

**F&C Asset Management plc**

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FAX Cover Sheet

To	Company Secretary / Investor Relations Dept	Fax No.	0061 08 9226 2237
Company	TRANSACTION SOLUTIONS INTERNATIONAL LIMITED Registered Office: Ground Floor, 47 Colin Street, WEST PERTH, WA, AUSTRALIA, 6005	Pages	4
CC	ASX Limited, Exchange Centre 20 Bridge Street Sydney NSW 2000	Fax No.	0061 2 9778 0999 / 0061 29347 0005
From	Michael Bassi, F&C Asset Management plc, Edinburgh, Scotland, United Kingdom team mailbox: edinclient.services@fandc.com	Tel. No.	+44 131 718 1093
Date	03/12/13	Fax No.	+44 131 225 2375

Notice of change of interests of substantial holder – Form 604: Transaction Solutions International Limited (TSN)

Dear Sirs,

Please find attached a Notice of change of interests of substantial holder – Form 604 for Transaction Solutions International Limited (TSN) issued following a change in interests of our client Utilico Emerging Markets Limited.

Regards

Michael Bassi
Head of Disclosure Reporting
F&C Asset Management plc

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Registered in Scotland, Company Registration No. 73508 Registered Office: 80 George Street, Edinburgh EH2 3BU www.fandc.com
F&C Asset Management plc is authorised and regulated by the Financial Services Authority (FSA).

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme Transaction Solutions International Limited (TSN)

ACN/ARSN 057 335 672

1. Details of substantial holder (1)

Name UTILICO EMERGING MARKETS LIMITED

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on

02/12/2013

The previous notice was given to the company on

13/11/13

The previous notice was dated

13/11/2013**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORDINARY NPV	229,626,910	12.90%	199,264,923	11.19%
	✓	✓	✓	✓

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
02/12/13	UTILICO EMERGING MARKETS LIMITED	Market Sale	AUD 148,390	14,839,098 ORD NPV	14,839,098 (0.83%)
14/11/13	UTILICO EMERGING MARKETS LIMITED	Market Sale	AUD 27,420	2,742,000 ORD NPV	2,742,000 (0.15%)
13/11/13	UTILICO EMERGING MARKETS LIMITED	Market Sale	AUD 127,808	12,780,889 ORD NPV	12,780,889 (0.71%)

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UTILICO EMERGING	JPMORGAN CHASE BANK,	JPMORGAN CHASE BANK,	BENEFICIAL OWNER	199,264,923	199,264,923 (11.19%)

MARKETS LIMITED	N.A., LEVEL 37, AAP CENTER 259, GEORGE STREET SYDNEY NSW 2000	N.A., LEVEL 37, AAP CENTER 259, GEORGE STREET SYDNEY NSW 2000			

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Michael Bassi	C/O F&C MANAGEMENT LIMITED, EXCHANGE HOUSE, PRIMROSE STREET, LONDON EC2A 2NY, U.K AS COMPANY SECRETARY FOR UTILICO EMERGING MARKETS LIMITED

Signature

print name Michael Bassi capacity Head of Disclosure Reporting

sign here *MJBassi* date 03/12/2013

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.