

TRUSTCO GROUP HOLDINGS LIMITED
Incorporated in the Republic of Namibia
(Registration number 2003/058)
NSX Share Code: TUC
JSE Share Code: TTO
ISIN Number: NA000A0RF067
("Trustco" or "the Company")

DEALING IN SECURITIES BY DIRECTORS

In compliance with paragraphs 3.63 to 3.74 of the JSE Limited Listings Requirements, the following information relating to a purchase of Trustco shares on behalf of directors is disclosed. The purchase follows the gift of Trustco shares to all directors and employees employed by Trustco with one year of service as at 16 April 2015 ("**Award Effective Date**") to the value of fifty thousand Namibian Dollars. The gift was awarded to celebrate the 50th birthday of Trustco's founder and managing director, Quinton van Rooyen. The shares are to be purchased in the open market and will be purchased on behalf of employees with the longest service first.

Name of Director	Mr R McDougall
Designation of Director	Financial Director
Nature of Securities	Ordinary shares
Date of the Transaction	05 August 2015
Cents per Share	405
Number of Securities Transacted	12,270
Total Rand Value of Securities	R49,693.50
Nature of Transaction	Shares purchased on-market on behalf of the director pursuant to the gift of Trustco shares
Nature of Interest	Direct Beneficial
Name of Director	Ms LD McDougall
Designation of Director	Associate of the Financial Director
Nature of Securities	Ordinary shares
Date of the Transaction	05 August 2015

Cents per Share	405
Number of Securities Transacted	12,270
Total Rand Value of Securities	R49,693.50
Nature of Transaction	Shares purchased on-market on behalf of the director pursuant to the gift of Trustco shares
Nature of Interest	Direct Beneficial

Terms of the award of gift shares:

1. The shares awarded are subject to a trade restriction for a period of 5 years (“**Lock-in Period**”) commencing on the Award Effective Date.
2. Following the expiry of the Lock-in Period, employees can freely trade in the shares awarded.
3. In the event of termination of an employee’s employment during the Lock-in Period (other than the death of such employee), the employee concerned forfeits his/her award.
4. In the event of death of an employee during the Lock-in Period, the shares awarded are sold on the open market and the proceeds are paid over to the nominated beneficiaries of the employee concerned.
5. The award constitutes a once-off gift and is exempt from personal income tax.
6. Non-executive directors are included in the award policy, provided that in the case of independent non-executive directors, the shareholding of such director (including shares awarded as contemplated herein) does not form a material part of such independent, non-executive director’s personal wealth.

By order of the Board

Sandra Miller

Company Secretary

Windhoek,

06 August 2015