

TRUSTCO GROUP HOLDINGS LIMITED

(Incorporated in the Republic of Namibia)

(Registration number 2003/058)

("Trustco" or "the company")

NSX Share Code: TUC

FORM OF SURRENDER

INSTRUCTIONS:

COMPLETE THIS FORM OF SURRENDER IF YOU:

- **HOLD 100 000 OR MORE NO PAR VALUE TRUSTCO SHARES**
- **WANT TO TRADE ELECTRONICALLY ON THE JSE**
- **WANT TO OBTAIN A NEW PAR VALUE CERTIFICATE BEFORE MAY 2009**

1. This form of surrender of certificated shares is for use by certificated shareholders as set out in the notice to Trustco shareholders dated 12 February 2009.
2. A separate form of surrender is required for each certificated shareholder.
3. Part A must be completed by all Trustco shareholders who return this form.
4. Part B must be completed by all certificated shareholders who are emigrants from the Republic of South Africa ("South Africa"), the Republic of Namibia and the Kingdoms of Lesotho and Swaziland ("the common monetary area").
5. If this form of surrender is returned with the no par value share certificate(s) or other document(s) of title to the Trustco shares you are holding, Transfer Secretaries (Proprietary) Limited will, by not later than ten business days after receipt thereof,:

5.1 have the new Trustco certificate available for collection (if so indicated on this form of surrender) or return the new Trustco documents of title, by registered mail, at the risk of such shareholder should you elect to be a shareholder in the Namibian shareholders register and trade your shares on the NSX ; or

5.2 forward your documents and new par value share certificate to Computershare should you elect to trade in the electronic South Africa STRATE environment for dematerialization.

To

: **Transfer Secretaries (Proprietary) Limited**
Shop 8, Kaiser Krone Centre
Post Street Mall
Windhoek, Namibia
(PO Box 2401, Windhoek, Namibia)

Emigrants from the
common monetary area
must complete Part B.

PART A: To be completed by ALL no par value certificated shareholders who return this form.

I/We hereby surrender the following Trustco no par value share certificate/s and/or other documents of title attached hereto,

Certificate number(s)	Number of Trustco shares covered by each certificate(s) enclosed
Total	

(if the space above is insufficient, kindly attach the list of certificates surrendered, to this form)

Surname or Name of corporate body (registered holder as on certificate) _____

First names (in full) _____

If you choose to stay on the NSX, kindly indicate (clearly mark the block) whether you want to collect your certificate at Transfer Secretaries or whether it should be posted registered post to your address as on the share register. If you do not indicate your choice, the certificate will be posted.

	<u>I want to collect my share certificate (original ID needed as proof of identity)</u>
	<u>I hereby authorize Transfer Secretaries to hand my certificate to my broker, (broker name)</u>
	<u>I hereby authorize Transfer Secretaries to hand my certificate to Trustco (contact person: Carlo Higgs)</u>
	<u>Please post my certificate by registered post to my address as on the shareholders' register</u>

Shareholders that want to change their registered address, must attach a letter requesting the address change (mentioning the old and the new address) with a original certified copy of their ID. No faxes will be accepted.

If you wish to be moved to the SA branch Register so as to trade your shares electronically in the STRATE environment please put a large mark (any) in the box to the right

<p>I want to trade my shares electronically on the JSE</p>
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.....
 Signature of _____

Stamp and address of agent lodging this form (if any) _____

Trustcoshareholder

Assisted by me (if applicable) (State full name and capacity)	
Date 2009	
Telephone number (Home)	
Telephone number (Work)	

PART B: To be completed by emigrants of the common monetary area.

Nominated authorised dealer in the case of a certificated shareholder who is an emigrant from the common monetary area (see note 2).

Name of dealer	Account number
Address	

NB: PART A NOTES

Notes:

1. No receipts will be issued for documents lodged. In compliance with the requirements of the NSX, lodging agents are requested to prepare special transaction receipts, if required. Signatories may be called upon for evidence of their authority or capacity to sign this form.
2. Persons who are emigrants from the common monetary area (comprising the Republics of South Africa and Namibia and the Kingdoms of Lesotho and Swaziland) should nominate the authorised dealer in foreign exchange in the Republic of Namibia which has control of their blocked assets in Part B of this form. Failing such nomination, the new Trustco share certificates due to such shareholders will be held by the transfer secretaries of Trustco, pending instructions from the shareholders concerned.
3. Any alteration to this form must be signed in full and not initialled.
4. If this form of surrender is signed under a power of attorney, then such power of attorney or a notarially certified copy thereof must be sent with this form for noting (unless it has already been noted by Trustco or its transfer secretaries).
5. Where the certificated shareholder is a company or a close corporation, unless it has already been registered with Trustco or its transfer secretaries, a certified copy of the directors' or members' resolution authorising the signing of this form of surrender must be submitted if so requested by Trustco.
6. Note 4 above does not apply in the event of this form bearing a NSX broker's stamp.
7. If this form of surrender is not signed by the certificated shareholder, the shareholder will be deemed to have irrevocably appointed the transfer secretaries of Trustco to hold the new Trustco share certificates pending instructions from the shareholder concerned.
8. Where there are any joint holders of any certificated shares, only that holder whose name stands first in the register in respect of such shares need sign this form.

9. A minor must be assisted by his/her parent or guardian, unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries of Trustco.

Shareholders are encouraged to make use of the shareholder information line for assistance.

CONTACT NUMBERS

Transfer Secretaries Namibia telephone +264 61 227 647; e-mail: johenes@nsx.com.na or natashaf@nsx.com.na

Trustco: The information line contact phone number is: +264 61 275 4249 (calls will be recorded)

E-mail: Queries can also be emailed to shares@tgi.na

Computershare: The information line contact phone number is: +27 11 870-8248.

(It should be noted that callers will pay the full cost of a call between Namibia and Johannesburg and calls may be recorded.)