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")

## DISPOSAL OF TREASURY SHARES HELD BY THE COMPANY

In terms of a dispensation obtained from the Issuer Regulation Division of JSE Limited, the Company has disposed of treasury shares in the open market in order to meet the prudential requirements pertaining to the investment spread applicable to it in terms of the Long-Term Insurance Act and Regulations ("Disposal"). Paragraph 5.75 of the JSE Limited Listings Requirements ("Listings Requirements") states that "Whenever an issuer wishes to use treasury shares, such use must comply with the Listings Requirements as if such use was a fresh issue of securities." The Disposal was therefore conducted in terms of the general authority to issue shares for cash approved by shareholders at the annual general meeting held on 24 September 2014.

In compliance with paragraph 11.22 of the Listings Requirements, shareholders are advised that 76 958 397 (9.97% of total shares in issue) treasury shares were sold in the open market over the period commencing on 18 March 2015 and ending on 15 July 2015 at an average discount of 1.0484% to the weighted average traded price of the equity securities over the 30 business days prior to the date of each sale.

It is intended that the funds realised from the Disposal will be utilised for operations in the Company's Banking Segment.

Windhoek 16 July 2015

Company Secretary Sandra Miller

JSE Sponsor Sasfin Capital (a division of Sasfin Bank Limited)

NSX Sponsor IJG Securities (Pty) Ltd.