

NET 1 UEPS TECHNOLOGIES INC  
Form 8-K  
November 14, 2018

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **November 14, 2018**

**NET 1 UEPS TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

**Florida**  
(State or other jurisdiction  
of incorporation)

**000-31203**  
(Commission  
File Number)

**98-0171860**  
(IRS Employer  
Identification No.)

**President Place, 4<sup>th</sup> Floor, Cnr. Jan Smuts Avenue and Bolton Road  
Rosebank, Johannesburg, South Africa**

(Address of principal executive offices)

(ZIP Code)

Registrant's telephone number, including area code: **011-27-11-343-2000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the

Exchange Act. [ ]

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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

The annual meeting of shareholders of Net 1 UEPS Technologies, Inc. (the Company) was held on November 14, 2018.

**Proposal No. 1 Election of Directors**

All director nominees were elected and the votes cast were as follows:

| <b>Director</b>          | <b>Votes for</b> | <b>Votes withheld</b> | <b>Broker non-votes</b> |
|--------------------------|------------------|-----------------------|-------------------------|
| Herman G. Kotzé          | 33,500,234       | 976,442               | 8,754,312               |
| Alex M.R. Smith          | 33,116,951       | 1,359,725             | 8,754,312               |
| Christopher S. Seabrooke | 26,267,591       | 8,209,085             | 8,754,312               |
| Alasdair J.K. Pein       | 27,624,269       | 6,852,407             | 8,754,312               |
| Paul Edwards             | 27,620,750       | 6,855,926             | 8,754,312               |
| Alfred T. Mockett        | 27,818,457       | 6,658,219             | 8,754,312               |
| Ekta Singh-Bushell       | 33,833,360       | 643,316               | 8,754,312               |

**Proposal No. 2 Ratification of Selection of Independent Registered Public Accounting Firm**

The ratification of the selection of Deloitte & Touche (South Africa) as the Company's independent registered public accounting firm for the fiscal year ending June 30, 2019, was approved and the votes cast were as follows:

| <b>Votes cast</b> |                |                |
|-------------------|----------------|----------------|
| <b>For</b>        | <b>Against</b> | <b>Abstain</b> |
| 42,700,549        | 453,224        | 77,215         |

**Proposal No. 3 A Non-Binding Advisory Vote to Approve Executive Compensation**

The compensation of the Company's named executive officers was approved, on an advisory, non-binding basis, and the votes cast were as follows:

| <b>Votes cast</b> |                |                |                         |
|-------------------|----------------|----------------|-------------------------|
| <b>For</b>        | <b>Against</b> | <b>Abstain</b> | <b>Broker non-votes</b> |
| 27,211,176        | 7,092,714      | 172,786        | 8,754,312               |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**NET 1 UEPS TECHNOLOGIES, INC**

Date: November 14, 2018

By: /s/ Alex M.R. Smith

Name: Alex M.R. Smith

Title: Chief Financial Officer

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