



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

**FULFILMENT OF A CERTAIN CONDITION PRECEDENT IN RELATION TO THE TRANSACTION IN WHICH TRANSACTION CAPITAL INCREASES ITS SHAREHOLDING IN WBC HOLDINGS PROPRIETARY LIMITED, INCORPORATING ITS SUBSIDIARIES INCLUDING WE BUY CARS PROPRIETARY LIMITED**

## 1. INTRODUCTION

Shareholders are referred to the announcement released on the Stock Exchange News Service ("SENS") of the JSE Limited on 27 May 2021 advising shareholders that Transaction Capital Motor Holdco Proprietary Limited ("TCMH") (a wholly-owned subsidiary of Transaction Capital) concluded agreements to (i) subscribe for shares in WBC Holdings Proprietary Limited ("WBC Holdco") and acquire shares from certain of the existing shareholders in WBC Holdco; and (ii) exchange the existing shares held by TCMH in We Buy Cars Proprietary Limited for newly issued shares in WBC Holdco, such that following the implementation of the agreements, TCMH will hold 74.9% of the issued shares in WBC Holdco on a fully diluted basis (the "proposed transaction").

## 2. FULFILMENT OF CERTAIN CONDITIONS PRECEDENT

Transaction Capital is pleased to advise that it has obtained the approval of the competition authorities to implement the proposed transaction. The proposed transaction is still subject to the remaining conditions precedent set out in the SENS of 27 May 2021 and a further announcement will be made once those conditions have been fulfilled.

Hyde Park  
4 August 2021

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JSE Sponsor and Equity Markets Broker:  
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RAND MERCHANT BANK (A division of FirstRand Bank Limited)

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Tax advisors to Transaction Capital:  
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Corporate advisor to WBC Holdco:  
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