



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 of Transaction Capital are advised that at the annual general meeting of shareholders held on Thursday, 8 March 2018 ("Annual General Meeting"), 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 528,629,000 shares, representing 86.6% of Transaction Capital's issued share capital of 610,422,717 ordinary shares as at Friday, 2 March 2018, 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 DATED 23 JANUARY 2018	VOTES CARRIED				SHARES ABSTAINED
	FOR % OF TOTAL SHARES VOTED	AGAINST % OF TOTAL SHARES VOTED	TOTAL NUMBER OF SHARES VOTED	%*	%*
Ordinary Resolution Number 1 Re-election of director					
C Seabrooke	93.31	6.69	528,584,088	86.59	0.01
Ordinary Resolution Number 2 Re-election of director					
D Hurwitz	99.39	0.61	528,584,088	86.59	0.01
Ordinary Resolution Number 3 Re-election of director					
M Herskovits	96.09	3.91	528,584,088	86.59	0.01
Ordinary Resolution Number 4 Election of director					
O Ighodaro	91.51	8.49	528,584,088	86.59	0.01
Ordinary Resolution Number 5 Election of director					
P Miller	99.42	0.58	528,584,088	86.59	0.01
Ordinary Resolution Number 6					

Appointment of members of audit, risk and compliance committee					
O Ighodaro	91.51	8.49	528,584,088	86.59	0.01
Ordinary Resolution Number 7 Appointment of members of audit, risk and compliance committee					
P Langeni	95.86	4.14	528,584,088	86.59	0.01
Ordinary Resolution Number 8 Appointment of members of audit, risk and compliance committee					
C Seabrooke	87.06	12.94	528,584,088	86.59	0.01
Ordinary Resolution Number 9 Appointment of auditors	100.00	0.00	528,584,088	86.59	0.01
Ordinary Resolution Number 10 Non-binding advisory vote on remuneration policy	84.93	15.07	528,576,088	86.59	0.01
Ordinary Resolution Number 11 Non-binding advisory vote on remuneration implementation policy	91.14	8.86	528,576,088	86.59	0.01
Ordinary Resolution Number 12 Issue of securities for acquisitions	98.10	1.90	528,584,088	86.59	0.01
Ordinary Resolution Number 13 Authority to act	100.00	0.00	528,584,088	86.59	0.01
Special Resolution Number 1 Approval of non-executive directors' and committee members' fees	100.00	0.00	528,568,588	86.59	0.01
Special Resolution Number 2** Authority to provide financial assistance in terms of section 45 of the Companies Act	99.94	0.06	528,576,588	86.59	0.01
Special Resolution Number 3 Authority to provide financial assistance in terms of section 44 of the Companies Act	99.67	0.33	528,576,588	86.59	0.01
Special Resolution Number 4 General authority to repurchase securities	98.29	1.71	528,576,588	86.59	0.01
Special Resolution Number 5 General authority to allot and issue authorised but unissued securities for cash	97.42	2.58	528,576,588	86.59	0.01

**Expressed as a percentage of a total of 610,422,717 Transaction Capital ordinary shares in issue as at Friday, 2 March 2018, being the Voting Record Date.*

***Shareholders are hereby notified in terms of section 45(5) of the Companies Act that the board has passed a corresponding resolution in relation to Special Resolution Number 2.*

Dunkeld West
8 March 2018

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