



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")

RESULTS OF THE GENERAL MEETING OF THE COMPANY HELD ON 10 JULY 2013 (the "General Meeting")

1. Unless otherwise defined herein, all capitalised terms used herein shall have the same meaning ascribed to them in the announcement and circular of the Company dated on or about 24 May 2013 (the "**Circular**") relating to, *inter alia*, (i) the adoption of the Transaction Capital Share Appreciation Rights Plan; and (ii) a specific authority relating to a specific repurchase of up to 1 069 227 Transaction Capital ordinary shares from participants of the Transaction Capital Assisted Offer Scheme (collectively the "**Transactions**").
2. Ordinary shareholders of Transaction Capital (the "Transaction Capital Shareholders") are advised that at the General Meeting, each of the ordinary and special resolutions required in respect of the Transactions were approved by the requisite majority of Transaction Capital Shareholders, such that each of the resolutions contemplated in the notice of general meeting of Transaction Capital Ordinary Shareholders attached to the Circular were duly passed, without modification, at the General Meeting, namely-
 - a. Ordinary Resolution Number 1 (Adoption of The Transaction Capital Share Appreciation Rights Plan);
 - b. Special Resolution Number 1 (S41(1) Issue of Shares or granting of options to Directors and Prescribed Officers);
 - c. Special Resolution Number 2 (S44 and S45 Financial Assistance in relation to the Transaction Capital Share Appreciation Rights Plan);
 - d. Special Resolution Number 3 (Specific Authority to repurchase Shares); and
 - e. Ordinary Resolution Number 2 (Authority to Act).

Sandton
10 July 2013

Sponsor
Deutsche Securities (SA) Proprietary Limited

Legal Advisors to the Company for the General Meeting
Edward Nathan Sonnenbergs Inc.
