



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" or "the group")



TransCapital Investments Limited
(Incorporated in the Republic of South Africa)
Registration number: 2016/130129/06
Bond company code: TCII
LEI: 378900AA31160C6B8195
("TransCapital Investments")

RESTRUCTURE OF BOARD COMMITTEES AND CHANGES TO EXECUTIVE MANAGEMENT

In accordance with paragraph 3.59 of the JSE Limited ("JSE") Listings Requirements and paragraph 6.39 of the JSE Debt Listings Requirements, shareholders and noteholders are advised of the following restructure of Transaction Capital's board committees and changes in the executive management of Transaction Capital and TransCapital Investments, effective from 1 June 2024.

In line with its focus on driving operational efficiencies across the group, the Transaction Capital board has undertaken a comprehensive review and restructuring of its board committees. The restructuring consolidates six existing committees into three streamlined committees, effectively optimising governance processes and resource allocation, as follows:

1. The Audit Committee and Risk and Technology Committee will be combined into the Audit and Risk Committee, with the following members: Diane Radley (Chair), Christopher Seabrooke and Suresh Kana.
2. The Asset and Liability Committee will be dissolved.
3. The Remuneration Committee and Nominations Committee will be combined into the Remuneration and Nominations Committee, with the following members: Sharon Wapnick (Chair), Christopher Seabrooke, Ian Kirk, Albertinah Kekana and Suresh Kana.
4. The Social, Ethics and Sustainability Committee will comprise the following members: Suresh Kana (Chair), Albertinah Kekana and Ian Kirk.

Furthermore, to optimise executive leadership structures and streamline operations, the roles of Chief Investment Officer and Chief Financial Officer will be consolidated into a unified executive position ultimately reporting into the Audit and Risk Committee. Mr Sahil Samjowan will step down as Chief Financial Officer of Transaction Capital and TransCapital Investments with effect from 1 June 2024. Mr Samjowan will further resign as an Executive Director of TransCapital Investments and Transaction Capital and co-founder Mr Roberto Rossi will be appointed as an Executive Director of TransCapital Investments. Mr Rossi's appointment will be made in accordance with TransCapital Investments Nomination Policy.

The board is pleased to inform shareholders and noteholders of the appointment of Mr Mark Herskovits, who is an Executive Director of Transaction Capital and TransCapital Investments and presently the group's Chief Investment Officer, into this consolidated position as Chief Financial Officer with effect from 1 June 2024. Mr Herskovits has been an integral part of the group since 2007, holding various significant leadership roles, most notably Chief Financial Officer from 2014 to 2016 and more recently overseeing SA Taxi's debt restructuring process.

The board extends its gratitude to Mr Samjowan for his dedication and leadership during this challenging period and wishes him continued success in his future endeavours.

Transaction Capital remains committed to enhancing shareholder value, driving operational efficiency, and maintaining the highest standards of corporate governance.

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12 April 2024

JSE equity sponsor:
Investec Bank Limited

JSE debt sponsor:
Rand Merchant Bank (a division of FirstRand Bank Limited)

Investor Relations
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