**	(907)
Net cash inflow/(outflow) from operating activities	**20 387**	42 363
Cash flow from investing activities		
Additions to property, plant and equipment	**(27 234)**	(19 221)
Additions to intangible assets	**(4 701)**	(3 712)
Acquisition of subsidiary	**–**	(30 969)
Proceeds on disposal of property, plant and equipment	**861**	281
Investment in associate companies	**(676)**	150
Net cash inflow/(outflow) from investing activities	**(31 750)**	(53 471)
Cash flow from financing activities		
Ordinary share capital issued	**4**	3
Long-term loans raised	**9 945**	32 384
Short-term loans raised/(repaid)	**(1 244)**	1 757
Net cash inflow/(outflow) from financing activities	**8 705**	34 144
Net (decrease)/increase in cash and cash equivalents	**(2 658)**	23 036
Cash and cash equivalents at beginning of year	**124 826**	101 790
Cash and cash equivalents at end of year	**122 168**	124 826

Notes

1. **Accounting policies**
   These reviewed results have been prepared in compliance with IAS 34 Interim Financial Reporting.
   The accounting policies and method of computation used in the preparation of the annual financial statements for the year ended 30 September 2007 are the same as those used in the audited results for the financial year ended 30 September 2006.
   The annual financial statements comply with International Financial Reporting Standards and the requirements of the Companies Act, 1973 (Act 61 of 1973), as amended.
2. **JSE Limited ("JSE")**
   The directors of the company ensured compliance with the JSE Listings Requirements during the year under review.
3. **Exceptional items**

	12 months 2007 R'000	12 months 2006 R'000
Acquisition costs	**–**	(1 629)
	–	(1 629)

4. **Segmental reporting**

	Travel and Tourism R'000	Yachting and Diving R'000	Total R'000
30 September 2007			
Revenue	**325 898**	**27 812**	**353 710**
Operating profit/loss			
Result	**27 661**	**398**	**28 059**
Other information			
Assets	**357 358**	**11 858**	**369 216**
Liabilities	**280 789**	**5 102**	**285 891**
Capital expenditure			
– Property, plant and equipment	**26 978**	**256**	**27 234**
– Intangible assets	**4 701**	**–**	**4 701**
Depreciation	**15 053**	**214**	**15 267**
30 September 2006			
Revenue	245 552	23 524	269 076
Operating profit/loss			
Result	25 522	(318)	25 204
Other information			
Assets	298 184	12 057	310 241
Liabilities	236 936	4 841	241 777
Capital expenditure			
– Property, plant and equipment	19 058	163	19 221
– Intangible assets	3 706	6	3 712
Depreciation	7 103	219	7 322

CHIEF EXECUTIVE OFFICER'S REPORT

OVERVIEW

The past year has continued the historical growth trend in most of the business operations.

The group results are summarised as follows:

- Headline earnings per share improved by 21%
- Attributable earnings per share improved by 15%
- Operating cash flows remained strong

This year was characterised by good growth in the Inbound division and the Outbound division showing a weak first six months and then improving satisfactorily. Hylton Ross Tours performed above expectations and Pentravel opened several new travel outlets which reduced its current year profitability.

REVIEW OF OPERATIONS

Thompsons Tours (the Outbound division)

The Outbound division is a wholesale supplier of travel related products and holidays to the South African market. The domestic travel market has continued to be affected by the volatile Rand, the growth of low cost carriers, the National Credit Act and the change in buying patterns.

We have continued to focus on improving; the buying of products, the availability of inventory and on service. This has enabled this division to improve in the latter part of the year. Substantial additional IT and related costs have been necessary to align the business to the changing buying behaviours of travellers.

Thompsons Africa (the Inbound division)

The Inbound division is a tour wholesaler and destination marketing organisation that sells Africa to the rest of the world. Turnover is influenced by the relative strength of the South African Rand, the available air lift into South Africa, the extensive relationships with the international tour operators and service excellence. The Rand has been weaker for most of the year and has helped improve turnover and margins. Despite this the division has continued to focus on improving service and had a good year showing substantial growth out of both the Far East and the USA which has resulted in record turnover and profits.

Thompsons Africa Touring and Safaris

The touring division provides tourism products for the Incoming division. These include escorted tours, general sightseeing and open vehicle game drives in the National Parks which are offered throughout Southern Africa. Turnover and profits have improved significantly with the introduction of new touring products this year.

Thompsons Travel

Thompsons Travel is a retail travel agency with offices in Johannesburg, Cape Town and Durban. Both the Corporate and Leisure divisions showed a satisfactory improvement in profitability this year.

Pentravel

Pentravel is a chain of 23 retail travel outlets located in the major shopping malls throughout South Africa. During the year it opened several new outlets which require a ramp-up period to attain full performance and profitability. In addition, Pentravel invested substantially during the year in overall staff development and training. This will ensure Pentravel is well placed for continued growth and profitability in the future.

Hylton Ross Tours

Hylton Ross Tours operates coaches and vehicles for hire and charter in the domestic travel market and also provides day tours in and around the Western Cape and the Garden Route. It is a well known brand in the travel market and enjoys a substantial market share in the Western Cape. The coach charter market remained firm throughout the year and the company continued to grow turnover and profitability. The group's current year results include Hylton Ross Tours profits for a full year for the first time.

The company embarked on a major vehicle replacement and expansion programme during the year. This investment will ensure that it is well placed to continue its growth and profitability in the future.

Thompsons Gateway

Gateway, a sales office in Singapore, had a good year showing improved turnover and profits. Profits were also positively influenced by the weaker South African Rand.

Planet Africa

Planet Africa is a joint venture operation formed to sell and market Southern Africa to Far East tourists. It has had a record year in turnover and profits.

Manex

Manex is a supplier to the yacht building industry. As a result of the general global yachting market improvement experienced by the Cape Town based yacht builders, Manex had a better year in turnover and profitability.

Prospects

The advent of 2010 has had a positive effect on Inbound tourist traffic. It is envisaged that this should continue in the coming year and should have a positive effect on the Inbound division, its Touring and Safari operations and Hylton Ross Tours.

The continued focus to improve the IT platforms and service in the Outbound division should continue to improve its growth and profitability. However, the South African leisure travel market may be further impacted by the recent introduction of the National Credit Act and increasing interest rates.

All the businesses are impacted by the volatility of the Rand and it remains an ongoing difficult challenge for management.

AN Viljoen
Chief Executive Officer

M Ness
Chairman

6 December 2007

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