



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

## **NOTICE OF CHANGE OF BENEFICIAL INTEREST AND DIRECTORS' DEALINGS IN SECURITIES**

Shareholders are referred to the respective announcements made on the Stock Exchange News Service of the JSE Limited ("JSE") on 7 March 2018 and 8 March 2018 relating to the disposal of Transaction Capital shares by Everglen Capital Proprietary Limited ("Everglen") via an accelerated bookbuild offering. In this regard, the following additional information is disclosed:

### Change of beneficial interest in Transaction Capital:

In accordance with section 122(3)(b) of the Companies Act, no. 71 of 2008 (as amended) ("the Act"), and paragraph 3.83(b) of the JSE Limited Listings Requirements, shareholders are hereby advised that the company received formal notification from Everglen that it has disposed of a beneficial interest in the company such that it now owns 29.2% of the issued ordinary share capital of the company.

As required in terms of section 122(3)(a) of the Act, the Company will file the required notice with the Takeover Regulation Panel.

### Directors' dealings:

In compliance with paragraphs 3.63 to 3.74 of the JSE Limited Listings Requirements, the following information is disclosed:

Name of director:	Jonathan Jawno
Name of company:	Transaction Capital Limited
Nature & class:	Off market sale by Everglen of ordinary shares
Nature and extent of director's interest:	Indirect, non-beneficial – Kimberley Investment Trust of which the director is a trustee and discretionary beneficiary holds one-third interest in Everglen
Clearance obtained to deal:	Yes
Date of transaction:	8 March 2018
Number of securities:	24 000 000
Price per share:	R16.80
Value:	R403 200 000

Name of director:	Michael Mendelowitz
Name of company:	Transaction Capital Limited
Nature & class:	Off market sale by Everglen of ordinary shares
Nature and extent of director's interest:	Indirect, non-beneficial – Rutland Trust of which the director is a trustee and discretionary beneficiary holds one-third interest in Everglen

Clearance obtained to deal: Yes  
Date of transaction: 8 March 2018  
Number of securities: 24 000 000  
Price per share: R16.80  
Value: R403 200 000

Name of director: Roberto Rossi  
Name of company: Transaction Capital Limited  
Nature & class: Off market sale by Everglen of ordinary shares  
Nature and extent of director's interest: Indirect, non-beneficial – Sugar Tube Trust of which the director is a trustee and discretionary beneficiary holds one-third interest in Everglen

Clearance obtained to deal: Yes  
Date of transaction: 8 March 2018  
Number of securities: 24 000 000  
Price per share: R16.80  
Value: R403 200 000

Dunkeld West  
9 March 2018

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

Sponsor:  
RAND MERCHANT BANK (A division of FirstRand Bank Limited)