

NET 1 UEPS TECHNOLOGIES INC  
Form 8-K  
November 19, 2014

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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 19, 2014

**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**

**Not Applicable**

(Former name or former address, if changed since last report.)

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))

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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 19, 2014.

**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> |
|--------------------------|------------------|-----------------------|-------------------------|
| Dr. Serge C.P. Belamant  | 34,029,483       | 345,662               | 6,763,112               |
| Herman G. Kotzé          | 33,118,785       | 1,256,360             | 6,763,112               |
| Christopher S. Seabrooke | 25,875,907       | 8,499,238             | 6,763,112               |
| Alasdair J.K. Pein       | 34,289,702       | 85,443                | 6,763,112               |
| Paul Edwards             | 34,286,616       | 88,529                | 6,763,112               |

**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, 2015, was approved and the votes cast were as follows:

| <b>Votes cast</b> |                |                |
|-------------------|----------------|----------------|
| <b>For</b>        | <b>Against</b> | <b>Abstain</b> |
| 41,067,837        | 19,361         | 51,059         |

**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> |
| 25,108,903        | 269,648        | 8,996,594      | 6,763,112               |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, 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 19, 2014

By: /s/ Serge C.P. Belamant  
Serge C.P. Belamant  
Chief Executive Officer

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