



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 number: 2016/130129/06  
Bond company code: TCII  
LEI: 378900AA31160C6B8195

## PUBLICATION OF THE PRE-LISTING STATEMENT BY WEBUYCARS

### 1. INTRODUCTION

- 1.1. Shareholders are referred to the announcement released by Transaction Capital on SENS on Tuesday, 13 February 2024 regarding the unlocking of value for shareholders of Transaction Capital, comprising: the firm intention to unbundle WeBuyCars and its separate listing on the Main Board of the JSE, the WeBuyCars share issue of R760 million, the private placement of WBC shares of R500 million, a proposed pre-listing capital raise of R750 million and withdrawal of the cautionary announcement, together with the Unbundling Circular published by Transaction Capital on 16 February 2024.
- 1.2. Shareholders are advised that the pre-listing statement of WeBuyCars is being published by WeBuyCars today, Tuesday, 12 March 2024 ("**Pre-listing Statement**"), and will be accessible on its website at [www.webuycars.co.za](https://www.webuycars.co.za).
- 1.3. All capitalised terms used but not defined in this announcement shall bear the meanings ascribed to them in the Pre-listing Statement.

### 2. SALIENT DATES AND TIMES

The salient dates relating to the Listing are set out below:

		2024
Pre-listing Statement made available on WeBuyCars' website ( <a href="https://www.webuycars.co.za/">https://www.webuycars.co.za/</a> ) on		Tuesday, 12 March
Abridged Pre-listing Statement published on SENS on		Tuesday, 12 March
Abridged Pre-listing Statement published in the press on		Wednesday, 13 March
General meeting of TC Shareholders to approve the Unbundling of the WBC Shares on		Friday, 15 March
Results of the general meeting to be published by Transaction Capital on SENS on		Friday, 15 March
Finalisation announcement published in respect of the Unbundling of the WBC Shares by Transaction Capital on SENS on		Wednesday, 3 April
<b>Listing of Shares under the abbreviated name "WeBuyCars", share code "WBC" and ISIN ZAE000332789, on the Main Board of the JSE at commencement of trade on</b>		Thursday, 11 April

#### Notes:

- 1 The above dates and times are subject to amendment at the discretion of WeBuyCars and Transaction Capital, subject to the approval of the JSE, if required. Any such amendment will be published on SENS.
- 2 All times indicated above and elsewhere in this Pre-listing Statement are in South African Standard Time.
- 3 In terms of the Unbundling, TC Shareholders will receive Shares in Dematerialised form only, which Shares will be listed on the JSE.

### 3. LISTING ON THE JSE

- 3.1. Subject to the Unbundling Conditions, being fulfilled or waived, as the case may be, the JSE has granted WeBuyCars approval for a listing of all its issued Shares on the Main Board of the JSE under the abbreviated name “WeBuyCars”, share code “WBC” and ISIN ZAE000332789, with effect from the commencement of trade on Thursday, 11 April 2024. WeBuyCars will be listed in the “Specialty Retailers” sector of the Main Board of the JSE.
- 3.2. The WBC Shares can only be traded on the JSE in dematerialised (electronic) form after the Listing.

### 4. COPIES OF THE PRE-LISTING STATEMENT

Copies of the Pre-listing Statement are available in English only and may be obtained and are available for inspection during normal office hours at the registered office of WeBuyCars at Building 7, Byls Bridge Office Park, 6 Byls Bridge Boulevard, Centurion, Gauteng, 0046 and from the offices of PSG Capital at 1<sup>st</sup> Floor, Ou Kollege Building, 35 Kerk Street, Stellenbosch, 7600 and Pallidus at Die Groenhuis, 38 Garsfontein Road, Waterkloof, Pretoria, 0145, respectively. The Pre-listing Statement will also be available on WeBuyCars’ website at [www.webuycars.co.za](http://www.webuycars.co.za) from 12 March 2024 until 11 April 2024.

Sandton  
12 March 2024

**Transaction Advisor and Sponsor**  
PSG Capital

**Legal Advisor as to South African law**  
ENSAfrica

**Legal Advisor as to US and UK law**  
Goodwin

**Tax Advisor**  
Werksmans Attorneys

**Escrow Agent**  
Cliffe Dekker Hofmeyr

**Investor Relations**  
Nomonde Xulu – Email: [nomondex@transactioncapital.co.za](mailto:nomondex@transactioncapital.co.za)