



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

## RESULTS OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

Shareholders are advised of the results of the Annual General Meeting of Transaction Capital shareholders held on Friday, 27 February 2015 as follows:

RESOLUTIONS AS SET OUT IN THE NOTICE OF ANNUAL GENERAL MEETING DATE 27 JANUARY 2015	TOTAL SHARES VOTED				SHARES ABSTAINED
	FOR (%)	AGAINST (%)	NUMBER	%*	%*
<b>Special Resolution 1</b> Approval of non-executive directors' and committee members' fees	100%	0%	480 495 537	83.96%	0.20%
<b>Special Resolution 2</b> Authority to provide financial assistance in terms of section 45 of the Companies Act	97.54%	2.46%	480 495 537	83.96%	0.20%
<b>Special Resolution 3</b> Authority to provide financial assistance in terms of section 44 of the Companies Act	85.02%	14.98%	480 495 537	83.96%	0.20%
<b>Special Resolution 4</b> General authority to repurchase securities	98.85%	1.15%	480 495 537	83.96%	0.20%
<b>Special Resolution 5</b> Specific authority to repurchase securities	100%	0%	474 199 106	82.86%	0.21%
<b>Special Resolution 6</b> General authority to allot and issue authorised but unissued securities for cash	Resolution withdrawn				

<b>Ordinary Resolution 1</b> Re-election of directors (each voted on as a separate resolution)					
D Hurwitz	99.96%	0.04%	474 445 503	82.91%	0.21%
P Langeni	92.18%	7.82%	480 495 537	83.96%	0.20%
S Zagnoev	100%	0%	480 495 537	83.96%	0.20%
M Herskovits	99.96%	0.04%	480 249 140	83.92%	0.21%
<b>Ordinary Resolution 2</b> Non-binding advisory vote on remuneration policy	94.60%	5.40%	480 495 537	83.96%	0.20%
<b>Ordinary Resolution 3</b> Appointment of members of audit, risk and compliance committee (each voted on as a separate resolution)					
D Woollam	100%	0%	480 495 537	83.96%	0.20%
C Seabrooke	99.73%	0.27%	469 707 092	82.08%	2.09%
P Langeni	99.77%	0.23%	480 495 537	83.96%	0.20%
<b>Ordinary Resolution 4</b> Appointment of auditors	100%	0%	480 495 537	83.96%	0.20%
<b>Ordinary Resolution 5</b> Issue of securities for acquisitions	97.07%	2.93%	480 495 537	83.96%	0.20%
<b>Ordinary Resolution 6</b> Authority to act	100%	0%	480 495 537	83.96%	0.20%

*\*Expressed as a percentage of a total of 572 272 130 Transaction Capital ordinary shares in issue as at Friday, 20 February 2015, being the Voting Record Date.*

Dunkeld West  
27 February 2015

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Sponsor:  
Deutsche Securities (SA) Proprietary Limited