



Transaction Capital Limited
(Incorporated in the Republic of South Africa)
Registration number: 2002/031730/06
JSE share code: TCP
ISIN: ZAE000167391
("Transaction Capital")



TransCapital Investments Limited
(Incorporated in the Republic of South Africa)
(Registration No. 2016/130129/06)
Bond Company code: TCII

RESULTS OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

Shareholders of Transaction Capital are advised that at the annual general meeting of shareholders held on Wednesday, 11 March 2020 ("Annual General Meeting"), in terms of the notice of Annual General Meeting distributed to shareholders on Tuesday, 21 January 2020, all of the resolutions tabled were passed by the requisite majority of votes cast by shareholders present in person or represented by proxy.

The total number of voteable shares represented in person or by proxy at the Annual General Meeting was 450 629 405 shares, representing 73.45% of Transaction Capital's issued share capital of 613 486 932 ordinary shares as at Friday, 6 March 2020, being the Voting Record Date.

Shareholders are advised that the results of the Annual General Meeting are as follows:

RESOLUTIONS AS SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING	TOTAL SHARES VOTED				SHARES ABSTAINED
	FOR (%)	AGAINST (%)	NUMBER	%*	%*
Ordinary Resolution Number 1 Re-election of director					
M Herskovits	91.06	8.94	450 265 506	73.39	0.06
Ordinary Resolution Number 2 Re-election of director					
D Hurwitz	99.34	0.66	450 265 506	73.39	0.06
Ordinary Resolution Number 3 Re-election of director					
J Jawno	99.37	0.63	450 265 506	73.39	0.06
Ordinary Resolution Number 4 Re-election of director					
P Langeni	89.33	10.67	450 190 506	73.38	0.07
Ordinary Resolution Number 5 Election of director					
S Doherty	99.37	0.63	450 265 506	73.39	0.06
Ordinary Resolution Number 6 Appointment of members of audit, risk and compliance committee					
D Radley	91.59	8.41	450 265 506	73.39	0.06

RESOLUTIONS AS SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING	TOTAL SHARES VOTED				SHARES ABSTAINED
	FOR (%)	AGAINST (%)	NUMBER	%*	%*
Ordinary Resolution Number 7 Appointment of members of audit, risk and compliance committee					
P Langeni	88.52	11.48	450 265 506	73.39	0.06
Ordinary Resolution Number 8 Appointment of members of audit, risk and compliance committee					
C Seabrooke	75.26	24.74	450 265 506	73.39	0.06
Ordinary Resolution Number 9 Appointment of members of audit, risk and compliance committee					
B Hanise	100.00	0.00	450 265 506	73.39	0.06
Ordinary Resolution Number 10** Appointment of Deloitte & Touche as auditors					
	75.10	24.90	449 222 974	73.22	0.23
Ordinary Resolution Number 11 Non-binding advisory vote on remuneration policy					
	83.08	16.92	450 168 028	73.38	0.08
Ordinary Resolution Number 12 Non-binding advisory vote on remuneration implementation report					
	83.92	16.08	450 166 428	73.38	0.08
Ordinary Resolution Number 13 Issue of securities for acquisitions in circumstances other than those covered by special resolution 5					
	99.07	0.93	450 243 506	73.39	0.06
Ordinary Resolution Number 14 Authority to act					
	100.00	0.00	450 265 106	73.39	0.06
Ordinary Resolution Number 15 Amendment of the Transaction Capital Limited Conditional Share Plan					
	100.00	0.00	450 243 106	73.39	0.06
Special Resolution Number 1 Approval of non-executive directors' and committee members' fees					
	100.00	0.00	450 241 028	73.39	0.06
Special Resolution Number 2 Approval of lead independent non-executive director's fees					
	100.00	0.00	450 241 028	73.39	0.06

RESOLUTIONS AS SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING	TOTAL SHARES VOTED				SHARES ABSTAINED
	FOR (%)	AGAINST (%)	NUMBER	%*	%*
Special Resolution Number 3 Authority to provide financial assistance in terms of section 45 of the Companies Act	99.16	0.84	450 263 028	73.39	0.06
Special Resolution Number 4 Authority to provide financial assistance in terms of section 44 of the Companies Act	100.00	0.00	450 263 028	73.39	0.06
Special Resolution Number 5 General authority to repurchase securities	97.80	2.20	450 249 609	73.39	0.06
Special Resolution Number 6 General authority to allot and issue authorised but unissued securities for cash	94.82	5.18	450 263 028	73.39	0.06

* Expressed as a percentage of a total of 613 486 932 Transaction Capital ordinary shares in issue as at Friday, 6 March 2020, being the Voting Record Date.

** Shareholders are advised that Ordinary Resolution Number 10 has been modified to replace Mr P Stedall with Mr S Munro as the individual auditor classified as the designated auditor following Mr P Stedall's resignation from Deloitte & Touche.

Dunkeld West
11 March 2020

Enquiries:
Morne Kok
Investor Relations
Telephone: +27 (0) 11 049 6700

Sponsor:
Rand Merchant Bank (A division of FirstRand Bank Limited)