

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")

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 Limited ("Transaction Capital") are advised that at the annual general meeting of shareholders held on Friday 5 March 2021 ("Annual General Meeting"), in terms of the notice of Annual General Meeting distributed to shareholders on Tuesday, 19 January 2021, all of the resolutions tabled were passed by the requisite majority of votes cast by shareholders represented in person or by proxy.

The total number of voteable shares represented in person or by proxy at the Annual General Meeting was 533 071 457 ordinary shares, representing 79.04% of Transaction Capital's issued share capital of 674 398 368 ordinary shares as at Friday, 26 February 2021, being the Voting Record Date.

Shareholders are advised that the Audited Financial Statements are available on the Transaction Capital website. The Social and Ethics report is included on page 10 of the Audited Financial Statements. The statement by the Group Chief Executive Officer was released on SENS on 4 March 2021, ahead of the Annual General Meeting.

The results of the Annual General Meeting are as follows:

RESOLUTIONS AS SET OUT IN THE NOTICE OF GENERAL MEETING	VOTES CAST DISCLOSED AS A PERCENTAGE IN RELATION TO THE TOTAL NUMBER OF SHARES VOTED AT THE MEETING		NUMBER OF SHARES VOTED	SHARES VOTED DISCLOSED AS A PERCENTAGE IN RELATION TO THE TOTAL ISSUED SHARES*	SHARES ABSTAINED DISCLOSED AS A PERCENTAGE IN RELATION TO THE TOTAL ISSUED SHARES*
	FOR	AGAINST			
Ordinary Resolution Number 1 Re-election of a director C Seabrooke	90.46%	9.54%	519 709 559	77.06%	1.98%
Ordinary Resolution Number 2 Re-election of a director B Hanise	99.15%	0.85%	532 725 200	78.99%	0.05%
Ordinary Resolution Number 3 Re-election of a director D Radley	92.54%	7.46%	532 470 043	78.95%	0.09%
Ordinary Resolution Number 4 Re-election of a director M Mendelowitz	98.80%	1.20%	532 470 043	78.95%	0.09%
Ordinary Resolution Number 5 Election of a director S Wapnick	100.00%	0.00%	532 725 200	78.99%	0.05%
Ordinary Resolution Number 6 Election of a director I Kirk	99.99%	0.01%	532 725 200	78.99%	0.05%
Ordinary Resolution Number 7 Election of a director S Kana	99.90%	0.10%	532 725 200	78.99%	0.05%
Ordinary Resolution Number 8 Appointment of members of audit, risk and compliance committee D Radley	91.81%	8.19%	532 724 750	78.99%	0.05%

Ordinary Resolution Number 9 Appointment of members of audit, risk and compliance committee	99.11%	0.89%	532 724 750	78.99%	0.05%
B Hanise					
Ordinary Resolution Number 10 Appointment of members of audit, risk and compliance committee	99.99%	0.01%	532 724 750	78.99%	0.05%
I Kirk					
Ordinary Resolution Number 11 Appointment of members of audit, risk and compliance committee	99.79%	0.21%	532 724 750	78.99%	0.05%
S Kana					
Ordinary Resolution Number 12 Appointment of auditors	78.28%	21.72%	532 729 348	78.99%	0.05%
Deloitte & Touche					
Ordinary Resolution Number 13 Non-binding advisory vote on remuneration	96.10%	3.90%	532 724 340	78.99%	0.05%
Ordinary Resolution Number 14 Non-binding advisory vote on remuneration implementation policy	81.72%	18.28%	531 451 846	78.80%	0.24%
Ordinary Resolution Number 15 Issue of securities for acquisitions in circumstances other than those covered by special resolution number 6	99.18%	0.82%	532 724 350	78.99%	0.05%
Ordinary Resolution Number 16 Authority to act	100.00%	0.00%	532 725 950	78.99%	0.05%
Special Resolution Number 1 Amendments to the memorandum of incorporation	99.39%	0.61%	532 724 750	78.99%	0.05%
Special Resolution Number 2 Approval of non-executive directors' and committee members' fees	100.00%	0.00%	532 724 740	78.99%	0.05%
Special Resolution Number 3 Authority to provide financial assistance in terms of section 45 of the companies act **	97.41%	2.59%	532 724 750	78.99%	0.05%
Special Resolution Number 4 Authority to provide financial assistance in terms of section 44 of the companies act	87.05%	12.95%	532 724 750	78.99%	0.05%
Special Resolution Number 5 Annual general authority to repurchase securities	99.13%	0.87%	532 727 948	78.99%	0.05%
Special Resolution Number 6 Annual general authority to allot and issue authorised but unissued securities for cash	97.47%	2.53%	532 727 748	78.99%	0.05%

*Expressed as a percentage of a total of 674 398 368 ordinary shares in issue as at Friday, 26 February 2021, being the Voting Record Date.

**The Board has resolved to implement the Authority to Provide Financial Assistance in terms of Section 45 of the Companies Act, 2008, on the basis that the R12billion referred to in Special Resolution Number 3 is a cumulative, additive limit over the period and not an absolute indebtedness at any one time.

Hyde Park
5 March 2021

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JSE Equity Sponsor: INVESTEC BANK LIMITED
JSE Debt Sponsor: RAND MERCHANT BANK (A division of FirstRand Bank Limited)