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VAN DIE REPUBLIEK VAN SUID-AFRIKA

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GOVERNMENT GAZETTE

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KANTOOR VAN DIE STAATSPRESIDENT

No. 1779.

27 Augustus 1986

Hierby word bekend gemaak dat die Staatspresident sy goedkeuring geheg het aan die onderstaande Wet wat hierby ter algemene inligting gepubliseer word:

No. 82 van 1986: Wet op Bouverenigings, 1986.

STATE PRESIDENT'S OFFICE

No. 1779.

27 August 1986

It is hereby notified that the State President has assented to the following Act which is hereby published for general information:—

No. 82 of 1986: Building Societies Act, 1986.

Wet No. 82, 1986

WET OP BOUVERENIGINGS, 1986

ALGEMENE VERDUIDELIKENDE NOTA:

- []** Woorde in vet druk tussen vierkantige hake dui skrappings uit bestaande verordenings aan.
- Woorde met 'n volstreep daaronder, dui invoegings in bestaande verordenings aan.

WET

Om voorsiening te maak vir die registrasie van publieke maatskappye wat sake as bouverenigings of as beheermaatskappye van sodanige bouverenigings wil doen; vir beheer oor, en vir aangeleenthede in verband met die funksionering van, sodanige maatskappye; vir die omskepping van bestaande onderlinge bouverenigings in publieke maatskappye wat sake as bedoelde bouverenigings doen; en vir aangeleenthede in verband daarmee.

(Engelse teks deur die Staatspresident geteken.)
(Goedgekeur op 21 Augustus 1986.)

DAAR WORD BEPAAL deur die Staatspresident en die Parlement van die Republiek van Suid-Afrika, soos volg:—

INDELING VAN ARTIKELS

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BUILDING SOCIETIES ACT, 1986

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GENERAL EXPLANATORY NOTE:

- I** Words in bold type in square brackets indicate omissions from existing enactments.
- Words underlined with solid line indicate insertions in existing enactments.
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ACT

To provide for the registration of public companies intending to carry on business as building societies or as control companies of such building societies; for control over, and for matters in connection with the functioning of, such companies; for the conversion of existing mutual building societies into public companies carrying on business as the said building societies; and for incidental matters.

*(English text signed by the State President.)
(Assented to 21 August 1986.)*

BE IT ENACTED by the State President and the Parliament of the Republic of South Africa, as follows:—

ARRANGEMENT OF SECTIONS

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HOOFSTUK I

TOEPASSING EN UITVOERING VAN WET

Toepassing van Wet

Woordomskrywing.

1. (1) In hierdie Wet, tensy uit die samehang anders blyk, beteken—
 (i) "agentskap", met betrekking tot 'n bouvereniging, 'n reg deur 'n bouvereniging aan 'n persoon verleen om namens hom van klante van die bouvereniging enige deposito's, geld aan die bouvereniging verskuldig of aansoeke om voorskotte te ontvang of aan sodanige klante betalings te doen; (i)
 (ii) "algemene voorskot" 'n voorskot of lening wat nie 'n behuisings- of besigheidsvoorskot is nie en omvat enige ander betaling van 'n bedrag ingevolge 'n reëling waardeur die bouvereniging wat die betaling doen die reg verkry op vordering van 'n bedrag wat minstens gelykstaan met daardie bedrag ongeag of die persoon van wie die bedrag gevorder kan word die persoon is aan wie die betaling gedoen is; (xv)
 (iii) "bank" 'n instelling wat ingevolge die Bankwet, 1965 (Wet No. 23 van 1965), as 'n bank geregistreer is; (iii)
 (iv) "bedryfskapitaal", met betrekking tot die een of ander dag, die bedrag van 'n bouvereniging se totale kapitaal soos op daardie dag min die som van—
 (a) die bedrag wat sy likwiede bates ingevolge artikel 79 op daardie dag minstens moet bedra;
 (b) die boekwaarde van sy tasbare roerende bates en onroerende bates soos op daardie dag;
 (c) die bedrag wat op daardie dag deur enige van sy geassosieerde aan hom verskuldig is; en
 (d) die waarde van aandele waarvan hy die houer op daardie dag is, bereken teen die prys waarteen hulle verkry is; (xxv)
 (v) "beheermaatskappy" 'n publieke maatskappy wat as 'n beheermaatskappy geregistreer is; (viii)
 (vi) "behuisingsvoorskot" 'n voorskot of lening teen sekerheid van 'n verband, ongeag of kollaterale sekerheid gestel word of nie, oor—
 (a) stedelike vaste eiendom wat gebruik word of bestem is, of ingevolge subartikel (3) geag gebruik te word of bestem te wees, vir woondoeleindes uitgesonderd losieshuis- of hoteldoeleindes; of
 (b) 'n reg op stedelike vaste eiendom watter eiendom gebruik word of bestem is, of ingevolge genoemde subartikel (3) geag gebruik te word of bestem te wees, vir woondoeleindes beoog in paragraaf (a); (xvi)
 (vii) "besigheidsvoorskot" 'n voorskot of lening teen sekerheid van 'n verband, ongeag of kollaterale sekerheid gestel word of nie, oor—
 (a) stedelike vaste eiendom wat gebruik word of bestem is, of ingevolge subartikel (3) geag gebruik te word of bestem te wees, vir ander doeleindes (met inbegrip van losieshuis- of hoteldoeleindes) as woondoeleindes; of
 (b) 'n reg op stedelike vaste eiendom watter eiendom gebruik word of bestem is, of ingevolge genoemde subartikel (3) geag gebruik te word of bestem te wees, vir sodanige ander doeleindes beoog in paragraaf (a); (v)
 (viii) "binnelandse aandeelhouer", met betrekking tot 'n bouvereniging of beheermaatskappy, 'n aandeelhouer in die bouvereniging of beheermaatskappy wat—
 (a) in die Republiek woonagtig is;
 (b) 'n maatskappy is en beheer word deur 'n persoon of persone wat in die Republiek woonagtig is of, in die geval van 'n regspersoon of -persone, by of

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CHAPTER I

APPLICATION AND ADMINISTRATION OF ACT

Application of Act

1. (1) In this Act, unless the context otherwise indicates—

Definitions.

- 5 (i) “agency”, in relation to a building society, means a right granted by a building society to a person to receive on behalf of it from clients of the building society any deposits, money due to the building society or applications for advances and to make payments on behalf of it to such clients; (i)
- (ii) “associate”, in relation to a person which is a company, means—
 - (a) the person controlling the company;
 - (b) the person controlling the person referred to in paragraph (a), if the latter person is a company;
 - (c) a subsidiary of the company or of a person referred to in paragraph (a) or (b) which is a company;
 - (d) a pension fund established in terms of the Pension Funds Act, 1956 (Act No. 24 of 1956), of which the employees of the company are members;
 - (e) except in sections 70, 71 and 72, a person who is a director or the chief executive officer or secretary or a manager or other executive officer of the company or of a person referred to in paragraph (a) or (b) which is a company or of a subsidiary referred to in paragraph (c) or of a pension fund referred to in paragraph (d); or
 - (f) a partner of the company; (xv)
- 30 (iii) “bank” means an institution registered as a bank in terms of the Banks Act, 1965 (Act No. 23 of 1965); (iii)
- (iv) “building society” means a public company registered as a building society; (x)
- (v) “business advance” means any advance or loan against security of a mortgage, irrespective of whether collateral security is furnished or not, on—
 - (a) urban immovable property which is used or intended, or in terms of subsection (3) deemed to be used or to be intended, for other purposes (including boarding house or hotel purposes) than residential purposes; or
 - (b) a right to immovable property which property is used or intended, or in terms of the said subsection (3) deemed to be used or to be intended, for such other purposes contemplated in paragraph (a);
- 45 (vi) “Companies Act” means the Companies Act, 1973 (Act No. 61 of 1973); (xxiv)
- (vii) “company” means a company under the Companies Act; (xxiii)
- 50 (viii) “control company” means a public company registered as a control company; (v)
- (ix) “discount house” means an institution registered as a discount house in terms of the Banks Act, 1965; (xii)
- (x) “domestic shareholder”, in relation to a building society or control company, means a shareholder in the building society or control company who—
 - (a) is resident in the Republic;
 - (b) is a company controlled by a person or persons who is or are resident in the Republic or, in the case of a juristic person or persons, was or were

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- kragtens 'n wet van die Republiek opgerig, ingestel of ingelyf is;
- (c) 'n ander regspersoon as 'n maatskappy is en by of kragtens 'n wet van die Republiek opgerig, ingestel of ingelyf is, uitgesonderd 'n pensioenfonds in gevolge die Wet op Pensioenfondse, 1956 (Wet No. 24 van 1956), waar die hoofkantoor van die vereniging wat die besigheid van daardie fonds dryf, of van elke werkgewer wat 'n party by daardie fonds is, buite die Republiek is; of 5
- (d) 'n persoon is wat behoort tot 'n kategorie persone wat deur die Registrateur vir die doeleindes van hierdie Wet as binnelandse aandeelhouers erken word; (x)
- (ix) "boekjaar", met betrekking tot 'n bouvereniging, 'n 15 jaar beoog in artikel 49; (xii)
- (x) "bouvereniging" 'n publieke maatskappy wat as 'n bouvereniging geregistreer is; (iv)
- (xi) "buitelandse aandeelhouer", met betrekking tot 'n bouvereniging of beheermaatskappy, 'n aandeelhouer 20 in die bouvereniging of beheermaatskappy wat nie 'n binnelandse aandeelhouer is nie; (xiv)
- (xii) "diskontohuis" 'n instelling wat in gevolge die Bankwet, 1965, as 'n diskontohuis geregistreer is; (ix)
- (xiii) "filiaal" 'n filiaal ooreenkomsdig die bedoeling van die 25 Maatskappywet; (xxxvi)
- (xiv) "finansiële state" finansiële jaarstate bedoel in artikels 286 en 288 van die Maatskappywet; (xi)
- (xv) "geassosieerde", met betrekking tot 'n persoon wat 'n maatskappy is— 30
- (a) die persoon wat die maatskappy beheer;
 - (b) die persoon wat die persoon bedoel in paragraaf (a) beheer, indien laasgenoemde persoon 'n maatskappy is;
 - (c) 'n filiaal van die maatskappy of van 'n persoon bedoel in paragraaf (a) of (b) wat 'n maatskappy is;
 - (d) 'n pensioenfonds ingestel kragtens die Wet op Pensioenfondse, 1956 (Wet No. 24 van 1956), waarvan die werknekmers van die maatskappy lede is;
 - (e) behalwe in artikels 70, 71 en 72, iemand wat 'n 40 direkteur of die hoof- uitvoerende beampete of sekretaris of 'n bestuurder of ander uitvoerende beampete is van die maatskappy of van 'n persoon bedoel in paragraaf (a) of (b) wat 'n maatskappy is of van 'n filiaal bedoel in paragraaf (c) of van 'n pensioenfonds bedoel in paragraaf (d); of
 - (f) 'n vennoot van die maatskappy; (ii)
- (xvi) "geregistreer", met betrekking tot— 50
- (a) 'n bouvereniging, voorlopig of finaal as 'n bouvereniging in gevolge hierdie Wet geregistreer;
 - (b) 'n beheermaatskappy, as 'n beheermaatskappy in gevolge hierdie Wet geregistreer,
- en het "registrasie", met betrekking tot 'n bouvereniging of 'n beheermaatskappy, 'n ooreenstemmende betekenis; (xxix) 55
- (xvii) "hierdie Wet" ook die regulasies; (xxxvii)
- (xviii) "korttermynverpligting", met betrekking tot die een of ander dag, die kredietsaldo in 'n transmissierekening soos op daardie dag, en ook 'n verpligting tot die betaaling van 'n bedrag wat— 60
- (a) afgelos moet word voor of op die een-en-dertigste dag vanaf daardie dag; of
 - (b) op daardie dag onderworpe is aan 'n voorwaarde in gevolge waarvan die skuldeiser kan vereis dat aflossing van die verpligting moet geskied voor of op die een-en-dertigste dag vanaf bedoelde dag; 65
- (xxxv)
- (xix) "kwartaal", met betrekking tot 'n bouvereniging, enig een van die vier tydperke van drie maande elk in 'n boekjaar van 'n bouvereniging; (xxviii)

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- formed, established or incorporated by or under a law of the Republic;
- (c) is a juristic person other than a company and was formed, established or incorporated by or under a law of the Republic, excluding a pension fund in terms of the Pension Funds Act, 1956 (Act No. 24 of 1956), where the head office of the association which carries on the business of that fund, or of every employer who is a party to that fund, is outside the Republic; or
- (d) is a person belonging to a category of persons recognized by the Registrar as domestic shareholders for the purposes of this Act; (viii)
- (xi) "financial statements" means annual financial statements referred to in sections 286 and 288 of the Companies Act; (xiv)
- (xii) "financial year", in relation to a building society, means a year contemplated in section 49; (ix)
- (xiii) "fixed deposit" means a deposit contemplated in section 63 (1); (xxxviii)
- (xiv) "foreign shareholder", in relation to a building society or control company, means a shareholder in the building society or control company who is not a domestic shareholder; (xi)
- (xv) "general advance" means any advance or loan which is not a housing or business advance, and includes any other payment of an amount in terms of an arrangement by which the building society making the payment acquires the right to recover an amount at least equal to that amount irrespective of whether the person from whom the amount may be recovered is the person to whom the payment was made; (ii)
- (xvi) "housing advance" means any advance or loan against security of a mortgage, irrespective of whether collateral security is furnished or not, on—
- (a) urban immovable property which is used or intended, or in terms of subsection (3) deemed to be used or to be intended, for residential purposes excluding boarding house or hotel purposes; or
- (b) a right to urban immovable property which property is used or intended, or in terms of the said subsection (3) deemed to be used or to be intended, for residential purposes contemplated in paragraph (a); (vi)
- (xvii) "liability", in relation to a building society, excludes a liability towards the members of the building society in respect of its share capital or reserves; (xxxix)
- (xviii) "liquid assets" means—
- (a) Reserve Bank notes, subsidiary coin and gold coin;
- (b) credit balances with the Reserve Bank;
- (c) loans to a discount house repayable on demand and deposits with a bank withdrawable on demand;
- (d) Treasury bills of the Republic;
- (e) stocks issued under section 19 of the Exchequer and Audit Act, 1975 (Act No. 66 of 1975), with a maturity of not more than three years to the last redemption date;
- (f) bills issued by the Land and Agricultural Bank of South Africa under the Land Bank Act, 1944 (Act No. 13 of 1944), and advances to that bank which at the option of the lender are convertible into bills;
- (g) debentures of the said Land and Agricultural Bank issued prior to 31 July 1985 and maturing not more than three years from that date;
- (h) debentures and notes of the Industrial Development Corporation of South Africa, Limited, established by section 2 of the Industrial Development

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- (xx) "langtermynverpligting", met betrekking tot die een of ander dag, 'n verpligting tot die betaling van 'n bedrag wat—
 (a) afgelos moet word op 'n dag wat later is as ses maande na daardie dag; of
 (b) op daardie dag onderworpe is aan 'n voorwaarde ingevolge waarvan die skuldeiser kan vereis dat aflossing van die verpligting moet geskied op 'n dag wat later is as ses maande na bedoelde dag; 10
 (xix)
- (xxi) "likwiede bates"—
 (a) Reserwebanknote, pasmunt en goudmunt;
 (b) kredietsaldo's by die Reserwebank;
 (c) onmiddellik opeisbare lenings aan 'n diskontohuis en onmiddellik opeisbare deposito's by 'n bank; 15
 (d) skatkisbiljette van die Republiek;
 (e) effekte uitgereik kragtens artikel 19 van die Skatkis- en Ouditwet, 1975 (Wet No. 66 van 1975), met 'n oorblywende termyn van hoogstens drie jaar tot die laaste aflosdatum; 20
 (f) wissels deur die Land- en Landboubank van Suid-Afrika kragtens die Landbankwet, 1944 (Wet No. 13 van 1944), uitgereik en voorskotte aan daardie bank wat na keuse van die uitlener in wissels omgesit kan word; 25
 (g) skuldbriewe van genoemde Land- en Landboubank wat voor 31 Julie 1985 uitgereik is en waarvan die vervaldatum hoogstens drie jaar na daardie datum is;
 (h) obligasies of notas van die Nywerheidontwikkelingskorporasie van Suid-Afrika, Beperk, ingestel by artikel 2 van die Nywerheidontwikkelingswet, 1940 (Wet No. 22 van 1940), in verband met 'n skema om die uitvoer van kapitaalgoedere te financier, wat voor 31 Julie 1985 uitgereik is en waarvan die vervaldatum hoogstens drie jaar na daardie datum is; 30
 (i) aksepte van 'n bank wat deur die Reserwebank verdiskonterbaar is en wat, met betrekking tot 'n bouvereniging, nie aksepte van 'n geassosieerde van die bouvereniging is nie; of
 (j) effekte van die Reserwebank met 'n oorblywende termyn van hoogstens drie jaar tot die laaste aflosdatum; (xviii)
- (xxii) "maand" enigeen van die 12 maande van die jaar; 45
 (xxii)
 (xxiii) "maatskappy" 'n maatskappy kragtens die Maatskappwyet; (vii)
 (xxiv) "Maatskappwyet" die Maatskappwyet, 1973 (Wet No. 61 van 1973); (vi) 50
 (xxv) "middeltermynverpligting", met betrekking tot die een of ander dag—
 (a) die kredietsaldo in 'n spaarrekening soos op daardie dag;
 (b) 'n bedrag wat soos op daardie dag nog uitbetaal moet word ten opsigte van 'n voorskot voor of op daardie dag toegestaan;
 (c) die bedrag van 'n deposito bedoel in artikel 73 (4) (a); of
 (d) 'n verpligting tot die betaling van 'n bedrag wat— 60
 (i) afgelos moet word op of na die twee-en-dertigste dag vanaf daardie dag maar nie later nie as ses maande na bedoelde dag; of
 (ii) op daardie dag onderworpe is aan 'n voorwaarde ingevolge waarvan die skuldeiser kan vereis dat aflossing van die verpligting moet geskied op of na die twee-en-dertigste dag vanaf daardie dag maar nie later nie as ses maande na bedoelde dag; (xx)
 (xxvi) "Minister" die Minister van Finansies; (xxi)

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- Act, 1940 (Act No. 22 of 1940), in connection with a scheme for financing the export of capital goods, issued prior to 31 July 1985 and maturing not more than three years from that date;
- 5 (i) acceptances of a bank which are discountable by the Reserve Bank and which, in relation to a building society, are not acceptances of an associate of the building society; or
- 10 (j) securities of the Reserve Bank with a maturity of not more than three years to the last redemption date; (xxi)
- 15 (xix) "long-term liability", in relation to any day, means an obligation to make payment of an amount which—
 (a) is to be discharged on a day later than six months after that day; or
 (b) is on that day subject to a condition in terms of which the creditor may demand that the obligation be discharged on a day which is later than six months after the said day; (xx)
- 20 (xx) "medium-term liability", in relation to any day, means—
 (a) the credit balance in a savings account as at that day;
 (b) any amount which as at that day has not yet been paid out in respect of an advance granted on or before that day;
 (c) the amount of any deposit referred to in section 73 (4) (a); or
 (d) an obligation to make payment of an amount which—
 (i) is to be discharged on or after the thirty-second day from that day but not later than six months after the said day; or
 (ii) is on that day subject to a condition in terms of which the creditor may demand that the obligation be discharged on or after the thirty-second day from that day but not later than six months after the said day; (xxv)
- 35 (xxi) "Minister" means the Minister of Finance; (xxvi)
- 40 (xxii) "month" means any one of the 12 months of the year;
 (xxii)
- 45 (xxiii) "mutual building society" means a mutual building society as defined in section 1 of the Mutual Building Societies Act, 1965 (Act No. 24 of 1965); (xxix)
- 50 (xxiv) "nominal share capital", in relation to a building society or control company, means the total nominal value of all the issued shares (including shares in the process of being issued) of the building society or control company; (xxvii)
- 55 (xxv) "operating capital", in relation to any day, means the amount of a building society's total capital as at that day less the sum of—
 (a) the amount which its liquid assets shall at least amount to on that day in terms of section 79;
 (b) the book value of its tangible movable assets and immovable assets as at that day;
 (c) the amount owing to it on that day by any of its associates; and
 (d) the value of shares of which it is the holder on that day taken at the price at which they were acquired; (iv)
- 60 (xxvi) "prescribed" means prescribed by regulation; (xi)
- 65 (xxvii) "public" includes a juristic person and, in relation to a building society, also an associate of the building society; (xxx)
- 65 (xxviii) "quarter", in relation to a building society, means any one of the four periods of three months each in a financial year of a building society; (xix)
- 65 (xxix) "registered", in relation to—

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- (xxvii) "nominale aandelekapitaal", met betrekking tot 'n bouvereniging of beheermaatskappy, die totale nominale waarde van al die uitgereikte aandele (met inbegrip van aandele wat in die proses van uitreiking is) van die bouvereniging of beheermaatskappy; (xxiv) 5
- (xxviii) "onaangetaste reserwes" fondse verkry uit werklike verdienstes of by wyse van invorderings, premies op die uitreiking van aandele of 'n oorskot by die tegelde-making van kapitale bates en wat as 'n algemene of sondere reserwe opsygesit is en in die finansiële state as so 'n reserwe aangetoon word, uitgesonderd— 10
- (a) 'n fonds bedoel in artikel 99;
- (b) 'n fonds wat ingevolge 'n ander wet in stand gehou moet word; of
- (c) 'n oorskot voortspruitende uit die herwaardering 15 van 'n bate; (xxxix)
- (xxix) "onderlinge bouvereniging" 'n onderlinge bouvereniging soos omskryf in artikel 1 van die Wet op Onderlinge Bouverenigings, 1965 (Wet No. 24 van 1965); 20
- (xxx) "publiek" ook 'n regspersoon en, met betrekking tot 'n bouvereniging, ook 'n geassosieerde van die bouvereniging; (xxvii)
- (xxxi) "reg", met betrekking tot stedelike vaste eiendom, enige reg op stedelike vaste eiendom wat kragtens die 25 een of ander wet met 'n verband beswaar kan word, met inbegrip van enige ander reg op stedelike vaste eiendom wat die Registrateur vir die doeleindeste van hierdie Wet as 'n reg op stedelike vaste eiendom erken; 30
- (xxxiii) "Registrateur" die Registrateur van Bouverenigings kragtens artikel 5 aangewys; (xxx)
- (xxxii) "registrateur van maatskappye" die Registrateur van Maatskappye ingevolge die Maatskappywet; (xxxi)
- (xxxiv) "regulasie" 'n regulasie kragtens artikel 103 uitgevaardig; (xxxii)
- (xxxv) "spaardekening" 'n rekening beoog in artikel 57 (1); (xxxiv)
- (xxxvi) "stedelike vaste eiendom"—
- (a) 'n erf, perseel, standplaas of ander stuk grond wat geleë is in 'n dorp soos omskryf in artikel 102 van die Registrasie van Aktes Wet, 1937 (Wet No. 47 van 1937); 40
- (b) 'n opgemete gedeelte van 'n stuk grond wat as 'n dorp uitgelê is, maar wat nie formeel as 'n dorp in paragraaf (a) bedoel, goedgekeur of geproklameer is nie; 45
- (c) 'n kleinhoewe of ander klein stuk grond wat geleë is in die omgewing van 'n dorp in paragraaf (a) bedoel en in 'n gebied wat hoofsaaklik 'n woonbuurt is of daarvoor bestem is; 50
- (d) 'n erf, perseel of standplaas of ander stuk grond wat geleë is in 'n dorp soos omskryf in artikel 1 van die Wet op die Ontwikkeling van Swart Gemeenskappe, 1984 (Wet No. 4 van 1984), of beoog in Proklamasie No. R293 van 1962; 55
- (e) 'n eenheid soos in artikel 1 van die Wet op Deeltitels, 1971 (Wet No. 66 van 1971), omskryf; of
- (f) enige ander grond of kategorie grond wat die Registrateur vir die doeleindeste van hierdie Wet as stedelike vaste eiendom erken; (xl) 60
- (xxxvii) "transmissierekening" 'n rekening beoog in artikel 61 (1); (xxxviii)
- (xxxviii) "vaste deposito" 'n deposito beoog in artikel 63 (1); (xiii)
- (xxxix) "verpligting", met betrekking tot 'n bouvereniging, nie ook 'n verpligting teenoor die lede van die bouvereniging ten opsigte van sy aandelekapitaal of reserwes nie; (xvii) 65
- (xl) "voorgeskryf" by regulasie voorgeskryf. (xxvi)

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- (a) a building society, means provisionally or finally registered as a building society in terms of this Act;
- 5 (b) a control company, means registered as a control company in terms of this Act,
- and "registration", in relation to a building society or a control company, has a corresponding meaning; (xvi)
- 10 (xxx) "Registrar" means the Registrar of Building Societies designated under section 5; (xxxii)
- 15 (xxxi) "registrar of companies" means the Registrar of Companies in terms of the Companies Act; (xxxiii)
- (xxxii) "regulation" means a regulation made under section 103; (xxxiv)
- (xxxiii) "right", in relation to urban immovable property, means any right to urban immovable property which under any law admits of being mortgaged, including any other right to urban immovable property recognized by the Registrar as a right to urban immovable property for the purposes of this Act; (xxxi)
- 20 (xxxiv) "savings account" means an account contemplated in section 57 (1); (xxxv)
- (xxxv) "short-term liability", in relation to any day, means the credit balance in a transmission account as at that day, and also an obligation to make payment of an amount which—
- 25 (a) is to be discharged on or before the thirty-first day from that day; or
- (b) is on that day subject to a condition in terms of which the creditor may demand that the obligation be discharged on or before the thirty-first day from the said day; (xviii)
- 30 (xxxvi) "subsidiary" means a subsidiary within the meaning of the Companies Act; (xiii)
- (xxxvii) "this Act" includes the regulations; (xvii)
- 35 (xxxviii) "transmission account" means an account contemplated in section 61 (1); (xxxvii)
- (xxxix) "unimpaired reserves" means funds obtained from actual earnings or by way of recoveries, premiums on the issue of shares or a surplus on the realization of capital assets and which have been set aside as a general or special reserve and are disclosed as such a reserve in the financial statements, excluding—
- 40 (a) a fund referred to in section 99;
- (b) a fund required to be maintained in terms of any other law; or
- 45 (c) a surplus resulting from the revaluation of an asset; (xxviii)
- (xl) "urban immovable property" means—
- 50 (a) any erf, lot, stand or other piece of land situated in a township as defined in section 102 of the Deeds Registries Act, 1937 (Act No. 47 of 1937);
- (b) any surveyed portion of a piece of land laid out as a township, but not formally approved or proclaimed as a township referred to in paragraph (a);
- 55 (c) any small-holding or other small piece of land situated in the vicinity of a township referred to in paragraph (a) and in an area which is, or is intended to be, mainly a residential area;
- (d) any erf, lot, stand or other piece of land situated in a township as defined in section 1 of the Black Communities Development Act, 1984 (Act No. 4 of 1984), or contemplated in Proclamation No. R293 of 1962;
- 60 (e) any unit as defined in section 1 of the Sectional Titles Act, 1971 (Act No. 66 of 1971); or
- 65 (f) any other land or category of land recognized by the Registrar as urban immovable property for the purposes of this Act. (xxxvi)

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(2) 'n Verwysing in die omskrywing van "binnelandse aan-deelhouer" en in artikel 86 (2) na die Republiek word uitgêle as 'n verwysing ook na 'n staat waarvan die gebied voorheen deel van die Republiek uitgemaak het asook na die gebied Suidwes-Afrika.

(3) Vaste eiendom waarop 'n gebou opgerig is of staan te word wat vir sowel woon- as ander doeleinades gebruik word of bestem is, word by die toepassing van hierdie Wet geag gebruik te word of bestem te wees—

(a) vir woondoeleinades indien meer as 50 persent van die vloeroppervlakte van die gebou vir woondoeleinades of daarmee in verband staande doeleinades gebruik word of sal word; of

(b) vir sodanige ander doeleinades indien 50 persent of minder van sodanige vloeroppervlakte vir woondoeleinades of daarmee in verband staande doeleinades gebruik word of sal word.

(4) By die toepassing van hierdie Wet—

(a) word 'n enkele persoon geag 'n maatskappy te be-heer—

(i) in 'n geval waar daardie persoon 'n maatskappy is, indien eersgenoemde maatskappy sy filiaal is;

(ii) in 'n geval waar so 'n persoon nie 'n maatskappy is nie, indien hy—

(aa) meer as 50 persent van die uitgereikte aan-delekapitaal van die maatskappy hou;

(bb) geregtig is om meer as die helfte van die stem-regte ten opsigte van die uitgereikte aandele van die maatskappy uit te oefen; of

(cc) oor die bevoegdheid beskik om regstreeks of onregstreeks die meerderheid van die direkteure van die maatskappy sonder die instemming van 'n ander persoon aan te stel of af te dank;

(b) word twee of meer persone geag 'n maatskappy te be-heer indien sodanige persone gesamentlik—

(i) meer as 50 persent van die uitgereikte aandelekapitaal van die maatskappy hou;

(ii) geregtig is om meer as die helfte van die stemregte ten opsigte van die uitgereikte aandele van die maatskappy uit te oefen; of

(iii) oor die bevoegdheid beskik om regstreeks of onregstreeks die meerderheid van die direkteure van die maatskappy sonder die instemming van 'n ander persoon aan te stel of af te dank.

Uitleg van
verwysings na
bouverenigings
in bestaande
wette.

2. 'n Verwysing in 'n wet wat onmiddellik voor die inwerkingtreding van hierdie Wet van krag is, uitgesonder die Inkomstebelastingwet, 1962 (Wet No. 58 van 1962), na 'n bouvereniging of 'n bouvereniging geregistreer ingevolge die Bouverenigingswet, 1965 (Wet No. 24 van 1965), word, tensy dit met die samehang onbestaanbaar of andersins duidelik onvanpas is, uitgêle as 'n verwysing ook na 'n bouvereniging soos in artikel 1 van hierdie Wet omskryf.

Uitsluitings.

3. Behalwe waar uitdruklik anders vermeld, is die bepalings van hierdie Wet nie van toepassing nie op—

(a) 'n bank tensy hy meer as die helfte van die fondse wat hy in die gewone loop van sy besigheid van die publiek verkry, vir die toestaan van behuisings- of besigheidsvoorskotte aanwend; en

(b) 'n onderlinge bouvereniging.

Bouverenigings-kantoor.

4. Vir die registrasie van bouverenigings en beheermaatskappe en vir die ander doeleinades van hierdie Wet is daar 'n kantoor in Pretoria wat die Bouverenigingskantoor genoem word.

Uitvoering van Wet

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(2) Any reference in the definition of "domestic shareholder" and in section 86 (2) to the Republic shall be construed as including a reference to any state the territory of which previously formed part of the Republic and also to the territory of South West Africa.

(3) Immovable property on which a building has been or is to be erected which is, or is intended to be, used for both residential and other purposes, shall for the purposes of this Act be deemed to be used or intended to be used—

- 10 (a) for residential purposes if more than 50 per cent of the floor area of the building is or is to be used for residential purposes or purposes incidental thereto; or
 (b) for such other purposes if 50 per cent or less of such floor area is or is to be used for residential purposes or purposes incidental thereto.

- 15 (4) For the purposes of this Act—
 (a) any one person shall be deemed to control a company—
 (i) in the event of that person being a company, if the first-mentioned company is its subsidiary;
 (ii) in the event of that person not being a company, if he—
 (aa) holds more than 50 per cent of the issued share capital of the company;
 (bb) is entitled to exercise more than half of the voting rights in respect of the issued shares of the company; or
 (cc) directly or indirectly has the power to appoint or remove the majority of the directors of the company without the concurrence of any other person;
 (b) any two or more persons shall be deemed to control a company if such persons jointly—
 (i) hold more than 50 per cent of the issued share capital of the company;
 (ii) are entitled to exercise more than half of the voting rights in respect of the issued shares of the company; or
 (iii) directly or indirectly have the power to appoint or remove the majority of the directors of the company without the concurrence of any other person.

2. A reference in any law in force immediately prior to the commencement of this Act, excluding the Income Tax Act, 1962 (Act No. 58 of 1962), to a building society or a building society registered in terms of the Building Societies Act, 1965 (Act No. 24 of 1965), shall, unless inconsistent with the context or otherwise clearly inappropriate, be construed as a reference also to a building society as defined in section 1 of this Act.

Interpretation of references to building societies in existing laws.

3. Except where expressly stated otherwise, the provisions of this Act shall not apply to—

Exclusions

- 50 (a) a bank unless it applies more than 50 per cent of the funds which it acquires in the ordinary course of its business from the public, to grant housing or business advances; and
 (b) a mutual building society.

Administration of Act

4. For the registration of building societies and control companies and for the other purposes of this Act there shall be an office in Pretoria called the Building Societies Office.

Building Societies Office.

Wet No. 82, 1986**WET OP BOUVERENIGINGS, 1986**

Registrateur van
Bouverenigings.

- 5.** (1) Die Minister wys 'n beampete in die staatsdiens aan as Registrateur van Bouverenigings, wat—
 (a) die werksaamhede verrig wat by of kragtens hierdie Wet aan die Registrateur opgedra word; en
 (b) onderworpe aan die beheer en voorskrifte van die die Minister, vir die administrasie van die Bouverenigingskantoor verantwoordelik is. 5

(2) Die Minister kan 'n beampete in die staatsdiens aanwys as Adjunk-registrateur van Bouverenigings, wat bevoeg is om, onderworpe aan die beheer en voorskrifte van die Registrateur, 10 enige werksaamheid te verrig wat die Registrateur kan of moet verrig.

(3) 'n Persoon wat onmiddellik voor die inwerkingtreding van hierdie Wet die amp van Registrateur of Adjunk-registrateur van Bouverenigings ingevolge die Bouverenigingswet, 1965 (Wet 15 No. 24 van 1965), beklee het, word by sodanige inwerkingtreding geag as Registrateur of Adjunk-registrateur van Bouverenigings, na gelang van die geval, kragtens hierdie artikel aangewys te wees.

Registrateur kan sekere werksaamhede aan beampetes in staatsdiens opdra.

6. (1) Die Registrateur kan— 20

- (a) aan 'n beampete of werknemer in die staatsdiens 'n bevoegdheid by of kragtens hierdie Wet aan die Registrateur verleen, deleger; of
 (b) so 'n beampete of werknemer magtig om 'n plig by of kragtens hierdie Wet aan die Registrateur opgedra, te 25 verrig.

(2) 'n Delegering kragtens subartikel (1) (a) belet nie die uitvoering van die betrokke bevoegdheid deur die Registrateur self nie.

Verstrekking van inligting deur bouverenigings, beheermaatskappy en sekere filiale aan Registrateur.

7. Vir die doeleindes van hierdie Wet kan die Registrateur 'n bouvereniging of beheermaatskappy of 'n filiaal van 'n bouvereniging of beheermaatskappy skriftelik gelas om binne die tydperk in die lasgewing vermeld die inligting wat hy in verband met die sake van die bouvereniging, beheermaatskappy of filiaal verlang en waaroor die bouvereniging, beheermaatskappy of filiaal beskik, aan hom te verstrek. 30

Verlenging van tydperk waarbinne stukke of inligting voorgelê of verstrek moet word.

8. (1) 'n Persoon wat enige opgawe, staat, verslag of ander stuk of inligting binne 'n tydperk by of kragtens hierdie Wet bepaal aan die Registrateur moet voorlê of verstrek, kan voor of na die verstryking van daardie tydperk skriftelik by die Registrateur om 'n verlenging van daardie tydperk aansoek doen. 40

(2) Die Registrateur kan na oorweging van 'n aansoek in subartikel (1) bedoel—

- (a) die aansoek toestaan en die tydperk waarbinne die opgawe, staat, verslag of ander stuk of inligting voorgelê of verstrek moes word, verleng met die tydperk wat hy bepaal; of

(b) die aansoek van die hand wys, en moet die persoon wat aansoek gedoen het van sy beslissing verwittig. 50

Boete weens versuim om stukke of inligting voor te lê of te verstrek.

9. (1) Indien 'n persoon versuim om ooreenkomsdig 'n voor-skrif van hierdie Wet enige opgawe, staat, verslag of ander stuk of inligting aan die Registrateur voor te lê of te verstrek binne die tydperk by of kragtens hierdie Wet bepaal of, indien 'n aansoek om daardie tydperk te verleng kragtens artikel 8 (2) (a) 55 toegestaan is, binne die verlengde tydperk, kan die Registrateur hom by wyse van 'n skriftelike kennisgewing 'n boete van hoogstens R100 oplê vir elke dag waarop die versuim voortduur.

(2) 'n Boete kragtens subartikel (1) opgelê, moet aan die Registrateur betaal word binne die tydperk in die kennisgewing 60 vermeld, en indien die betrokke persoon versuim om die boete binne die vermelde tydperk te betaal, kan die Registrateur die bedrag van die boete of die gedeelte daarvan wat hy onder die omstandighede geregtig is, by wyse van 'n siviele aksie in 'n bevoegde hof op die betrokke persoon verhaal. 65

Appèl na Minister teen besluite van Registrateur.

10. (1) 'n Persoon wat hom veronreg voel deur 'n besluit wat deur die Registrateur kragtens 'n bepaling van hierdie Wet ge-

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5. (1) The Minister shall designate an officer in the public service as Registrar of Building Societies, who shall—

- (a) perform the functions assigned to the Registrar by or under this Act; and
- 5 (b) subject to the control and directions of the Minister, be responsible for the administration of the Building Societies Office.

Registrar of
Building
Societies.

(2) The Minister may designate an officer in the public service as Deputy Registrar of Building Societies, who shall, subject to the control and directions of the Registrar, be competent to perform any function which the Registrar is permitted or required to perform.

(3) A person who immediately prior to the commencement of this Act held office as Registrar or Deputy Registrar of Building Societies in terms of the Building Societies Act, 1965 (Act No. 24 of 1965), shall upon such commencement be deemed to have been designated under this section as Registrar or Deputy Registrar of Building Societies, as the case may be.

6. (1) The Registrar may—

- 20 (a) delegate to any officer or employee in the public service any power conferred upon the Registrar by or under this Act; or
- (b) authorize any such officer or employee to perform any duty assigned to the Registrar by or under this Act.

Registrar may
assign certain
functions to
officers in
public service.

25 (2) Any delegation under subsection (1) (a) shall not prevent the exercise of the relevant power by the Registrar himself.

7. For the purposes of this Act the Registrar may in writing direct a building society or control company or a subsidiary of a building society or control company to furnish him within the period specified in the direction with such information as he may require in connection with the affairs of the building society, control company or subsidiary and as may be available to the building society, control company or subsidiary.

Furnishing of
information
by building
societies, control
companies and
certain subsidiar-
ies to Registrar.

8. (1) Any person who is required to submit or to furnish to the Registrar any return, statement, report or other document or information within a period determined by or under this Act, may before or after the expiry of that period apply to the Registrar in writing for an extension of that period.

Extension of
period within
which documents
or information
is to be submit-
ted or furnished.

(2) The Registrar may after consideration of an application referred to in subsection (1)—

- (a) grant the application and extend by such period as he may determine the period within which the return, statement, report or other document or information was to be submitted or furnished; or
- 45 (b) refuse the application,

and shall notify the person who lodged the application of his decision.

9. (1) If any person omits to submit or to furnish to the Registrar any return, statement, report or other document or information in accordance with a requirement of this Act within the period determined by or under this Act or, if that period has been extended under section 8 (2) (a), within the extended period, the Registrar may impose upon him by way of a notice in writing a fine not exceeding R100 for every day during which 55 the omission continues.

Fine for failure
to submit or
furnish documents
or information.

(2) A fine imposed under subsection (1) shall be paid to the Registrar within such period as may be specified in the notice, and if the person concerned omits to pay the fine within the specified period the Registrar may by way of civil action in a competent court recover from such person the amount of the fine or any portion thereof which he may in the circumstances consider justified.

10. (1) Any person aggrieved by a decision taken by the Registrar under a provision of this Act may within the prescrib-

Appeal to
Minister against
decisions of
Registrar.

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neem is, kan binne die voorgeskrewe tydperk en op die voorgeskrewe wyse by die Minister teen daardie besluit appèl aan teken, en die Minister moet na oorweging van die gronde van die appèl en die Registrateur se redes vir die besluit, die besluit bekratig, tersyde stel of wysig of die besluit deur die ander besluit vervang wat die Registrateur na die Minister se oordeel moes geneem het.

(2) Die Minister moet 'n persoon wat by hom appèl aangeteken het skriftelik van sy beslissing oor die appèl laat verwittig.

(3) 'n Beslissing deur die Minister kragtens subartikel (1) neem, word by die toepassing van 'n bepaling van hierdie Wet, behalwe genoemde subartikel (1), geag 'n beslissing te wees wat deur die Registrateur geneem is.

HOOFSTUK II

REGISTRASIE

15

Bouverenigings

Verbod op doen van sake as bouverenig tensy geregistreer.

- 11. (1)** Geen persoon mag—
 (a) sake as, of volgens die besigheidspraktyk van, 'n bouvereniging doen nie; of
 (b) op sy besigheid 'n naam toepas nie—
 (i) wat die woord "bouvereniging" insluit; of
 (ii) wat daarop bereken is om aan te dui dat hy as 'n bouvereniging sake doen,
 tensy so 'n persoon 'n publieke maatskappy is en as 'n bouvereniging geregistreer is.

(2) By die toepassing van hierdie artikel word 'n persoon wat deur die neem van deposito's of die aangaan van lenings of op 'n ander wyse geld van die publiek verkry en meer as die helfte van daardie geld vir die toestaan van behuisings- en besigheidsvoorskotte aanwend, geag sake as, of volgens die besigheidspraktyk van, 'n bouvereniging te doen.

(3) Die Registrateur kan op die voorwaardes wat hy bepaal enige persoon van die verbod vervat in subartikel (1) (b) (i) vrystel.

Verbod op oprigting van sekere maatskappye behalwe met goedkeuring van Registrateur.

12. (1) Geen publieke maatskappy word, behalwe met die skriftelike goedkeuring van die Registrateur, kragtens die Maatskappywet opgerig om sake as 'n bouvereniging ooreenkomsdig hierdie Wet te doen nie.

(2) Die Registrateur verleen die goedkeuring bedoel in subartikel (1) slegs indien hy van oordeel is dat die betrokke maatskappy waarskynlik, met inagneming van die voorskrifte van artikel 14, voorlopig as 'n bouvereniging kragtens hierdie Wet geregistreer sal kan word.

(3) Ondanks die Maatskappywet registreer die registrateur van maatskappye nie ingevolge daardie Wet die akte van oprigting en statute van 'n publieke maatskappy wat opgerig is vir die doel om sake as 'n bouvereniging te doen nie tensy die aansoek om sodanige registrasie vergesel gaan van die goedkeuring bedoel in subartikel (1).

Aansoeke om voorlopige registrasie as bouvereniging.

13. (1) 'n Publieke maatskappy wat voornemens is om sake as 'n bouvereniging ooreenkomsdig hierdie Wet te doen, kan op die voorgeskrewe vorm by die Registrateur om voorlopige registrasie as 'n bouvereniging aansoek doen.

- (2) 'n Aansoek in subartikel (1) bedoel, gaan vergesel van—
 (a) twee gewaarmerkte afskrifte van die akte van oprigting en van die statute van die maatskappy;
 (b) 'n gewaarmerkte uittreksel uit die maatskappy se register van direkteure en beampies beoog in artikel 215 van die Maatskappywet van die besonderhede in daardie register aangeteken betreffende die direkteure van die maatskappy soos op die datum van die aansoek;
 (c) besonderhede oor die sake wat die maatskappy beoog om te doen en die wyse waarop daar beoog word om dit te doen; en

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ed period and in the prescribed manner appeal against such decision to the Minister, and the Minister shall, after he has considered the grounds of the appeal and the Registrar's reasons for the decision, confirm, set aside or vary the decision or substitute for such decision any other decision which the Registrar in the Minister's opinion ought to have taken.

(2) The Minister shall cause a person who lodged an appeal with him to be notified in writing of his decision on the appeal.

(3) A decision taken by the Minister under subsection (1) shall for the purposes of a provision of this Act, other than the said subsection (1), be deemed to be a decision taken by the Registrar.

CHAPTER II

REGISTRATION

15 *Building societies*

11. (1) No person shall—

- (a) carry on business as, or in accordance with the business practice of, a building society; or
- (b) apply to his business a name—
 - (i) which includes the words "building society"; or
 - (ii) which is calculated to indicate that he carries on business as a building society,

unless such person is a public company and is registered as a building society.

25 (2) For the purposes of this section a person accepting deposits or raising loans or in any other manner acquiring money from the public and applying more than half of that money to grant housing and business advances, shall be deemed to carry on business as, or in accordance with the business practice of, a building society.

(3) The Registrar may on such conditions as he may determine exempt any person from the prohibition contained in subsection (1) (b) (i).

35 12. (1) No public company shall without the written approval of the Registrar be formed in terms of the Companies Act to carry on business as a building society in accordance with this Act.

(2) The Registrar shall grant the approval referred to in subsection (1) only if he is of the opinion that the company concerned will probably, having regard to the requirements of section 14, be provisionally registrable as a building society under this Act.

(3) Notwithstanding the Companies Act the registrar of companies shall not register in terms of that Act the memorandum and articles of association of a public company formed for the purpose of carrying on business as a building society unless the application for such registration is accompanied by the approval referred to in subsection (1).

50 13. (1) A public company intending to carry on business as a building society in accordance with this Act may apply to the Registrar on the prescribed form for provisional registration as a building society.

(2) An application referred to in subsection (1) shall be accompanied by—

- 55 (a) two certified copies of the memorandum of association and of the articles of association of the company;
- (b) a certified extract from the company's register of directors and officers contemplated in section 215 of the Companies Act of the particulars recorded in that register regarding the directors of the company as at the date of the application;
- (c) particulars regarding the business the company intends carrying on and the manner in which such business is to be carried on; and

Carrying on business as building society prohibited unless registered.

Formation of certain companies prohibited except with approval of Registrar.

Applications for provisional registration as building society.

Wet No. 82, 1986**WET OP BOUVERENIGINGS, 1986**

Oorweging van
aansoeke om voor-
lopige registrasie.

- (d) 'n lys van aandeelhouers in die maatskappy, soos op die datum van die aansoek, wat opgestel is ooreenkomsdig die vereistes waaraan 'n opgawe bedoel in artikel 41 moet voldoen.

(3) 'n Maatskappy wat ingevolge subartikel (1) aansoek om voorlopige registrasie as 'n bouvereniging doen, moet die bykomende besonderhede in verband met sy aansoek verstrek wat die Registrateur vereis.

14. (1) Die Registrateur kan na goeddunke 'n aansoek om voorlopige registrasie van 'n maatskappy as 'n bouvereniging toestaan op die voorwaardes wat hy bepaal of dit van die hand wys, maar die Registrateur staan geen aansoek toe nie indien hy vanoordeel is—

- (a) dat die registrasie van die maatskappy as 'n bouverenigingstrydig met die openbare belang is; 15
 (b) dat dit nie die hoofdoelstelling van die maatskappy is om sake as 'n bouvereniging ooreenkomsdig hierdie Wet te doen nie;
 (c) dat die maatskappy as bouvereniging waarskynlik nie aan 'n bepaling van hierdie Wet sal kan voldoen nie of 20 waarskynlik 'n praktyk in stryd met 'n bepaling van hierdie Wet sal beoefen;
 (d) dat 'n belang wat die een of ander persoon in die maatskappy het onbestaanbaar met 'n bepaling van hierdie Wet is; 25
 (e) dat die naam van die maatskappy—
 (i) dieselfde is as die naam van 'n bestaande bouvereniging of onderlinge bouvereniging;
 (ii) soveel met die naam van 'n bestaande bouvereniging of onderlinge bouvereniging ooreenstem dat 30 die een waarskynlik met die ander verwarr sal word;
 (iii) dieselfde is as die naam waaronder 'n ander bouvereniging of 'n onderlinge bouvereniging voorheen geregistreer was en dat daar 'n redelike grond vir 35 beswaar teen die gebruik van daardie naam deur die maatskappy bestaan; of
 (iv) waarskynlik die publiek sal mislei;
 (f) dat die direkteure of beampies van die maatskappy nie gesikte persone is nie of dat die beampies van die 40 maatskappy nie voldoende kennis of ervaring het om die maatskappy as 'n bouvereniging te bestuur nie;
 (g) dat die maatskappy waarskynlik nie oor die finansiële middele sal beskik om as 'n bouvereniging aan 'n voor- skrif van hierdie Wet te voldoen nie; of 45
 (h) dat die aansoek nie aan 'n voorskrif van hierdie Wet voldoen nie.

(2) Indien die Registrateur 'n aansoek toestaan, moet hy sodra daar voldoen is aan enige voorwaardes onderworpe waaraan die aansoek toegestaan is die betrokke maatskappy op die voorwaardes wat hy bepaal voorlopig as 'n bouvereniging vir 'n tydperk van 12 maande regstreer, en teen betaling van die voorgeskrewe registrasiegeld aan hom 'n sertifikaat van voorlopige registrasie as 'n bouvereniging op die voorgeskrewe vorm uitreik. 55

(3) Benewens enige ander voorwaarde wat die Registrateur kragtens subartikel (1) of (2) kan ople, kan hy 'n voorwaarde ople wat die maatskappy verplig om binne 'n bepaalde tydperk die nodige stappe ingevolge die Maatskappypwet te doen om sy akte van oprigting of statute ooreenkomsdig die voorskrifte van 60 die Registrateur te wysig.

Insluiting van
die woord
“bouvereniging” in
die naam van
sekere maatskappe.

15. (1) Ondanks die verbod vervat in artikel 11 (1) (b) kan 'n maatskappy—

- (a) waarvan die oprigting deur die Registrateur ingevolge artikel 12 goedgekeur is, opgerig word onder 'n naam 65 wat die woord "bouvereniging" insluit; of
 (b) wie se aansoek om voorlopige registrasie as 'n bouvereniging ingevolge artikel 14 goedgekeur is en wat nie.

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- (d) a list of shareholders in the company, as at the date of the application, drawn up in accordance with the requirements to which a return referred to in section 41 has to comply.
- 5 (3) A company applying in terms of subsection (1) for provisional registration as a building society shall furnish such additional particulars in connection with its application as the Registrar may require.

14. (1) The Registrar may at his discretion grant, on such conditions as he may determine, or refuse an application for provisional registration of a company as a building society, but the Registrar shall not grant an application if he is of the opinion—

- (a) that the registration of the company as a building society is contrary to the public interest;
- 15 (b) that it is not the main object of the company to carry on business as a building society in accordance with this Act;
- (c) that the company as a building society will probably not be able to comply with a provision of this Act or is likely to pursue a practice contrary to a provision of this Act;
- (d) that an interest which any person has in the company is inconsistent with a provision of this Act;
- 20 (e) that the name of the company—
- (i) is identical to the name of an existing building society or mutual building society;
 - (ii) so closely resembles the name of an existing building society or mutual building society that the one is likely to be mistaken for the other;
 - (iii) is identical to the name under which any other building society or a mutual building society was previously registered and that reasonable ground for objection against the use of that name by the company exists; or
- 25 (iv) will probably mislead the public;
- (f) that the directors or officers of the company are not fit and proper persons or that the officers of the company do not have sufficient knowledge or experience to manage the company as a building society;
- 30 (g) that the company will probably not have the financial means to comply as a building society with a requirement of this Act; or
- (h) that the application does not comply with a requirement of this Act.

45 (2) If the Registrar grants an application he shall upon compliance with any conditions subject to which the application was granted, provisionally register the company concerned as a building society, on such conditions as he may determine, for a period of 12 months, and shall against payment of the prescribed registration fee issue to it a certificate of provisional registration as a building society on the prescribed form.

(3) In addition to any other condition which the Registrar may impose under subsection (1) or (2), he may impose a condition requiring the company to take within a specified period such steps in terms of the Companies Act as may be necessary to alter its memorandum or articles of association in accordance with the requirements of the Registrar.

Consideration of applications for provisional registration.

15. (1) Notwithstanding the prohibition contained in section 11 (1) (b) a company—
- 60 (a) the formation of which has been approved by the Registrar in terms of section 12, may be formed under a name which includes the words "building society"; or
- (b) whose application for provisional registration as a building society has been approved in terms of section

Inclusion of the words "building society" in the name of certain companies.

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ooreenkomstig paragraaf (a) van hierdie subartikel opgerig is onder 'n naam wat reeds die woord "bouvereniging" insluit nie,
voor sy voorlopige registrasie die nodige stappe ooreenkomstig die Maatskappywet doen om genoemde woord by sy naam in te sluit.

(2) Die Registrateur kan 'n maatskappy bedoel in subartikel (1) wie se naam die woord "bouvereniging" insluit, skriftelik gelas om daardie woord uit sy naam te verwijder—

(a) in die geval van 'n maatskappy bedoel in paragraaf (a) van daardie subartikel, indien hy versuim om binne 'n redelike tyd na sy oprigting, om voorlopige registrasie as 'n bouvereniging ingevolge artikel 13 aansoek te doen of indien sy aansoek om sodanige registrasie kragtens artikel 14 van die hand gewys word; en

(b) in die geval van 'n maatskappy bedoel in paragraaf (b) van daardie subartikel, indien hy versuim om binne 'n redelike tyd nadat sy aansoek om voorlopige registrasie kragtens artikel 14 goedgekeur is, te voldoen aan die voorwaardes onderworpe waaraan die goedkeuring verleen is.

Verlenging van voorlopige registrasies.

16. (1) Die Registrateur kan na goeddunke en op dieselfde of op enige ander voorwaardes die voorlopige registrasie van 'n maatskappy as 'n bouvereniging van tyd tot tyd vir tydperke van hoogstens 12 maande op 'n keer, maar nie vir langer as 'n totale tydperk van vyf jaar nie, verleng.

(2) (a) 'n Appèl deur 'n maatskappy ingevolge artikel 10 teen die Registrateur se weiering om die tydperk of verlengde tydperk van daardie maatskappy se voorlopige registrasie as 'n bouvereniging te verleng of verder te verleng, moet ondanks artikel 10 aangeteken word voordat daardie tydperk of verlengde tydperk verstryk.

(b) Indien die tydperk of verlengde tydperk van die betrokke voorlopige registrasie verstryk terwyl 'n appèl bedoel in paragraaf (a) oorweeg word, word daardie tydperk of verlengde tydperk, na gelang van die geval, geag verleng of verder verleng te wees totdat die appellant van die Minister se beslissing oor sy appèl verwittig word.

Aansoeke om finale registrasie as bouvereniging.

17. (1) 'n Maatskappy wat voorlopig as 'n bouvereniging geregistreer is, kan te eniger tyd terwyl hy aldus geregistreer is op die voorgeskrewe vorm by die Registrateur om finale registrasie as 'n bouvereniging aansoek doen.

(2) 'n Maatskappy wat ingevolge subartikel (1) om finale registrasie as 'n bouvereniging aansoek doen, moet die bykomende besonderhede in verband met sy aansoek verstrek wat die Registrateur vereis.

Oorweging van aansoeke om finale registrasie.

18. (1) Die Registrateur kan na goeddunke 'n aansoek deur 'n maatskappy om finale registrasie as 'n bouvereniging toestaan of van die hand wys, maar die Registrateur staan nie 'n aansoek toe nie indien hy van oordeel is dat die maatskappy—

- (a) wat sy geldsake betref nie in 'n gesonde toestand verkeer nie;
- (b) nie aan al die voorwaardes van sy voorlopige registrasie voldoen het nie; of
- (c) nie aan 'n voorskrif van hierdie Wet voldoen of kan voldoen nie.

(2) Indien die Registrateur 'n aansoek toestaan, moet hy die betrokke maatskappy teen betaling van die voorgeskrewe registrasiegeld final as 'n bouvereniging regstreer en aan hom 'n sertifikaat van finale registrasie as 'n bouvereniging op die voorgeskrewe vorm uitreik.

(3) Weiering van 'n aansoek—

- (a) raak nie die voorlopige registrasie van die betrokke maatskappy as 'n bouvereniging nie; en
- (b) belet nie die maatskappy om, terwyl sy voorlopige registrasie van krag is, weer kragtens artikel 17 om finale registrasie as 'n bouvereniging aansoek te doen nie.

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14 and which has not been formed in accordance with paragraph (a) of this subsection under a name which already includes the words "building society", may before its provisional registration take the necessary steps in accordance with the Companies Act to include the said words in its name.

(2) The Registrar may in writing direct a company referred to in subsection (1) whose name includes the words "building society" to remove those words from its name—

- 10 (a) in the case of a company referred to in paragraph (a) of that subsection, if it fails to apply in terms of section 13 for provisional registration as a building society within a reasonable time after its formation or if its application for such registration is refused under section 14; and
- 15 (b) in the case of a company referred to in paragraph (b) of that subsection, if it fails to comply, within a reasonable time after its application for provisional registration has been approved under section 14, with the conditions subject to which such approval was granted.

16. (1) The Registrar may at his discretion and on the same or on any other conditions extend from time to time the provisional registration of a company as a building society for periods not exceeding 12 months at a time, but for not longer than a total period of five years.

Extension of provisional registrations.

- (2) (a) An appeal by a company in terms of section 10 against the Registrar's refusal to extend or further extend the period or extended period of that company's provisional registration as a building society shall notwithstanding section 10 be lodged before that period or extended period expires.
- 30 (b) If the period or extended period of the provisional registration concerned expires while an appeal referred to in paragraph (a) is being considered, that period or extended period, as the case may be, shall be deemed to be extended or further extended until the appellant is notified of the Minister's decision on its appeal.

17. (1) A company provisionally registered as a building society may at any time while it is so registered apply to the Registrar on the prescribed form for final registration as a building society.

Applications for final registration as building society.

(2) A company applying in terms of subsection (1) for final registration as a building society shall furnish such additional particulars in connection with its application as the Registrar may require.

45 18. (1) The Registrar may at his discretion grant or refuse an application by a company for final registration as a building society, but the Registrar shall not grant an application if he is of the opinion that the company—

Consideration of applications for final registration.

- (a) is not in a financially sound condition;
- 50 (b) has not complied with all the conditions of its provisional registration; or
- (c) does not or is unable to comply with a requirement of this Act.

(2) If the Registrar grants an application, he shall against payment of the prescribed registration fee finally register the company concerned as a building society and issue to it a certificate of final registration as a building society on the prescribed form.

- (3) Refusal of an application—
 - (a) shall not affect the provisional registration of the company concerned as a building society; and
 - 60 (b) shall not prevent the company while its provisional registration is in force from reapplying under section 17 for final registration as a building society.

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Ongeregistreerde persone wat sake as bouverenigings doen.

19. (1) Indien die Registrateur rede het om te vermoed dat 'n persoon wat nie as 'n bouvereniging geregistreer is nie in stryd met 'n bepaling van artikel 11 optree, kan hy—

- (a) daardie persoon skriftelik gelas om binne die tydperk in die lasgewing vermeld, enige stuk of inligting wat volgens die oordeel van die Registrateur op die sake van daardie persoon betrekking het en waарoor daardie persoon beskik, aan hom voor te lê of te verstrek; 5
- (b) by die Minister 'n aanbeveling doen met betrekking tot die uitvoer van 'n inspeksie van die sake van so 'n persoon ooreenkomsdig artikel 6 van die Wet op Inspeksie van Finansiële Instellings, 1984 (Wet No. 38 van 1984). 10

(2) Indien die Registrateur oortuig is dat die betrokke persoon deur die neem van deposito's, die aangaan van lenings of op 'n ander wyse geld van die publiek verkry het in stryd met 'n bepaling van die een of ander wet, kan hy daardie persoon skriftelik gelas om alle geld aldus deur hom verkry, in soverre dit nog nie terugbetaal is nie, met inbegrip van enige rente of ander bedrae wat deur hom daarop verskuldig mag wees, ooreenkomsdig die voorskrifte en binne die tydperk in die lasgewing vermeld, terug 20 te betaal.

(3) 'n Persoon wat uit hoofde van subartikel (2) geld in daardie subartikel bedoel, terugbetaal voor die vervaldatum wat vir die terugbetaling daarvan beding is, is nie gebind om rente of enige ander bedrae wat vir die tydperk vanaf die datum van so 25 danige terugbetaling tot die vervaldatum op daardie geld betaalbaar sou wees, te betaal nie.

(4) 'n Persoon wat versuim om aan 'n lasgewing kragtens subartikel (2) te voldoen, word by die toepassing van 'n wet met betrekking tot die likwidasie van regspersone of die sekwestrasie 30 van insolvente boedels geag nie in staat te wees om sy skulde te betaal nie of 'n daad van insolvensie te begaan het, na gelang van die geval, en die Registrateur is, ondanks andersluidende bepalings van die een of ander wet, bevoeg om by 'n hof wat jurisdiksie het, aansoek te doen om die likwidasie van so 'n regspersoon of die sekwestrasie van die boedel van so 'n persoon, na gelang van die geval.

Beheermaatskappye

Verbod op verkryging van beheer oor bouvereniging tensy geregistreer as beheermaatskappy.

Aansoek om registrasie as beheermaatskappy.

20. Geen persoon verkry beheer oor 'n bouvereniging nie tensy hy 'n publieke maatskappy is en as 'n beheermaatskappy ten 40 opsigte van so 'n bouvereniging geregistreer is.

21. (1) 'n Publieke maatskappy wat—

- (a) voornemens is om beheer oor die een of ander bouvereniging te verkry; of
- (b) wat beheer het oor 'n ander publieke maatskappy wat ingevolge artikel 13 aansoek gedoen het om voorlopige registrasie as 'n bouvereniging,

kan op die voorgeskrewe vorm by die Registrateur om registrasie as 'n beheermaatskappy ten opsigte van daardie bouvereniging of voorgestelde bouvereniging aansoek doen. 50

(2) 'n Aansoek in subartikel (1) bedoel, gaan vergesel van—

- (a) twee gewaarmerkte afskrifte van die akte van oprigting en van die statute van die maatskappy wat aansoek doen;
- (b) 'n gewaarmerkte uittreksel uit daardie maatskappy se 55 register van direkteure en beampies beoog in artikel 215 van die Maatskappwyet van die besonderhede in daardie register aangeteken betreffende die direkteure van die maatskappy soos op die datum van die aansoek;
- (c) besonderhede van die wyse waarop daardie maatskappy beoog om beheer oor die bouvereniging te verkry of besonderhede van sy beheer oor die maatskappy wat om voorlopige registrasie as 'n bouvereniging aansoek doen, na gelang van die geval; en 60

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19. (1) If the Registrar has reason to suspect that a person not registered as a building society is acting contrary to a provision of section 11 he may—

5 (a) in writing order that person to submit or furnish to him within such period as may be specified in the order any document or information which in the opinion of the Registrar relates to the affairs of that person and as may be available to him;

10 (b) make a recommendation to the Minister regarding the carrying out of an inspection of the affairs of that person in accordance with section 6 of the Inspection of Financial Institutions Act, 1984 (Act No. 38 of 1984).

(2) If the Registrar is convinced that the person concerned has contrary to a provision of any law accepted deposits, raised loans or in any other manner acquired money from the public, he may in writing order that person to repay, in accordance with such requirements and within such period as may be specified in the order, all monies so acquired by him in so far as such monies have not yet been repaid, including any interest or any other amounts owing by him in respect of such monies.

(3) Any person who by virtue of subsection (2) repays any money referred to in that subsection before the due date agreed for the repayment thereof, shall not be bound to pay any interest or any other amounts which would have been payable in respect of such money for the period from the date of such repayment up to such due date.

(4) Any person who fails to comply with an order under subsection (2) shall for the purposes of any law relating to the winding-up of juristic persons or to the sequestration of insolvent estates be deemed not to be able to pay his debts or to have committed an act of insolvency, as the case may be, and the Registrar shall notwithstanding anything to the contrary contained in any law, be competent to apply to any court having jurisdiction, for the winding-up of such a juristic person or for the sequestration of the estate of such a person, as the case may be.

Unregistered persons carrying on business as building societies.

Control companies

20. No person shall acquire control over a building society unless it is a public company and is registered as a control company in respect of such building society.

Acquisition of control over building society prohibited unless registered as control company.

40 **21.** (1) A public company—

(a) intending to acquire control over any building society; or

(b) controlling any other public company which has applied in terms of section 13 for provisional registration as a building society,

45 may apply to the Registrar on the prescribed form for registration as a control company in respect of that building society or proposed building society.

(2) An application referred to in subsection (1) shall be accompanied by—

(a) two certified copies of the memorandum of association and of the articles of association of the applicant company;

(b) a certified extract from that company's register of directors and officers contemplated in section 215 of the Companies Act of the particulars recorded in that register regarding the directors of the company as at the date of the application;

55 (c) particulars of the manner in which that company intends to acquire control over the building society or particulars of its control over the company applying for provisional registration as a building society, as the case may be; and

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(d) 'n lys van aandeelhouers in daardie maatskappy, soos op die datum van die aansoek, wat opgestel is ooreenkomsdig die vereistes waaraan 'n opgawe bedoel in artikel 41 moet voldoen.

(3) 'n Maatskappy wat ingevolge subartikel (1) aansoek om registrasie as 'n beheermaatskappy doen, moet die bykomende besonderhede in verband met sy aansoek verstrek wat die Registrateur vereis.

Oorweging van aansoeke om registrasie as beheermaatskappy.

22. (1) Die Registrateur kan na goeddunke 'n aansoek om registrasie van 'n maatskappy as 'n beheermaatskappy toestaan op die voorwaardes wat hy bepaal of dit van die hand wys, maar die Registrateur staan geen aansoek toe nie indien daardie maatskappy 'n bank is of ingevolge die Bankwet, 1965 (Wet No. 23 van 1965), as 'n bankbeheermaatskappy geregistreer is of reeds as 'n beheermaatskappy ten opsigte van 'n ander bouvereniging geregistreer is of indien hy van oordeel is—

- (a) dat die registrasie van die maatskappy as 'n beheermaatskappy strydig met die openbare belang is;
- (b) dat die maatskappy waarskynlik nie in staat sal wees om beheer oor die betrokke bouvereniging te verkry nie, in die geval van 'n maatskappy wat in die omstandighede bedoel in artikel 21 (1) (a) aansoek gedoen het;
- (c) dat 'n bepaling van die akte van oprigting of statute van die maatskappy met 'n bepaling van hierdie Wet onbestaanbaar is of dat die akte of statute 'n bepaling bevat wat sover dit bouverenigings betref, ongewens is;
- (d) dat die direkteure en beampies van die maatskappy nie gesikte persone is nie of dat die beampies nie voldoende kennis of ervaring het om die maatskappy as 'n beheermaatskappy te bestuur nie;
- (e) dat die maatskappy wat sy geldsake betref nie in 'n gesonde toestand verkeer nie;
- (f) dat 'n belang wat die een of ander persoon in die maatskappy het onbestaanbaar met 'n bepaling van hierdie Wet is; of
- (g) dat die aansoek nie aan 'n voorskrif van hierdie Wet voldoen nie.

(2) (a) Indien die Registrateur 'n aansoek toestaan, moet hy, sodra daar voldoen is aan enige voorwaardes onderworpe waaraan die aansoek toegestaan is, die betrokke maatskappy teen betaling van die voorgeskrewe registrasiegeld as 'n beheermaatskappy ten opsigte van die betrokke bouvereniging registreer en aan hom 'n sertifikaat van registrasie as 'n beheermaatskappy op die voorgeskrewe vorm uitrek.

(b) Geen maatskappy wat in die omstandighede bedoel in artikel 21 (1) (b) om registrasie as 'n beheermaatskappy aansoek gedoen het, word as so 'n beheermaatskappy geregistreer nie tensy die maatskappy ten opsigte waarvan hy aansoek gedoen het as 'n bouvereniging geregistreer word.

(3) Benewens enige ander voorwaarde wat die Registrateur kragtens subartikel (1) kan bepaal, kan hy 'n voorwaarde opleg wat bepaal dat 'n maatskappy wat in die omstandighede bedoel in artikel 21 (1) (a) om registrasie as 'n beheermaatskappy aansoek gedoen het—

- (a) binne 'n bepaalde tydperk ten genoeë van die Registrateur bewys moet lewer dat hy onmiddellik na sy registrasie beheer oor die bouvereniging ten opsigte waarvan hy geregistreer wil word, sal verkry;
- (b) binne 'n bepaalde tydperk 'n aanbod moet doen aan persone wat aandele hou in bedoelde bouvereniging om op 'n grondslag en op voorwaardes wat die Registrateur redelik en billik ag aandele in die maatskappy op te neem of om aandele wat hulle aldus in die bouvereniging hou vir aandele in die maatskappy om terug.

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- (d) a list of shareholders in that company, as at the date of the application, drawn up in accordance with the requirements with which a return referred to in section 41 has to comply.
- 5 (3) Any company applying in terms of subsection (1) for registration as a control company shall submit such additional particulars in connection with its application as the Registrar may require.

22. (1) The Registrar may at his discretion grant, on such conditions as he may determine, or refuse an application for registration of a company as a control company, but the Registrar shall not grant any application if that company is a bank or is registered as a bank controlling company in terms of the Banks Act, 1965 (Act No. 23 of 1965), or is already registered as a control company in respect of any other building society or if he is of the opinion—

- (a) that the registration of the company as a control company is contrary to the public interest;
- 20 (b) that the company will probably not be able to acquire control over the building society concerned in the case of a company applying for registration in the circumstances referred to in section 21 (1) (a);
- 25 (c) that a provision of the memorandum or articles of association of the company is inconsistent with a provision of this Act or that such memorandum or articles contain a provision which is undesirable in so far as it concerns building societies;
- 30 (d) that the directors or officers of the company are not fit and proper persons or that the officers of the company do not have sufficient knowledge or experience to manage the company as a control company;
- 35 (e) that the company is not in a financially sound condition;
- (f) that an interest which any person has in the company is inconsistent with a provision of this Act; or
- 35 (g) that the application does not comply with a requirement of this Act.

- (2) (a) If the Registrar grants an application he shall upon compliance with any conditions subject to which the application was granted and against payment of the prescribed registration fee register the company concerned as a control company in respect of the building society concerned and issue to it a certificate of registration as a control company on the prescribed form.
- 45 (b) No company which applied for registration as a control company in the circumstances referred to in section 21 (1) (b) shall be registered as such a control company unless the company in respect of which he made application is registered as a building society.

- 50 (3) In addition to any other condition which the Registrar may impose under subsection (1), he may impose a condition requiring a company which applied for registration as a control company in the circumstances referred to in section 21 (1) (a)—
- 55 (a) to furnish within a specified period proof to the satisfaction of the Registrar that it will immediately after its registration acquire control over the building society in respect of which it desires to be registered;
 - 60 (b) to make an offer within a specified period to persons holding shares in the said building society to take up shares in the company or to exchange for shares held by them in the building society shares in the company on a basis and on conditions regarded by the Registrar as reasonable and fair.

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- (4) (a) Wanneer die Registrateur 'n voorwaarde bedoel in subartikel (3) (b) opgelê het, kan hy, na oorlegpleging met die voorgestelde beheermaatskappy, 'n persoon aanwys om onafhanklik van die maatskappy ondersoek in te stel na, en hom van advies te dien oor, die rede-likheid en billikheid van die grondslag en voorwaardes waarop die maatskappy beoog om die aanbod van aandele ter voldoening aan die voorwaarde te doen.
- (b) Die koste van 'n ondersoek ingevolge paragraaf (a) word deur die maatskappy betaal. 10

Beëindiging van registrasie

Intrekking van registrasie deur Registrateur.

23. (1) Indien 'n bouvereniging opgehou het om deposito's van die publiek te neem of nie in werking is nie, kan die Registrateur die voorlopige of finale registrasie, na gelang van die geval, van so 'n bouvereniging by skriftelike kennisgewing aan die 15 bouvereniging intrek.

(2) Indien 'n beheermaatskappy nie daarin geslaag het om beheer oor die bouvereniging ten opsigte waarvan hy geregistreer is, te verkry nie of nie meer sodanige beheer het nie, kan die Registrateur die registrasie van so 'n beheermaatskappy by 20 skriftelike kennisgewing aan die beheermaatskappy intrek.

(3) Geen intrekking van 'n registrasie kragtens subartikel (1) of (2) is van krag nie tensy die Registrateur vooraf die betrokke bouvereniging of beheermaatskappy by skriftelike kennisgewing die geleentheid gegee het om binne 'n tydperk in die kennisge- 25 wing vermeld, wat nie minder as 30 dae mag wees nie, redes aan te voer waarom die registrasie nie ingetrek moet word nie.

Intrekking van registrasie deur hof.

24. (1) Die Registrateur kan by wyse van aansoek na kennis- 30 gewing van mosie by 'n hof 'n bevel tot intrekking van die registrasie van 'n bouvereniging of 'n beheermaatskappy aanvra in dien daar gronde bestaan wat die intrekking van die betrokke registrasie regverdig.

(2) Die hof by wie 'n bevel kragtens subartikel (1) aangevra word, moet die saak ondersoek en oorweeg en die aansoek toestaan of van die hand wys, en kan die bevel met betrekking tot 35 koste gee wat hy goedvind.

(3) Benewens enige ander gronde wat die hof voldoende mag beskou om 'n bevel kragtens hierdie artikel tot intrekking van so 'n registrasie te verleen, kan 'n bevel ook verleen word—

(a) in die geval van 'n bouvereniging, indien die bouvere- 40 ning—

(i) inligting in of in verband met sy aansoek om voor- 45 lopige of finale registrasie, of tydens die verlenging van sy voorlopige registrasie, aan die Registrateur verstrek het wat in 'n wesentlike oopsig nie waar is nie;

(ii) 'n bepaling van of 'n voorskrif kragtens hierdie Wet oortree het of versuim het om daaraan te vol- 50 doen;

(iii) hom in 'n wesentlike oopsig skuldig gemaak het aan 'n wanvoorstelling wat betref die dienste wat hy aan die publiek bied; of

(iv) in 'n wesentlike oopsig buite sy vermoë soos bepaal deur sy hoofdoelstelling en aanvullende doelstel- 55 lings opgetree het;

(b) in die geval van 'n beheermaatskappy, indien die be- heermaatskappy—

(i) inligting in of in verband met sy aansoek om regi- 60 strasie aan die Registrateur verstrek het wat in 'n wesentlike oopsig nie waar is nie; of

(ii) 'n bepaling van of 'n voorskrif kragtens hierdie Wet oortree het of versuim het om daaraan te vol- 65 doen.

(4) Die hof wat regsbevoegdheid ten opsigte van 'n aansoek ingevolge subartikel (1) het, is enige provinsiale of plaaslike af- deling van die Hooggereghof van Suid-Afrika binne die

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- 5 (4) (a) Whenever the Registrar has imposed a condition referred to in subsection (3) (b), he may, after consultation with the proposed control company, designate a person to investigate independently of the company, and to advise him on, the reasonableness and fairness of the basis and conditions on which the company intends to make the share offer in compliance with the condition.
- (b) The costs of an investigation in terms of paragraph (a) shall be paid by the company.

10 *Termination of registration*

23. (1) If a building society has ceased to accept deposits from the public or is not in operation, the Registrar may by notice in writing to such building society cancel the provisional or final registration, as the case may be, of such building society.

Cancellation of registration by Registrar.

15 (2) If a control company has failed to acquire control over the building society in respect of which it is registered or no longer has such control, the Registrar may by notice in writing to such control company cancel the registration of such control company.

20 (3) No cancellation of any registration under subsection (1) or (2) shall be of force unless the Registrar has previously by notice in writing given the building society or control company concerned an opportunity to show cause within a period specified in the notice, which period shall not be less than 30 days, why its 25 registration should not be cancelled.

24. (1) The Registrar may by way of application on notice of motion apply to a court for an order cancelling the registration of a building society or a control company if there exist grounds justifying the cancellation of the registration concerned.

Cancellation of registration by court.

30 (2) The court from which an order under subsection (1) is applied for shall enquire into and consider the matter and shall grant or refuse the application, and may make such order as to costs as it may deem fit.

(3) In addition to any other grounds which the court may consider sufficient to make an order under this section cancelling any such registration, an order may also be made—

- 35 (a) in the case of a building society, if the building society has—
- 40 (i) furnished information to the Registrar in or in connection with its application for provisional or final registration or during the extension of its provisional registration which is in a material respect untrue;
- 45 (ii) contravened or failed to comply with a provision or a requirement under this Act;
- (iii) in a material respect misrepresented the facilities which it offers to the public; or
- 50 (iv) acted in a material respect beyond its capacity determined by its main object and ancillary objects; and
- 55 (b) in the case of a control company, if the control company has—
- (i) furnished information to the Registrar in or in connection with its application which is in a material respect untrue; or
- (ii) contravened or failed to comply with a provision of or a requirement under this Act.

(4) The court having jurisdiction in respect of an application under subsection (1) shall be any provincial or local division of the Supreme Court of South Africa within the area of jurisdiction.

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WET OP BOUVERENIGINGS, 1986

Intrekking van registrasie op versoek van bouvereniging of beheermaatskappy.

Registrasie van beheermaatskappy verval by intrekking van registrasie van bouvereniging.

Datum waarop registrasie verval.

Terugbetaling van deposito's by verval van registrasie.

regsgebied waarvan die betrokke bouvereniging of beheermaatskappy se geregistreerde kantoor bedoel in artikel 170 van die Maatskappywet geleë is.

25. Die Registrateur moet die registrasie van 'n bouvereniging of beheermaatskappy intrek by voorlegging aan hom deur die bouvereniging of beheermaatskappy van 'n spesiale besluit beoog in artikel 200 van die Maatskappywet waarin sodanige intrekking gemagtig word. 5

26. Indien die registrasie van 'n bouvereniging ten opsigte waarvan 'n beheermaatskappy geregistreer is, ingetrek word, 10 word die registrasie van daardie beheermaatskappy geag terselfdertyd ingetrek te wees.

27. 'n Maatskappy wat as 'n bouvereniging of beheermaatskappy geregisteer is, hou op om as sodanig geregistreer te wees— 15

- (a) in die geval van 'n voorlopige registrasie waarvan die tydperk of, indien 'n verlenging kragtens artikel 16 toegestaan is, die verlengde tydperk, verstryk het en daar die tydperk nie kragtens daardie artikel verleng of verder verleng is nie, by verstryking van daardie tydperk; 20
- (b) in die geval van 'n registrasie wat deur die Registrateur kragtens artikel 23 ingetrek is, by verstryking van 30 dae na die datum van die kennisgeving bedoel in subartikel (1) of (2) van daardie artikel of, indien appèl voor verstryking van bedoelde 30 dae teen sodanige intrekking by die Minister aangeteken is en die Minister die intrekking van die registrasie bekragtig het, op die datum waarop die appellant van sodanige bekragtiging verwittig word; 25
- (c) in die geval van 'n registrasie ten opsigte waarvan die hof 'n bevel tot die intrekking daarvan kragtens artikel 24 toegestaan het, op die datum waarop daardie bevel van krag word;
- (d) in die geval van 'n registrasie wat deur die Registrateur ingevolge artikel 25 ingetrek is, op die datum wat die Registrateur bepaal; of 35
- (e) in die geval van die registrasie van 'n beheermaatskappy wat ingevolge artikel 26 geag word ingetrek te wees, op die datum waarop die registrasie van die betrokke bouvereniging verval. 40

28. (1) Wanneer 'n maatskappy wat as 'n bouvereniging geregistreer is, ophou om as sodanig geregistreer te wees, kan die Registrateur daardie maatskappy skriftelik gelas om alle geld deur hom aan lede van die publiek (uitgesonderd sy geassosieerde) verskuldig ten opsigte van deposito's deur hom gedurende sy registrasie as 'n bouvereniging geneem, met inbegrip van enige rente of ander bedrae wat deur hom daarop verskuldig mag wees, ooreenkomsdig die voorskrifte en binne die tydperk in die lasgewing vermeld, terug te betaal. 45

(2) Verskillende voorskrifte en tydperke kan kragtens subartikel (1) ten opsigte van verskillende soorte deposito's bepaal word: Met dien verstande dat by die bepaling van sodanige voorskrifte en tydperke geen voorkeur verleen mag word aan so'n lid van die publiek wat hy nie regtens het nie. 50

(3) 'n Maatskappy wat uit hoofde van subartikel (1) 'n deposito te terugbetaal voor die vervaldatum wat vir die terugbetaling daarvan beding is, is nie gebind om rente of enige ander bedrae wat vir die tydperk vanaf sodanige terugbetaling tot die vervaldatum op daardie deposito betaalbaar sou wees, te betaal nie. 55

(4) 'n Maatskappy wat versuim om aan 'n lasgewing kragtens subartikel (1) te voldoen, word by die toepassing van artikels 344 en 345 van die Maatskappywet geag nie in staat te wees om sy skulde te betaal nie. 60

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tion of which the registered office of the building society or control company concerned referred to in section 170 of the Companies Act is situated.

25. The Registrar shall cancel the registration of a building society or control company upon submission to him by the building society or control company of a special resolution contemplated in section 200 of the Companies Act authorizing such cancellation.

Cancellation of registration at request of building society or control company.

26. If the registration of a building society in respect of which a control company is registered is cancelled the registration of that control company shall be deemed to be cancelled simultaneously.

Registration of control company to lapse upon cancellation of registration of building society.

27. A company registered as a building society or control company shall cease to be registered as such—

- 15 (a) in the case of a provisional registration of which the period or, if an extension was granted under section 16, the extended period, has expired and that period has not been extended or further extended under that section; upon the expiry of that period;
- 20 (b) in the case of a registration cancelled by the Registrar under section 23, upon expiry of 30 days after the date of the notice referred to in subsection (1) or (2) of that section or, if an appeal against such cancellation was lodged with the Minister before the expiry of the said 30 days and the Minister has confirmed the cancellation of such registration, upon the date on which the company is notified of such confirmation;
- 25 (c) in the case of a registration in respect of which the court has granted an order under section 24 cancelling the registration, upon the date on which that order comes into force;
- 30 (d) in the case of a registration cancelled by the Registrar in terms of section 25, upon such date as may be determined by the Registrar; or
- 35 (e) in the case of the registration of a control company deemed to be cancelled in terms of section 26, upon the date on which the registration of the building society concerned has lapsed.

Date on which registration lapses.

28. (1) Whenever a company registered as a building society ceases to be registered as such, the Registrar may in writing order that company to repay, in accordance with such directions and within such period as may be specified in the order, all monies due by it to members of the public (excluding its associates) in respect of deposits accepted by it while registered as a building society, including any interest or any other amounts owing by it in respect of such monies.

Repayment of deposits upon lapse of registration.

(2) Different directions and periods may under subsection (1) be determined in respect of different kinds of deposits: Provided that in determining such directions and periods no preference shall be given to any such member of the public which he does not in law enjoy.

(3) A company which by virtue of subsection (1) repays a deposit before the due date agreed for the repayment thereof, shall not be bound to pay any interest or any other amounts which would have been payable in respect of such deposit for the period from the date of such repayment up to such due date.

(4) Any company which fails to comply with an order under subsection (1) shall for the purposes of sections 344 and 345 of the Companies Act be deemed not to be able to pay its debts.

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Kennisgewing in Staatskoerant van registrasie en intrekking van registrasie.

Toepassing van Maatskappywet op bouverenigings en beheermaatskappye.

Doelestellings van bouverenigings.

“Bouvereniging” moet deel van naam van bouverenigings uitmaak.

Wysiging van akte van oprigting of statute en verandering van naam.

29. Die Registrateur moet in die *Staatskoerant* kennis gee van elke voorlopige of finale registrasie van 'n maatskappy as 'n bouvereniging of registrasie van 'n maatskappy as 'n beheermaatskappy en van elke intrekking van so 'n registrasie. 5

HOOFSTUK III**AANPÄSSINGS IN SOVERRE MAATSKAPPYWET GERAAK WORD**

30. (1) 'n Maatskappy wat as 'n bouvereniging of beheermaatskappy geregistreer is, bly voortbestaan as 'n maatskappy ingevolge die Maatskappywet, en 'n bepaling van daar- 10 die Wet bly, behoudens subartikel (2), op so 'n maatskappy van toepassing vir sover dit nie met 'n bepaling van hierdie Wet onbestaanbaar is nie: Met dien verstande dat die bepaling van die Maatskappywet wat die omskepping van publieke maatskappye in ander vorms van maatskappye magtig, nie op so 'n maatskap- 15 py van toepassing is nie.

(2) Die Minister kan met die instemming van die Minister van Handel en Nywerheid by kennisgewing in die *Staatskoerant* ver- klaar dat 'n bepaling van die Maatskappywet—

- (a) nie op 'n maatskappy wat as 'n bouvereniging of be- 20 heermaatskappy geregistreer is, van toepassing is nie;
- (b) slegs behoudens die aanpassings en kwalifikasies in die kennisgewing vermeld op so 'n maatskappy van toepas- sing is; of
- (c) waarvan die uitvoering by die registrateur van maat- 25 skappye berus, ten opsigte van maatskappye wat as bouverenigings of beheermaatskappye geregistreer is by die Registrateur berus.

(3) Die Minister moet afskrifte van elke kennisgewing krag- tens subartikel (2) gepubliseer in die Parlement ter Tafel lê bin- 30 ne 14 dae na publikasie daarvan indien die Parlement dan in sessie is of, indien die Parlement dan nie in sessie is nie, binne 14 dae na aanvang van sy eersvolgende sessie, en so 'n kennisge- wing hou op om van krag te wees indien die Huise van die Parle- ment by besluite gedurende dieselfde sitting geneem daardie 35 kennisgewing afkeur.

31. (1) Die akte van oprigting van 'n maatskappy wat as 'n bouvereniging geregistreer is, moet die hoofdoelstelling en aan- vullende doelstellings van die maatskappy uiteensit. 40

(2) Die doelstellings van 'n maatskappy wat as 'n bouvereni- ging geregistreer is, verleen aan hom slegs die vermoë—

- (a) om sake as 'n bouvereniging ooreenkomsdig hierdie Wet en die bepaling van artikel 22 van die Wet op On- derlinge Bouverenigings, 1965, (wat *mutatis mutandis* ten opsigte van so 'n maatskappy van toepassing is) te 45 doen; en
- (b) om bykomend by die sake bedoel in paragraaf (a) die ander sake te doen wat volgens die oordeel van die Registrateur nie onbestaanbaar is met 'n bepaling van hierdie Wet nie.

(3) 'n Maatskappy wat as 'n bouvereniging geregistreer is, het ondanks artikel 33 van die Maatskappywet slegs die vermoë wat bepaal word deur die hoofdoelstelling en aanvullende doelstel- lings in sy akte van oprigting vermeld. 50

32. Die woord “bouvereniging” moet deel van die naam van 'n maatskappy wat as 'n bouvereniging geregistreer is, uitmaak.

33. (1) Geen—

- (a) wysiging, ingevolge artikel 55, 56 of 62 van die Maatskappywet, van die akte van oprigting of statute van 'n maatskappy wat as 'n bouvereniging geregistreer is; of 60

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General

29. The Registrar shall give notice in the *Gazette* of each provisional or final registration of a company as a building society or registration of a company as a control company and of every cancellation of any such registration.

Notice in
Gazette of
registration and
cancellation of
registration.

CHAPTER III

ADJUSTMENTS IN SO FAR AS COMPANIES ACT IS AFFECTED

30. (1) A company registered as a building society or control company shall continue to be a company under the Companies Act, and a provision of that Act shall, subject to subsection (2), continue to apply to any such company to the extent to which it is not inconsistent with a provision of this Act: Provided that the provisions of the Companies Act governing the conversion of public companies into other forms of companies shall not apply 15 to any such company.

Application of
Companies Act
to building
societies and
control
companies.

(2) The Minister may with the concurrence of the Minister of Trade and Industry by notice in the *Gazette* declare that a provision of the Companies Act—

- 20 (a) shall not apply to any company registered as a building society or control company;
- (b) shall only apply to any such company subject to such adjustments and qualifications as may be specified in the notice; or
- 25 (c) the administration of which vests in the registrar of companies shall in respect of companies registered as building societies or control companies vest in the Registrar.

(3) The Minister shall table copies of each notice published under subsection (2) in Parliament within 14 days after publication thereof if Parliament is then in session or, if Parliament is not then in session, within 14 days after the commencement of its next ensuing session, and any such notice shall cease to be of force if the Houses of Parliament by resolutions passed in the same session disapprove of such notice.

Objects of
building
societies.

35 31. (1) The memorandum of association of a company registered as a building society shall set out the main object and ancillary objects of the company.

(2) The objects of a company registered as a building society shall confer upon it only the capacity—

- 40 (a) to carry on business as a building society in accordance with this Act and the provisions of section 22 of the Mutual Building Societies Act, 1965, which shall *mutatis mutandis* apply in respect of any such company; and
- (b) in addition to the business referred to in paragraph (a), to carry on such other business as in the opinion of the Registrar is not inconsistent with a provision of this Act.

45 (3) A company registered as a building society shall, notwithstanding section 33 of the Companies Act, only have the capacity determined by the main object and ancillary objects set out in its memorandum of association.

“Building society”
to form part
of name of
building societies.

50 32. The words “building society” shall form part of the name of a company registered as a building society.

Alteration of
memorandum or
articles of
association
and change
of name.

- 55 33. (1) No—
- (a) alteration, in terms of section 55, 56 or 62 of the Companies Act, of the memorandum or articles of association of a company registered as a building society; or

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(b) verandering, ingevolge artikel 44 van die Maatskappywet, van die naam van so 'n maatskappy, is vir die doeleindes van hierdie Wet of enige ander wet van krag nie tensy daardie wysiging of verandering skriftelik deur die Registrateur voor die registrasie daarvan deur die registrateur van maatskappye goedgekeur is.

(2) 'n Aansoek om die Registrateur se goedkeuring ingevolge subartikel (1) moet by die Registrateur gedoen word voordat die voorgestelde spesiale besluit waarby die wysiging of verandering gemagtig word aan 'n algemene vergadering van lede van die 10 maatskappy voorgelê word, en so 'n aansoek gaan vergesel van—

- (a) twee afskrifte van sodanige voorgestelde spesiale besluit; en
- (b) 'n verduideliking van die redes vir die besluit.

(3) Dié Registrateur staan nie 'n aansoek bedoel in subartikel

(2) toe nie indien hy van oordeel is—

(a) dat die voorgestelde wysiging met 'n bepaling van hierdie Wet onbestaanbaar is of sover dit bouverenigingsbetref, ongewens is; of

(b) dat die voorgestelde naam—

(i) dieselfde is as die naam van 'n ander bouvereniging of 'n onderlinge bouvereniging;

(ii) soveel met die naam van 'n ander bouvereniging of 'n onderlinge bouvereniging ooreenstem dat die 25 een waarskynlik met die ander verwarr sal word;

(iii) dieselfde is as die naam waaronder 'n ander bouvereniging of 'n onderlinge bouvereniging geregtreer was en dat daar 'n redelike grond vir beswaar teen die gebruik van daardie naam deur die 30 applikant bestaan; of

(iv) waarskynlik die publiek sal mislei.

(4) 'n Bouvereniging moet binne 21 dae na die registrasie deur die registrateur van maatskappye van 'n wysiging van sy akte van oprigting of statute of 'n verandering van sy naam, 'n gewarmerkte afskrif van die spesiale besluit waarin die wysiging of die naamsverandering uiteengesit word aan die Registrateur voorlê.

(5) Die bepalings van subartikels (1), (2) en (3) is nie van toepassing met betrekking tot 'n wysiging van 'n bouvereniging se 40 akte van oprigting of statute ooreenkomsdig 'n lasgewing deur die Registrateur kragtens hierdie Wet nie.

34. (1) Die Registrateur kan te eniger tyd 'n bouvereniging skriftelik gelas om die wysiging wat nie met 'n bepaling van hierdie Wet onbestaanbaar is nie aan sy akte van oprigting of statute 45 aan te bring wat die Registrateur wenslik ag ten einde ongevrymdhede of ongewenste afwykings in die bedrywighede van verskillende bouverenigings te verwijder.

(2) 'n Wysiging van 'n bouvereniging se akte van oprigting of statute deur die Registrateur kragtens subartikel (1) gelas, moet 50 op of voor die dag van die eersvolgende algemene jaarvergadering bedoel in artikel 179 van die Maatskappywet aan die lede van die bouvereniging vir oorweging voorgelê word.

(3) Indien 'n bouvereniging weier of versuim om sy akte van oprigting of statute te wysig ooreenkomsdig 'n lasgewing van die 55 Registrateur kragtens subartikel (1), kan die Registrateur 'n afskrif van daardie lasgewing aan die registrateur van maatskappye voorlê, waarop daardie registrateur met die voorgestelde wysiging daarin vervat ooreenkomsdig die Maatskappywet moet handel asof dit vervat is in 'n spesiale besluit wat deur die 60 bouvereniging aangeneem en deur die bouvereniging ooreenkomsdig daardie Wet aan hom voorgelê is.

35. (1) Nie meer as een vyfde van die getal direkteure van 'n bouvereniging mag uit werknemers van daardie bouvereniging bestaan nie.

(2) 'n Toevallige vakature in die amp van direkteur van 'n bouvereniging word by die toepassing van subartikel (1) geag gevul te wees deur iemand wat nie 'n werknemer van die bouvereniging is nie.

Wysiging van akte van oprigting of statute ooreenkomsdig lasgewing van Registrateur.

Werknemers as direkteure van bouverenigings.

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(b) change, in terms of section 44 of the Companies Act, of the name of any such company, shall be of force for the purposes of this Act or any other law unless such alteration or change is approved in writing by the Registrar before the registration thereof by the registrar of companies.

(2) Any application for the Registrar's approval in terms of subsection (1) shall be lodged with the Registrar before the proposed special resolution authorizing such alteration or change is laid before a general meeting of members of the company, and any such application shall be accompanied by—

- (a) two copies of such proposed special resolution; and
- (b) an explanation of the reasons for the resolution.

(3) The Registrar shall not grant any application referred to in subsection (2) if he is of the opinion—

- (a) that the proposed alteration is inconsistent with a provision of this Act or is undesirable in so far as it concerns building societies; or
- (b) that the proposed name—
 - (i) is identical to the name of any other building society or a mutual building society;
 - (ii) so closely resembles the name of any other building society or a mutual building society that the one is likely to be mistaken for the other;
 - (iii) is identical to the name under which any other building society or a mutual building society was previously registered and that reasonable ground for objection against the use of that name by the applicant exists; or
 - (iv) will probably mislead the public.

(4) A building society shall within 21 days of the registration by the registrar of companies of an alteration of its memorandum or articles of association or a change of its name, submit to the Registrar a certified copy of the special resolution setting out such alteration or change of name.

(5) The provisions of subsections (1), (2) and (3) shall not apply with respect to any alteration of a building society's memorandum or articles of association in accordance with a direction by the Registrar under this Act.

40 34. (1) The Registrar may at any time direct a building society in writing to effect such alteration to its memorandum or articles of association not contrary to a provision of this Act as he may deem desirable in order to remove anomalies or undesirable divergencies in the activities of different building societies.

Alteration of memorandum or articles of association in accordance with direction of Registrar.

45 (2) Any alteration to a building society's memorandum or articles of association directed by the Registrar under subsection (1), shall on or before the day of the next annual general meeting referred to in section 179 of the Companies Act be submitted to the members of such building society for consideration.

50 (3) If a building society refuses or fails to alter its memorandum or articles of association in accordance with a direction of the Registrar under subsection (1), the Registrar may submit a copy of that direction to the registrar of companies, who shall thereupon deal with the proposed alteration contained therein in accordance with the Companies Act as if it were contained in a special resolution adopted by the building society and submitted to him by the building society in accordance with that Act.

60 35. (1) Not more than one-fifth of the number of directors of a building society shall consist of employees of that building society.

Employees as directors of building societies.

(2) A casual vacancy in the office of a director shall for the purposes of subsection (1) be deemed to be filled by a person who is not an employee of the building society concerned.

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Aandele, aandelebewyse, skuldbrieue en geldleningtransaksies.

Registrasie van aandele op naam van genomineerde.

Beperking op aandeelhouding in bouverenigings en beheermaatskappye.

WET OP BOUVERENIGINGS, 1986**36. (1) 'n Bouvereniging—**

- (a) reik, ondanks artikels 74 en 75 van die Maatskappywet, nie aandele sonder pari-waarde uit of omskep nie enige van sy aandele in aandele sonder pari-waarde nie;
 - (b) mag nie, behalwe met die skriftelike goedkeuring van die Registrateur of anders as ooreenkomsdig voorwaardes deur die Registrateur skriftelik goekgekeur—
 - (i) enige voorkeuraandele of skuldbrieve uitrek nie;
 - (ii) enige van sy gewone aandele in voorkeuraandele of skuldbrieve omskep nie;
 - (iii) enige van sy voorkeuraandele van 'n bepaalde klas in voorkeuraandele van 'n ander klas omskep nie; of
 - (iv) geld by wyse van geldleningtransaksies bedoel in artikel 54 (2) leen nie; of
 - (c) reik, ondanks artikel 101 van die Maatskappywet, nie aandelebewyse aan toonder ooreenkomsdig die bedoeling van daardie artikel uit nie.
- (2) Die bepalings van subartikel (1), uitgesondert paragraaf (b) (iv), is *mutatis mutandis* van toepassing ten opsigte van 'n beheermaatskappy.

37. (1) Ondanks die Maatskappywet mag geen bouvereniging of beheermaatskappy behalwe met die skriftelike goedkeuring van die Registrateur—

- (a) enige van sy aandele aan 'n persoon toewys of uitrek op naam van die genomineerde van daardie persoon nie; of
 - (b) die oordrag van enige van sy aandele aan 'n persoon registreer op naam van die genomineerde van daardie persoon nie.
- (2) Subartikel (1) raak nie die toewysing of uitreiking, of die registrasie van die oordrag, van aandele in 'n bouvereniging of beheermaatskappy nie—
- (a) op naam van 'n trustee van 'n effekte-trustskema soos in artikel 1 van die Wet op Beheer van Effekte-trustskemas, 1981 (Wet No. 54 van 1981), omskryf, of van 'n genomineerde maatskappy van die trustee wat deur die Registrateur van Effekte-trustmaatskappye goedgekeur is;
 - (b) op naam van 'n eksekuteur, administrateur, kurator, voog of likwidateur in die omstandighede in artikel 103 (3) van die Maatskappywet vermeld;
 - (c) vir 'n tydperk van hoogstens ses maande, op naam van 'n effektemakelaar of van 'n maatskappy deur hom gestig vir 'n doel in artikel 12 (3) van die Wet op Beheer van Effektebeurse, 1985 (Wet No. 1 van 1985), vermeld of van 'n maatskappy wat deur die bouvereniging beheer word of van 'n werknemer van die bouvereniging, indien dit nodig is dat die aandele aldus toegewys, uitgereik of geregistreer moet word ten einde lewering aan die koper te vergemaklik of die regte van die begunstigde ten opsigte van daardie aandele te beskerm of waar die begunstigde nie bekend is nie; of
 - (d) op naam van 'n persoon in ander spesiale omstandighede deur die Minister by kennisgewing in die *Staatskoerant* bepaal.

38. (1) Ondanks die Maatskappywet mag geen bouvereniging of beheermaatskappy enige van sy aandele aan 'n persoon toewys of uitrek of die oordrag aan 'n persoon van enige van sy aandele registreer nie—

- (a) in die geval waar so 'n persoon 'n binnelandse aandeelhouer is, vir sover die nominale waarde van dié aandele, en van enige ander aandele in die bouvereniging of beheermaatskappy, na gelang van die geval, wat reeds op die naam van so 'n persoon of van enige gesosieerde van so 'n persoon geregistreer is, in totaal 10 persent van die nominale aandelekapitaal van die bouvereniging of beheermaatskappy oorskry; of

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36. (1) A building society shall not—

- (a) sections 74 and 75 of the Companies Act notwithstanding, issue no par value shares or convert any of its shares into no par value shares;
 - 5 (b) without the approval of the Registrar in writing or otherwise than in accordance with conditions approved by the Registrar in writing—
 - (i) issue any preference shares or debentures;
 - (ii) convert any of its shares into preference shares or debentures;
 - 10 (iii) convert any of its preference shares of a particular class into preference shares of any other class; or
 - (iv) borrow money by way of money lending transactions referred to in section 54 (2); or
 - 15 (c) section 101 of the Companies Act notwithstanding, issue share warrants to bearer within the meaning of that section.
- (2) The provisions of subsection (1), excluding paragraph (b) (iv), shall *mutatis mutandis* apply in respect of a control company.

Shares, share warrants, debentures and money lending transactions.

37. (1) Notwithstanding the Companies Act no building society or control company shall without the approval of the Registrar in writing—

- (a) allot or issue any of its shares to any person in the name of the nominee of that person; or
- 25 (b) register the transfer of any of its shares to any person in the name of the nominee of that person.
- (2) Subsection (1) shall not affect the allotment or issue, or the registration of the transfer, of shares in a building society or control company—
 - (a) in the name of a trustee of a unit trust scheme as defined in section 1 of the Unit Trusts Control Act, 1981 (Act No. 54 of 1981), or of a nominated company of the trustee approved by the Registrar of Unit Trust Companies;
 - 35 (b) in the name of any executor, administrator, trustee, curator, guardian or liquidator in the circumstances mentioned in section 103 (3) of the Companies Act;
 - (c) for a period of not more than six months, in the name of a stock-broker or of a company established by him for a purpose mentioned in section 12 (3) of the Stock Exchanges Control Act, 1985 (Act No. 1 of 1985), or of a company controlled by the building society or of an employee of the building society, if it is necessary that the shares be so allotted, issued or registered in order to facilitate delivery to the purchaser or to protect the rights of the beneficiary in respect of those shares or where the beneficiary is not known; or
 - 40 (d) in the name of a person in other special circumstances determined by the Minister by notice in the *Gazette*.

Registration of shares in name of nominees.

38. (1) Notwithstanding the Companies Act no building society or control company shall allot or issue any of its shares to a person or register the transfer of any of its shares to a person—

- (a) in the case where such a person is a domestic shareholder, to the extent to which the nominal value of such shares, and of any other shares in the building society or control company, as the case may be, already registered in the name of such a person or of any associate of such a person, exceeds in total 10 per cent of the nominal share capital of such building society or control company; or

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(b) in die geval waar so 'n persoon 'n buitelandse aandeelhouer is, vir sover die nominale waarde van dié aandele en enige ander aandele in die bouvereniging of beheermaatskappy, na gelang van die geval, wat reeds op die naam van so 'n persoon of van enige ander buitelandse aandeelhouer geregistreer is, in totaal 10 persent van die nominale aandelekapitaal van die bouvereniging of beheermaatskappy oorskry.

(2) Die Minister kan op versoek van 'n bouvereniging of beheermaatskappy daardie bouvereniging of beheermaatskappy 10 skriftelik van die bepalings van subartikel (1) (a) vrystel vir die tydperk, maar hoogstens 12 maande, en op die voorwaardes en, indien die vrystelling nie algemeen verleen word nie, ten opsigte van die persoon of kategorie persone wat die Minister bepaal.

(3) Subartikel (1) (a) raak nie die toewysing van uitreiking van 15 aandele in 'n bouvereniging, of die registrasie van die oordrag van sodanige aandele, aan 'n beheermaatskappy wat ten opsigte van daardie bouvereniging geregistreer is nie.

(4) Aandele in 'n bouvereniging of beheermaatskappy wat geregistreer is of staan te word op naam van 'n eksekuteur, administrateur, kurator, voog of likwidateur in die omstandighede in artikel 103 (3) van die Maatskappywet vermeld, word by die toepassing van subartikel (1) (a) geag geregistreer te wees of geag geregistreer staan te word op naam van die betrokke beginstigde: Met dien verstande dat indien meer sodanige aandele 25 op naam van so 'n eksekuteur, administrateur, kurator, voog of likwidateur geregistreer word as wat andersins op sy naam geregistreer sou kon word as dit nie vir die bepalings van hierdie subartikel was nie, die stemregte verbonde aan die aandele aldus op sy naam geregistreer, by die toepassing van hierdie Wet of 'n 30 ander wet geag word beperk te wees tot 10 persent van die stemregte verbonde aan al die uitgereikte aandele van die betrokke bouvereniging of beheermaatskappy.

(5) Indien die nominale waarde van aandele in 'n bouvereniging of beheermaatskappy wat aan die een of ander persoon toe- 35 gewys of uitgereik, of op die naam van die een of ander persoon geregistreer, staan te word en van enige ander aandele in die bouvereniging of beheermaatskappy, na gelang van die geval, wat reeds op sy naam geregistreer is, in totaal 'n bedrag uitmaak wat minder is as die kleinste van R100 000 of een persent van 40 die nominale aandelekapitaal van die bouvereniging of beheermaatskappy, kan die bouvereniging of beheermaatskappy by die toepassing van hierdie artikel sonder meer aanvaar, tensy hy van die teendeel bewus is, dat daardie persoon—

(a) 'n binnelandse aandeelhouer is, indien die adres wat 45 ten opsigte van hom in die lederegister bedoel in artikel 105 van die Maatskappywet aangeteken is 'n adres in die Republiek is; en

(b) nie 'n geassosieerde van 'n ander aandeelhouer van die bouvereniging of beheermaatskappy is nie. 50

Verstrekking
van inligting
deur aandeel-
houders.

39. 'n Persoon wat verlang dat aandele in 'n bouvereniging of beheermaatskappy aan hom toege wys of uitgereik of in sy naam geregistreer moet word of in wie se naam aandele in 'n bouvereniging of beheermaatskappy geregistreer is, en enige persoon wat namens so 'n persoon optree, moet op die skriftelike ver- 55 soek van die bouvereniging of beheermaatskappy dié inligting aan die bouvereniging of beheermaatskappy verstrek wat deur die bouvereniging of beheermaatskappy vereis word om aan die bepalings van artikels 37 en 38 te voldoen en waaroor sodanige persoon beskik. 60

Gevolge van
registrasie van
aandele strydig
met hierdie
Wet.

40. (1) Geen persoon mag—

(a) hetsy persoonlik of deur volmag aan 'n ander persoon, 'n stem uitbring wat verbonden is aan; of

(b) 'n dividend ontvang wat betaal word op,

'n aandeel in 'n bouvereniging of beheermaatskappy wat strydig 65 met 'n bepaling van hierdie Wet aan hom toege wys, uitgereik of op sy naam geregistreer is nie.

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- (b) in the case where such a person is a foreign shareholder, to the extent to which the nominal value of such shares, and of any other shares in the building society or control company, as the case may be, already registered in the name of such a person or of any other foreign shareholder, exceeds in total 10 per cent of the nominal share capital of the building society or control company.
- (2) The Minister may, at the request of a building society or control company, in writing exempt that building society or control company from the provisions of subsection (1) (a) for such period, not exceeding 12 months, and on such conditions and, if the exemption is not granted generally, in respect of such person or category of persons as the Minister may determine.
- (3) Subsection (1) (a) shall not affect the allotment or issue of shares in a building society, or the registration of the transfer of such shares, to a control company registered in respect of that building society.
- (4) Shares in a building society or control company registered or to be registered in the name of any executor, administrator, trustee, curator, guardian or liquidator in the circumstances mentioned in section 103 (3) of the Companies Act shall for the purposes of subsection (1) (a) be deemed registered or to be registered in the name of the beneficiary concerned: Provided that if more of such shares are registered in the name of any such executor, administrator, trustee, curator, guardian or liquidator than would otherwise be permitted but for the provisions of this subsection, the voting rights attached to the shares so registered in his name shall for the purposes of this Act or any other law be deemed to be limited to 10 per cent of the voting rights attached to all the issued shares of the building society or control company concerned.
- (5) If the nominal value of shares in a building society or control company which are to be allotted or issued to, or to be registered in the name of, any person and of any other shares in the building society or control company, as the case may be, already registered in his name, constitutes in total an amount which is less than the lower of R100 000 or one per cent of the nominal share capital of the building society or control company, the building society or control company may for the purposes of this section, summarily accept, unless it has knowledge to the contrary, that that person—
- (a) is a domestic shareholder, if the address noted in respect of him in the register of members referred to in section 105 of the Companies Act is an address in the Republic; and
 - (b) is not an associate of any other shareholder of the building society or control company.
- 39.** Any person desiring shares in a building society or control company to be allotted or issued to him or to be registered in his name or in whose name shares in a building society or control company are registered, and any person acting on behalf of such a person, shall at the written request of the building society or control company furnish to the building society or control company such information as may be required by the building society or control company for the purposes of complying with the provisions of sections 37 and 38 and as may be available to such person.
- 40. (1)** No person shall—
- (a) either personally or by proxy granted to any other person, cast a vote attached to; or
 - (b) receive a dividend payable on, any share in a building society or control company allotted or issued to him or registered in his name contrary to a provision of this Act.

Furnishing of information by shareholders.

Effects of registration of shares contrary to this Act.

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(2) Die geldigheid van 'n besluit deur 'n bouvereniging of beheermaatskappy geneem, word nie deur die uitbring van 'n stem in stryd met subartikel (1) (a) geraak nie indien daardie besluit geneem is met die vereiste meerderheid van stemme wat geldiglik uitgebring is.

(3) 'n Dividend bedoel in subartikel (1) (b) val die betrokke bouvereniging of beheermaatskappy toe.

Opgawes
betroffende
aandeelhouers.

41. (1) 'n Bouvereniging moet binne 90 dae na sy voorlopige registrasie as 'n bouvereniging en 'n beheermaatskappy moet binne 90 dae na sy registrasie as 'n beheermaatskappy, en jaar- 10 liks daarna binne 90 dae na die aanvang van sy boekjaar, 'n opgawe met betrekking tot sy aandeelhouers soos op datum van bedoelde registrasie of op die laaste dag van die voorafgaande boekjaar, na gelang van die geval, aan die Registrateur verstrek.

(2) 'n Opgawe in subartikel (1) bedoel, bestaan uit afsonder- 15 like lysie van binnelandse en buitelandse aandeelhouers, waarvan elk in alfabetiese volgorde volgens die name van die aandeelhouers opgestel moet word met vermelding teenoor elke naam van—

- (a) die adres van die aandeelhouer; 20
- (b) die getal en soort aandele op sy naam geregistreer;
- (c) die nominale waarde van daardie aandele;
- (d) die persentasie wat die nominale waarde van daardie aandele verteenwoordig van die nominale aandelekapitaal van die bouvereniging of beheermaatskappy; en 25
- (e) indien die aandeelhouer 'n bank, diskontohuis, bouvereniging of beheermaatskappy is, die feit dat hy 'n bank, diskontohuis, bouvereniging of beheermaatskappy, na gelang van die geval, is:

Met dien verstande—

(i) dat twee of meer binnelandse aandeelhouers wat geassosieerde is, as 'n groep onder die naam van een van die geassosieerde, in alfabetiese volgorde volgens hul name, in die lys opgeneem moet word met vermelding van, benewens die besonderhede bedoel in paragrawe 35

- (a) tot (e)—
- (aa) die feit dat hulle geassosieerde is;
- (bb) die nominale waarde van al die aandele op hul onderskeie name geregistreer; en
- (cc) die persentasie wat die nominale waarde van daar- 40 die aandele verteenwoordig van die nominale aandelekapitaal van die bouvereniging of beheermaatskappy;

(ii) dat die naam en besonderhede bedoel in paragrawe (a) tot (e) van 'n aandeelhouer, behoudens subartikel (3), 45 nie in so 'n lys opgeneem word nie indien die nominale waarde van die aandele wat op sy naam geregistreer is—

- (aa) in die geval van 'n binnelandse aandeelhouer, minder is as een persent van die nominale aandele- 50 kapitaal van die bouvereniging of beheermaatskappy; of
- (bb) in die geval van 'n buitelandse aandeelhouer, minder is as die kleinste van R100 000 of een persent van sodanige nominale aandelekapitaal.

(3) 'n Opgawe in subartikel (1) bedoel, moet voorts vermeld—

- (a) die getal binnelandse en die getal buitelandse aandeelhouers wie se name en individuele besonderhede ingevolge paragraaf (ii) van die voorbehoudsbepaling by 60 subartikel (2) nie in die lysie opgeneem is nie, en teenoor die onderskeie getalle—
 - (i) die getal aandele op naam van die betrokke aandeelhouers geregistreer;
 - (ii) die nominale waarde van sodanige aandele; en 65
 - (iii) die persentasie wat die nominale waarde van sodanige aandele verteenwoordig van die nominale aandelekapitaal van die bouvereniging of beheermaatskappy; en

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- (2) The validity of any resolution adopted by a building society or control company shall not be affected by a vote being cast contrary to subsection (1) (a) if that resolution was adopted by the requisite majority of votes which were validly cast.
- 5 (3) A dividend referred to in subsection (1) (b) shall accrue to the building society or control company concerned.

41. (1) A building society shall within 90 days of its provisional registration as a building society and a control company shall within 90 days of its registration as a control company, and annually thereafter within 90 days of the commencement of its financial year, furnish to the Registrar a return with respect to its shareholders as at the date of the said registration or on the last day of the preceding financial year, as the case may be.

(2) A return referred to in subsection (1) shall comprise of 15 separate lists of domestic and foreign shareholders, each of which shall be compiled in alphabetical order according to the names of the shareholders and stating opposite each name—

- 20 (a) the address of the shareholder;
- (b) the number and class of shares registered in his name;
- (c) the nominal value of those shares;
- (d) the percentage which the nominal value of those shares represents of the nominal share capital of the building society or control company; and
- 25 (e) if the shareholder is a bank, discount house, building society or control company, the fact that it is a bank, discount house, building society or control company, as the case may be:

Provided—

- 30 (i) that two or more domestic shareholders who are associates shall in alphabetical order according to their names be included in the list as a group under the name of one of the associates stating, in addition to the particulars referred to in paragraphs (a) to (e)—
 - (aa) the fact that they are associates;
 - (bb) the nominal value of all the shares registered in their respective names; and
 - (cc) the percentage which the nominal value of those shares represents of the nominal share capital of the building society or control company;
- 40 (ii) that the name and particulars referred to in paragraphs (a) to (e) of a shareholder shall, subject to subsection (3), not be included in such a list if the nominal value of the shares registered in his name—
 - 45 (aa) in the case of a domestic shareholder, is less than one per cent of the nominal share capital of the building society or control company; or
 - (bb) in the case of a foreign shareholder, is less than the lower of R100 000 or one per cent of such nominal share capital.

50 (3) A return referred to in subsection (1) shall further specify—

- 55 (a) the number of domestic and the number of foreign shareholders whose names and individual particulars are in terms of paragraph (ii) of the proviso to subsection (2) not included in the lists, and opposite the respective numbers—
 - (i) the number of shares registered in the name of the relevant shareholders;
 - (ii) the nominal value of such shares; and
 - (iii) the percentage which the nominal value of such shares represents of the nominal share capital of the building society or control company; and

Returns regarding shareholders.

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WET OP BOUVERENIGINGS, 1986

Verkryging van filiale deur bouvereniging.

Verbod op bouverenigings om aandele in beheermaatskappye en ander bouverenigings te hou.

Beperking op aandeelhouding deur bouverenigings en geassosieerde in versekeraars.

Beleggings deur beheermaatskappye.

Ongewenste praktiese.

- (b) die nominale waarde van aandele wat op naam van onderskeidelik al die binnelandse en al die buitelandse aandeelhouers geregistreer is.
- (4) Artikel 38 (5) is *mutatis mutandis* van toepassing by die bepaling van die vraag vir die doeleindeste van hierdie artikel of 'n bepaalde aandeelhouer—
 - (a) 'n binnelandse of 'n buitelandse aandeelhouer is; of
 - (b) 'n geassosieerde van 'n ander binnelandse aandeelhouer is.

42. 'n Bouvereniging mag nie, behalwe met die skriftelike goedkeuring van die Registrateur of anders as ooreenkomsvoorwaardes deur die Registrateur skriftelik goedgekeur, 'n filiaal oprig of 'n ooreenkoms aangaan wat die uitwerking het dat die een of ander maatskappy sy filiaal word nie.

43. Geen bouvereniging hou aandele in sy of 'n ander beheermaatskappy of in 'n ander bouvereniging nie.

44. Geen bouvereniging en geen geassosieerde van 'n bouvereniging mag, hetsy gesamentlik of afsonderlik, aandele in 'n geregistreerde versekeraar soos omskryf in artikel 1 van die Versekeringswet, 1943 (Wet No. 27 van 1943), hou nie vir sover die nominale waarde van dié aandele 30 persent van die nominale waarde van al die uitgereikte aandele van die versekeraar oorskry.

45. 'n Beheermaatskappy wat geld belê—

- (a) in ander ondernemings as—
 - (i) die bouvereniging ten opsigte waarvan hy geregistreer is; of
 - (ii) 'n filiaal van die beheermaatskappy of bouvereniging wat 'n eiendomsontwikkelingsmaatskappy is of wat onroerende eiendom hou wat hoofsaaklik gebruik word of bestem is vir die doeleindeste van die bouvereniging; of
- (b) in onroerende eiendom wat nie hoofsaaklik gebruik word of bestem is vir die doeleindeste van die bouvereniging nie,

moet sy transaksies in sodanige beleggings so reël dat die bedrag van sodanige beleggings op geen tydstip meer as 40 persent van die som van sy uitgerekte aandelekapitaal en reserwes bedra nie.

46. (1) 'n Bouvereniging—

- (a) doen nie 'n transaksie as ongeopenbaarde prinsipaal of op enige ander wyse anders as in sy eie naam nie;
- (b) hou al sy bates in sy eie naam, uitgesonderd enige bate—
 - (i) wat *bona fide* verhipotekeer is om 'n werklike of potensiële verpligting te verseker; of
 - (ii) ten opsigte waarvan die Registrateur skriftelik goedgekeur het dat dit in die naam van 'n ander persoon gehou mag word;
- (c) toon nie in sy finansiële state of in 'n opgawe bedoel in artikel 85 (1) (c) enige bedrag aan wat die koste van organisasie of uitbreiding of die aankoop van 'n saak of 'n verlies (met inbegrip van 'n verlies wat by die verkoop van 'n bate ontstaan) of oninbare skulde verteenwoordig, as 'n bate aan nie;
- (d) mag nie alvorens voorsiening vir die items bedoel in paragraaf (c) gemaak is—
 - (i) enige tak of verdere tak open nie;
 - (ii) enige agentskap of verdere agentskap verleen nie; of
 - (iii) dividende op sy aandele betaal nie;
- (e) waarborg nie die betaling van 'n bedrag wat een persoon aan 'n ander verskuldig is nie, behalwe—

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- (b) the nominal value of shares registered in the name of all domestic and of all foreign shareholders, respectively.
- (4) Section 38 (5) shall apply *mutatis mutandis* in determining for the purposes of this section whether any particular shareholder—
- is a domestic or a foreign shareholder; or
 - is an associate of any other domestic shareholder.

42. A building society shall not, without the approval of the Registrar in writing or otherwise than in accordance with conditions approved by the Registrar in writing, establish a subsidiary or enter into an agreement having the effect that any company becomes its subsidiary.

Acquisition of subsidiaries by building society.

43. No building society shall hold shares in its or any other control company or in any other building society.

Building societies prohibited from holding shares in control companies and other building societies.

44. No building society and no associate of a building society shall, either jointly or individually, hold shares in any registered insurer as defined in section 1 of the Insurance Act, 1943 (Act No. 27 of 1943), to the extent to which the nominal value of those shares exceeds 30 per cent of the nominal value of all the issued shares of such insurer.

Shareholding by building societies and associates in insurers restricted.

45. A control company investing money—

- in undertakings other than—
 - the building society in respect of which it is registered; or
 - any subsidiary of such control company or building society which is a property development company or which holds fixed property which is used or intended to be used mainly for the purposes of such building society; or
- in fixed property which is not used or intended to be used mainly for the purposes of such building society, shall manage its transactions in such investments in such a way that the amount of such investments does not at any time exceed 40 per cent of the sum of its issued share capital and reserves.

Investments by control companies.

46. (1) A building society—

- shall not effect any transaction as an undisclosed principal or in any other manner otherwise than in its own name;
- shall hold all its assets in its own name, excluding any asset—
 - bona fide* hypothecated to secure an actual or potential liability; or
 - in respect of which the Registrar has approved in writing that it may be held in the name of another person;
- shall not show in its financial statements or in any return referred to in section 85 (1) (c) as an asset any amount representing the cost of organization or extension or the purchase of a business or a loss (including a loss originating from the sale of an asset) or bad debts;
- shall not before provision has been made for the items referred to in paragraph (c)—
 - open any branch or any further branch;
 - grant any agency or any further agency; or
 - pay out dividends on its shares;
- shall not guarantee the payment of any amount owing by one person to another, except—

Undesirable practices.

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- (i) ooreenkomstig 'n versoek deur 'n persoon aan wie die bouvereniging die betaling van 'n voorskot goedgekeur het, om die bedrag of 'n gedeelte van die bedrag van die voorskot aan 'n bepaalde persoon te betaal;
- (ii) ooreenkomstig 'n versoek deur 'n deposant om die bedrag of 'n gedeelte van die bedrag van 'n deposito wat hy by die bouvereniging belê het aan 'n bepaalde persoon te betaal; of
- (iii) in omstandighede deur die Registrateur in die algemeen bepaal as omstandighede waarin sodanige waarborgs deur bouverenigings verstrek kan word;
- (f) leen nie geld aan of belê nie geld by 'n bank wat 'n geassosieerde van die bouvereniging is nie indien daardie geld geleent of belê word ten einde die bank te help om aan 'n voorskrif van die Bankwet, 1965 (Wet No. 23 van 1965), met betrekking tot die instandhouding van 'n bedrag in likwiede bates te voldoen;
- (g) aanvaar nie 'n waardasie van stedelike vaste eiendom, of 'n reg op stedelike vaste eiendom, vir die doeleindeste van 'n behuisings- of besigheidsvoorskot nie tensy daardie waardasie uitgevoer is deur 'n persoon wat die bouvereniging op redelike gronde glo die nodige kundigheid het; of
- (h) verrig nie enige ander handeling wat die Minister by kennisgewing in die *Staatskoerant* tot 'n ongewenste praktyk vir die doeleindeste van hierdie Wet verklaar het nie.
- (2) 'n Kennisgewing kragtens subartikel (1) (h) tree in werking op 'n datum in die kennisgewing vermeld, wat nie 'n datum binne 21 dae na publikasie van die kennisgewing mag wees nie.
- (3) 'n Bouvereniging moet, by ontvang van 'n skriftelike versoek deur die Registrateur te dien effekte, die publikasie of die uitreiking van enige advertensie, brosjure, prospektus of dergelike stuk wat in die versoek vermeld is en nie 'n juiste feiteweergawe of volgens die oordeel van die Registrateur nie in die algemene belang is nie, staak.

Afskrifte van sekere kennisgewings, state, verslae, ens., moet aan Registrateur gestuur word.

- 47.** (1) Wanneer 'n bouvereniging of beheermaatskappy—
- (a) 'n kennisgewing van 'n vergadering of van die verklaring van 'n dividend of 'n verslag oor sy werksaamhede gedurende 'n finansiële jaar of 'n gedeelte van so 'n jaar aan sy aandeelhouers stuur;
- (b) ingevolge artikel 170 (2) van die Maatskappywet kennis aan die registrateur van maatskappye gee van enige beoogde verandering in die ligging van sy geregistreerde kantoor of van sy posadres;
- (c) ingevolge artikel 216 (2) van die Maatskappywet 'n opgawe in daardie artikel bedoel betreffende sy direkteure aan die registrateur van maatskappye stuur; of
- (d) ingevolge artikel 302 (4) van die Maatskappywet finansiële state aan die registrateur van maatskappye stuur, moet hy terselfdertyd 'n afskrif van sodanige kennisgewing, verslag, opgawe of state aan die Registrateur stuur.

(2) Die state bedoel in subartikel (1) (d) moet vergesel gaan van 'n afskrif van die betrokke ouditeursverslag bedoel in artikel 301 van die Maatskappywet.

(3) 'n Bouvereniging of beheermaatskappy moet binne 30 dae na 'n algemene vergadering van aandeelhouers 'n afskrif van die notule wat ingevolge artikel 204 van die Maatskappywet ten opsigte van daardie vergadering gehou moet word, aan die Registrateur stuur.

48. Indien 'n bouvereniging 'n verklaring publiseer of 'n stuk uitreik waarin die bedrag van sy gemagtigde aandelekapitaal vermeld word, moet die bedrag van sy uitgereikte aandelekapitaal ook in die verklaring of stuk vermeld word.

Openbaarmaking van uitgereikte aandelekapitaal.

Boekjaar.

49. Die boekjaar van 'n bouvereniging is 'n jaar wat op die laaste dag van Maart eindig.

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- (i) in accordance with a request by a person to whom the building society has approved the payment of an advance, to pay the amount or portion of the amount of the advance to a particular person;
- 5 (ii) in accordance with a request by a depositor to pay the amount or a portion of the amount of a deposit which he has invested with the building society to a particular person; or
- 10 (iii) in circumstances determined by the Registrar in general to be circumstances in which building societies may give such guarantees;
- (f) shall not lend money to or invest money with a bank which is an associate of the building society if that money is lent or invested in order to assist the bank to comply with a requirement of the Banks Act, 1965 (Act No. 23 of 1965), relating to the maintenance of an amount in liquid assets;
- 15 (g) shall not accept any valuation of urban immovable property, or any right to urban immovable property, for the purposes of a housing or business advance unless that valuation is carried out by a person who the building society on reasonable grounds believes has the necessary knowledge; or
- 20 (h) shall not perform any other act declared by the Minister by notice in the *Gazette* to be an undesirable practice for the purposes of this Act.

- (2) A notice under subsection (1) (h) shall come into operation on a date specified in the notice, which shall not be a date within 21 days after publication of the notice.
- 30 (3) A building society shall upon receipt of a request in writing by the Registrar to that effect discontinue the publication or the issue of any advertisement, brochure, prospectus or similar document specified in the request which is not a correct statement of fact or in the opinion of the Registrar is not in the public interest.

47. (1) Whenever a building society or control company—
 (a) forwards a notice of a meeting or of the declaration of a dividend or a report on its activities during a financial year or part of such year to its shareholders;
- 40 (b) gives notice to the registrar of companies in terms of section 170 (2) of the Companies Act of any intended change in the situation of its registered office or of its postal address;
- 45 (c) forwards in terms of section 216 (2) of the Companies Act a return referred to in that section regarding its directors to the registrar of companies; or
 (d) forwards in terms of section 302 (4) of the Companies Act financial statements to the registrar of companies, it shall simultaneously forward a copy of such notice, report, return or statements to the Registrar.

Copies of certain notices, statements, reports, etc., to be forwarded to Registrar.

- (2) The statements referred to in subsection (1) (d) shall be accompanied by the relevant auditor's report referred to in section 301 of the Companies Act.

- (3) A building society or control company shall within 30 days of a general meeting of shareholders forward to the Registrar a copy of the minutes to be kept in respect of such meeting in terms of section 204 of the Companies Act.

48. If a building society publishes any statement or issues any document in which the amount of its authorized share capital is mentioned, the amount of its issued share capital shall also be mentioned in the statement or document.

Disclosure of issued share capital.

49. The financial year of a building society shall be a year terminating on the last day of March. Financial year.

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Aanstelling
van ouditeurs.

50. (1) Ondanks Hoofstuk X van die Maatskappywet beklee niemand die amp van ouditeur van 'n bouvereniging nie tensy sy aanstelling as ouditeur van die bouvereniging deur die Registrateur goedgekeur is.

(2) 'n Bouvereniging moet binne 30 dae na die aanstelling ooreenkomsdig daardie Hoofstuk van iemand as ouditeur van die bouvereniging, by die Registrateur op die voorgeskrewe vorm aansoek doen om die Registrateur se goedkeuring van sodanige aanstelling. 5

(3) (a) Indien die Registrateur weier om die aanstelling van die een of ander persoon as ouditeur van die bouvereniging goed te keur, moet die raad van direkteure van die bouvereniging iemand anders as ouditeur aanstel. 10

(b) Die bepalings van subartikels (1) en (2) is *mutatis mutandis* van toepassing ten opsigte van 'n aanstelling kragtens paragraaf (a) van hierdie subartikel. 15

(4) Iemand wat kragtens subartikel (3) as ouditeur van 'n bouvereniging aangestel word, word by die toepassing van genoemde Hoofstuk X geag op die onmiddellik voorafgaande algemene jaarvergadering van die bouvereniging as ouditeur aangestel te gewees het. 20

(5) 'n Bouvereniging moet minstens twee persone wat onafhanklik van mekaar is as ouditeure van die bouvereniging aangestel indien die bates van die bouvereniging soos op die laaste dag van die onmiddellik voorafgaande boekjaar R2 000 000 oorskry het. 25

Aanstelling van
ouditeur deur
Registrateur.

51. (1) Indien 'n bouvereniging om enige rede nalaat om 'n ouditeur aan te stel, kan die Registrateur die nodige aanstelling doen.

(2) 'n Persoon kragtens subartikel (1) as ouditeur van 'n bouvereniging aangestel, word geag deur die bouvereniging aangestel te wees. 30

Skikkings, amalgamasies,
reëlings en
oornames.

52. (1) Geen skikking, amalgamasie, reëling of oorname bedoel in Hoofstuk XII van die Maatskappywet waarby 'n bouvereniging 'n party is en geen reëling vir die oordrag van die of 'n gedeelte van die bates en laste van een bouvereniging aan 'n ander bouvereniging, is van krag nie behalwe met die voorafgaande skriftelike goedkeuring van die Registrateur. 35

(2) Die kennisgewing waarby 'n buitengewone algemene vergadering vir die bekratiging van so 'n skikking, amalgamasie, reëling of oorname of reëling vir die oorname van bates en laste byeengeroep word, moet die volledige bedinge en voorwaardes van die betrokke ooreenkoms bevat of daarby aangeheg wees. 40

(3) 'n Kennisgewing dat 'n spesiale besluit aangaande so 'n skikking, amalgamasie, reëling of oorname of reëling vir die oordrag van bates en laste geneem is, moet deur elkeen van die betrokke bouverenigings aan die Registrateur gestuur word, temeet met 'n afskrif van die besluit en die volledige bedinge en voorwaardes van die voorgestelde skikking, amalgamasie, reëling of oorname of reëling vir die oordrag van bates en laste wat behoorlik deur die voorsitter van die vergadering waarop dié besluit geneem is en die sekretaris van die betrokke bouvereniging gesertifiseer is. 45

(4) By goedkeuring deur die hof—

(a) van 'n amalgamasie van twee of meer bouverenigings, word die registrasie van die individuele bouverenigings wat partye by die amalgamasie is, geag gekanselleer te wees en moet die Registrateur terselfdertyd die nuwe maatskappy ingevolge hierdie Wet as 'n bouvereniging regstreer; of 55

(b) van 'n reëling vir die oordrag van al die bates en laste van 'n bouvereniging, word so 'n bouvereniging se registrasie geag gekanselleer te wees.

(5) Die beampte in beheer van 'n registrasiekantoor van aktes of 'n ander kantoor waarin enige verband of vaste eiendom geregistreer is wat ooreenkomsdig 'n skikking, amalgamasie, reëling of oorname of reëling vir die oordrag van bates en laste bedoel in hierdie artikel oorgedra moet word, moet by die voorlegging 60 65

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- 50.** (1) Notwithstanding Chapter X of the Companies Act no person shall hold office as auditor of a building society unless his appointment as auditor of the building society has been approved by the Registrar.
- 5 (2) A building society shall within 30 days of the appointment in accordance with that Chapter of a person as auditor of the building society, apply to the Registrar on the prescribed form for the Registrar's approval of such appointment.
- 10 (3) (a) If the Registrar refuses to approve the appointment of any person as auditor of the building society, the board of directors of the building society shall appoint any other person as auditor.
- (b) The provisions of subsections (1) and (2) shall apply *mutatis mutandis* in respect of any appointment under paragraph (a) of this subsection.
- 15 (4) A person appointed under subsection (3) as auditor of a building society shall for the purposes of the said Chapter X be deemed to have been appointed as auditor on the immediately preceding annual general meeting of the building society.
- 20 (5) A building society shall appoint at least two persons who are independent of each other as auditors of the building society if the assets of the building society as at the last day of the immediately preceding financial year exceeded R2 000 000.

Appointment of auditors.

- 51.** (1) If a building society for any reason omits to appoint an auditor the Registrar may make the necessary appointment.
- 25 (2) A person appointed under subsection (1) as auditor of a building society, shall be deemed to have been appointed by the building society.

Appointment of auditor by Registrar.

- 52.** (1) No compromise, amalgamation, arrangement or take-over referred to in Chapter XII of the Companies Act to which a building society is a party and no arrangement for the transfer of all or part of the assets and liabilities from one building society to another building society, shall be of force except with the prior written approval of the Registrar.
- 35 (2) The notice convening a special general meeting for the confirmation of any such compromise, amalgamation, arrangement or take-over or arrangement for the transfer of assets and liabilities shall contain or have attached to it the complete terms and conditions of the relevant agreement.
- 40 (3) Notice of the passing of the special resolution concerning such compromise, amalgamation, arrangement or take-over or arrangement for the transfer of assets and liabilities, together with a copy of such resolution and the full terms and conditions of the proposed compromise, amalgamation, arrangement or take-over or arrangement for the transfer of assets and liabilities, duly certified by the chairman of the meeting at which such resolution was passed and the secretary of the building society concerned, shall be sent by each of the building societies affected to the Registrar.
- 45 (4) Upon sanctioning by the court—
- (a) of any amalgamation of two or more building societies, the registration of the individual building societies which were parties to the amalgamation shall be deemed to be cancelled and the Registrar shall register the new company as a building society; or
- 50 (b) of any arrangement for the transfer of all the assets and liabilities of a building society, the registration of such building society shall be deemed to be cancelled.

Compromises, amalgamations, arrangements and take-overs.

- 55 (5) The officer in charge of a deeds registry or other office in which is registered any mortgage or immovable property which is to be transferred in accordance with a compromise, amalgamation, arrangement or take-over or an arrangement for the transfer of assets and liabilities referred to in this section shall,

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aan hom deur die betrokke bouvereniging van die betrokke verbandakte of titelbewys en 'n afskrif van die betrokke hofbevel of goedkeuring, sonder betaling van here- of seëlregte of registrasiegele of -koste, die endossemente op daardie verbandakte of titelbewys en die inskrywings in sy registers aanbring wat nodig is om die betrokke oordrag te bewerkstellig.

HOOFSTUK IV**DEPOSITO'S EN VOORSKOTTE****Hoofbesigheid van bouverenigings.**

53. (1) Die hoofbesigheid van 'n bouvereniging bestaan uit die neem van deposito's en die toestaan van voorskotte in die Re- 10 publiek.

(2) 'n Bouvereniging kan met die skriftelike goedkeuring van die Minister—

- (a) deposito's neem en voorskotte toestaan in die gebied Suidwes-Afrika of in 'n staat waarvan die grondgebied voorheen deel van die Republiek uitgemaak het;
- (b) deposito's neem in 'n ander staat wat 'n party by 'n ooreenkoms is waarby aangeleenthede in verband met 'n gemeenskaplike monetêre gebied waarvan die Republiek deel uitmaak, gereel word en sodanige deposito's aanwend vir die toestaan van voorskotte in sodanige staat.

(3) 'n Bouvereniging dryf sy besigheid bedoel in subartikels (1) en (2) behoudens die bepalings van hierdie Wet en die voor-skrifte wat van tyd tot tyd deur die Registrateur uitgereik word.

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*Depositos***Soorte deposito's.**

54. (1) 'n Deposito wat 'n bouvereniging kragtens artikel 53 aanneem, moet—

- (a) 'n deposito in 'n spaarrekening;
- (b) 'n deposito in 'n transmissierekening; of
- (c) 'n vaste deposito,

wees.

(2) Subartikel (1) raak nie die werf van fondse deur 'n bouvereniging by wyse van geldleningtransaksies of die uitreiking van skuldbriewe nie.

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Verbod op opening van tjekrekenings.

55. (1) Geen bouvereniging open 'n rekening op naam van 'n deposant waaruit geld deur die deposant per tjek of wissel ont-trek of betaal kan word nie.

(2) Subartikel (1) raak nie 'n betaling per tjek uit 'n spaarrekening of transmissierekening ooreenkomstig die opdrag van die deposant nie.

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Neem van deposito's deur voorlopig geregistreerde bouverenigings.

56. 'n Bouvereniging wat voorlopig geregistreer is, neem nie deposito's van die publiek aan alvorens hy aan die Registrateur bewys voorgelê het dat hy aan die bepalings van artikel 77 vol-doен nie.

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Opening van spaarrekenings ten behoeve van deposante.

57. (1) 'n Bouvereniging kan 'n spaarrekening ten behoeve van 'n deposant open waarin die deposant geld kan stort en waaruit hy geld kan onttrek of na enige ander rekening wat hy, sy eggenote of 'n afhanklike van hom by die bouvereniging hou, kan oorplaas, behoudens die voorwaardes van toepassing op daardie spaarrekening.

(2) Die voorwaardes waarop 'n spaarrekening gehou word, word behoudens die bepalings van hierdie Wet deur die bouvereniging bepaal, en sodanige voorwaardes kan voorwaardes insluit wat—

- (a) 'n perk plaas op die maksimum kredietsaldo wat behoudens artikel 60 in die rekening toegelaat word;
- (b) die onttrekking of oorplasing uit die rekening van enige bedrag, of van 'n bedrag wat 'n vasgestelde perk oorskry, verbied andersins as, behalwe met die instemming van die bouvereniging, by verstryking van 'n vasge-

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upon production to him by the building society concerned of the relevant bond or title deed and a copy of the relevant order of the court or approval, without payment of transfer or stamp duty or registration fees or charges, make such endorsements upon such bond or title deed and such entries in his registers as are necessary to effect the relevant transfer.

CHAPTER IV

DEPOSITS AND ADVANCES

53. (1) The main business of a building society shall consist of accepting deposits and granting advances in the Republic.

Main business of building societies.

(2) A building society may with the approval of the Minister in writing—

- (a) accept deposits and grant advances in the territory of South West Africa and in any state the territory of which formerly formed part of the Republic;
- (b) accept deposits in any other state which is a party to an agreement regulating matters in connection with a common monetary area of which the Republic is part and apply such deposits for the granting of advances in such state.

(3) A building society shall carry on its business referred to in subsections (1) and (2) subject to the provisions of this Act and such directives as may from time to time be issued by the Registrar.

25 *Deposits*

54. (1) A deposit which a building society may accept under section 53 shall be—

Kinds of deposits.

- (a) a deposit in a savings account;
- (b) a deposit in a transmission account; or
- (c) a fixed deposit.

(2) Subsection (1) shall not affect the raising of funds by a building society by way of money lending transactions or the issue of debentures.

55. (1) No building society shall open any account in the name of a depositor from which the depositor may withdraw or pay money by cheque or bill.

Opening of cheque accounts prohibited.

(2) Subsection (1) shall not affect a payment by cheque from a savings or transmission account in accordance with the instructions of the depositor.

56. A building society registered provisionally shall not accept any deposits from the public until it has furnished proof to the Registrar that it complies with the provisions of section 77.

Acceptance of deposits by provisionally registered building societies.

57. (1) A building society may open a savings account on behalf of a depositor into which the depositor may deposit money and from which he may withdraw money or transfer money to any other account which he, his spouse or a dependant of his maintains with the building society, subject to the conditions applicable to such savings account.

Opening of savings accounts on behalf of depositors.

(2) The conditions on which a savings account is kept shall subject to the provisions of this Act be determined by the building society, and such conditions may include conditions—

- (a) imposing subject to section 60 a limit on the maximum credit balance permitted in the account;
- (b) prohibiting the withdrawal or transfer from the account of any amount, or of an amount exceeding a fixed limit, otherwise than, except with the building society's con-

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stelde tydperk van kennisgewing aan die bouvereniging; en

- (c) die koers bepaal waarteen rente op die kredietsaldo in die rekening bereken moet word, asook die grondslag van die berekening en of sodanige rentekoers of grondslag van renteberekening van tyd tot tyd deur die bouvereniging sonder toestemming van die deposant verander kan word.

(3) Verskillende voorwaardes kan ten opsigte van verskillende soorte spaarrekenings bepaal word. 10

Bekendmaking van voorwaardes van toepassing op spaarrekenings.

58. 'n Bouvereniging—

- (a) moet 'n deposant by die opening van 'n spaarrekening in sy naam skriftelik verwittig van die voorwaardes wat op die spaarrekening van toepassing is;
- (b) mag nie teenoor so 'n deposant of teenoor die publiek in die algemeen voorgee nie dat hy te alle tye toestemming sal verleen tot die onttrekking of oorplasing van bedrae uit 'n spaarrekening op 'n korter tydperk van kennisgewing as 'n tydperk wat vermeld mag wees in die voorwaardes wat op die spaarrekening van toepassing is. 20

Opening van spaarrekenings ten behoeve van maatskappye.

59. Geen bouvereniging open 'n spaarrekening ten behoeve van 'n maatskappy wat nie 'n maatskappy bedoel in artikel 21 van die Maatskappypewet is nie, behalwe—

- (a) op voorwaarde dat hoogstens een onttrekking per 25 maand gedoen mag word en dat elke deposito of onttrekking minstens die voorgeskrewe bedrag moet bedra; of
- (b) waar dit by 'n ander wet geoorloof of gebied word.

60. (1) 'n Bouvereniging laat geen persoon toe om by hom op 30 spaarrekening 'n kredietsaldo van meer as 'n voorgeskrewe bedrag te hê nie.

(2) Die bepalings van subartikel (1)—

- (a) belet nie 'n bouvereniging om 'n spaarrekening met rente wat verdien word op die bedrag in daardie spaarrekening te krediteer nie; en
- (b) is nie van toepassing op 'n spaarrekening ingevolge die Staatsondersteunde Huisseienaarsbesparingskema vermeld in artikel 10 (1) (i) (xiiA) van die Inkomstebelastingwet, 1962 (Wet No. 58 van 1962), nie. 40

(3) Wanneer die perk in subartikel (1) bedoel, oorskry word as gevolg van enige optrede kragtens Hoofstuk XII van die Maatskappypewet waarby twee of meer bouverenigings betrokke is, is die deposant nie gebind om sy kredietsaldo op spaarrekening op grond van die bepalings van genoemde subartikel tot die 45 toegelate perk te verminder nie, maar die spaarrekening mag met geen verdere bedrag, behalwe die rente bedoel in subartikel (2) (a), gekrediteer word nie solank dit 'n kredietsaldo toon wat daardie perk oorskry, en, indien sodanige kredietsaldo te eniger tyd benede daardie perk daal, is daardie perk op die spaarrekening van toepassing. 50

(4) Indien 'n trustee afsonderlike spaarrekenings vir verskillende trusts open, is elke trust invididueel onderworpe aan die perk in subartikel (1) bedoel.

Opening van transmissierekenings ten behoeve van deposante.

61. (1) 'n Bouvereniging kan 'n transmissierekening ten behoeve van 'n deposant open waarin die deposant geld kan stort en waaruit die bouvereniging ooreenkomsdig die opdrag van die deposant 'n betaling op aanvraag aan die deposant of 'n ander persoon kan doen of 'n bedrag na 'n ander rekening kan oordra behoudens die voorwaardes van toepassing op transmissierekenings. 55

(2) Die voorwaardes waarop transmissierekenings gehou word, word behoudens die bepalings van hierdie Wet deur die bouvereniging bepaal, en sodanige voorwaardes kan voorwaardes insluit wat bepaal of rente op 'n kredietsaldo in die rekening betaalbaar is, die koers waarteen enige sodanige rente 60 65

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- sent, upon the expiry of a fixed period of notice to the building society; and
- (c) determining the rate at which interest on the credit balance in the account shall be calculated, the basis of such calculation and whether any such rate of interest or basis of calculating interest may from time to time be altered by the building society without the consent of the depositor.
- (3) Different conditions may be determined in respect of different kinds of savings accounts.

- 58. A building society—**
- (a) shall inform a depositor in writing, when opening a savings account in his name, of the conditions applicable to such savings account;
- (b) shall not give out to any such depositor or to the public in general that it will at all times consent to the withdrawal or transfer of amounts from a savings account upon a shorter period of notice than any period which may be specified in the conditions applicable to the savings account.

Disclosure of conditions applicable to savings accounts.

- 59. No building society shall open a savings account on behalf of a company which is not a company referred to in section 21 of the Companies Act, except—**
- (a) on condition that not more than one withdrawal shall be made per month and that each deposit or withdrawal shall amount to at least the prescribed amount; or
- (b) where permitted or directed by any other law.

Opening of savings accounts on behalf of companies.

- 60. (1)** A building society shall not allow any person to have with it a credit balance on savings account in excess of a prescribed amount.

Maximum credit balance on savings account.

- (2) The provisions of subsection (1) shall not—
- (a) prevent a building society from crediting to a savings account interest earned on the amount in that savings account; and
- (b) apply to a savings account in terms of the State-Aided Home-Ownership Savings Scheme mentioned in section 10 (1) (i) (xiiA) of the Income Tax Act, 1962 (Act No. 58 of 1962).

- (3) Whenever the limit referred to in subsection (1) is exceeded as a result of any action under Chapter XII of the Companies Act in which two or more building societies are involved, the depositor shall not be bound by reason of the provisions of the said subsection to reduce his credit balance on savings account to the permitted limit, but the savings account shall not be credited with any further amount, other than interest referred to in subsection (2) (a), as long as it shows a credit balance exceeding that limit, and, if such credit balance is at any time reduced to below that limit, that limit shall then become applicable to such savings account.

- (4) If a trustee opens savings accounts for different trusts, each trust shall individually be subject to the limit referred to in subsection (1).

- 61. (1)** A building society may open a transmission account on behalf of a depositor into which the depositor may deposit money and from which the building society may in accordance with the instructions of the depositor make a payment on demand to the depositor or any other person or transfer an amount to any other account, subject to the conditions applicable to transmission accounts.

Opening of transmission accounts on behalf of depositors.

- (2) The conditions on which transmission accounts are kept shall, subject to the provisions of this Act, be determined by the building society, and such conditions may include conditions determining whether interest shall be payable on a credit balance in the account, the rate at which any such interest shall be calcu-

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Bekendmaking van voorwaardes van toepassing op transmissierekenings.

Neem van vaste deposito's.

Bekendmaking van voorwaardes van toepassing op vaste deposito's.

Neem van vaste deposito's vir termyne korter as 12 maande.

Terugbetaling van vaste deposito's.

bereken moet word, die grondslag van die berekening en of so 'n rentekoers of grondslag van renteberekening van tyd tot tyd deur die bouvereniging sonder toestemming van die deposant verander kan word.

(3) Geen bouvereniging mag vereis dat 'n vasgestelde minimum bedrag in 'n transmissierekening by die opening daarvan gestort of in die rekening terwyl daarop gewerk word in stand gehou moet word nie: Met dien verstande dat hierdie subartikel nie 'n bouvereniging belet om 'n transmissierekening waarin daar geen fondse is nie te sluit nie. 5 10

62. 'n Bouvereniging moet 'n deposant by die opening van 'n transmissierekening in sy naam skriftelik verwittig van die voorwaardes wat op transmissierekenings deur daardie bouvereniging gehou, van toepassing is.

63. (1) Vaste deposito's wat 'n bouvereniging van deposante kan aanneem, moet— 15

- (a) deposito's wees waarvan die termyn vooraf deur die bouvereniging vasgestel word en wat verval by verloop van sodanige vasgestelde termyn; of
- (b) deposito's wees (met of sonder 'n voorafvasgestelde termyn) wat verval by verloop van dié tydperk van kennisgewing aan die bouvereniging wat vooraf deur die bouvereniging vasgestel word.

(2) Die voorwaardes waarop 'n bouvereniging vaste deposito's aanneem, word behoudens die bepalings van hierdie Wet deur 25 die bouvereniging bepaal, en sodanige voorwaardes kan voorwaardes insluit wat bepaal—

- (a) die koers waarteen rente op die vaste deposito tot die vervaldatum daarvan bereken moet word en die grondslag van die berekening; en 30
- (b) of die vaste deposito 'n verhandelbare vaste deposito is, of nie.

(3) Verskillende termyne of tydperke van kennisgewing in subartikel (1) bedoel en verskillende voorwaardes kan ten opsigte van verskillende soorte vaste deposito's vasgestel of bepaal 35 word.

64. Wanneer 'n deposant 'n bedrag as 'n vaste deposito by 'n bouvereniging belê, moet die bouvereniging hom skriftelik verwittig van die termyn, rentekoers en ander voorwaardes wat op die vaste deposito van toepassing is. 40

65. 'n Bouvereniging wat vaste deposito's vir termyne korter as 12 maande neem, moet sy transaksies in die neem van sodanige deposito's op so 'n wyse reël dat die totale bedrag in die vorm van sodanige deposito's by hom belê op geen tydstip gedurende 'n kwartaal meer bedra nie as vyf persent van sy verpligtings soos op die laaste besigheidsdag van die vorige kwartaal of, indien die opgawe ingevolge artikel 85 (1) (c) nog nie op daardie betrokke tydstip ten opsigte van bedoelde vorige kwartaal volgens voorskrif van artikel 97 gesertificeer is nie, soos op die laaste besigheidsdag van die voorlaaste kwartaal. 45 50

66. (1) Behoudens artikel 28 moet 'n bouvereniging 'n vaste deposito op die vervaldatum daarvan terugbetaal en nie eerder nie.

(2) 'n Vaste deposito of 'n deel daarvan is nie ooreenkomsdig subartikel (1) op die vervaldatum terugbetaalbaar nie waar die 55 deposant die bouvereniging voor die vervaldatum skriftelike opdrag gegee het dat die bedrag van sodanige vaste deposito of deel daarvan, na gelang van die geval, by die bouvereniging herbelê moet word.

(3) Ondanks subartikel (1) kan 'n bouvereniging na goed-dunke 'n vaste deposito voor die vervaldatum terugbetaal indien— 60

- (a) die vaste deposito deel uitmaak van die bates in 'n insolvente of bestorwe boedel;
- (b) die deposant onder kuratele geplaas word;

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lated, the basis of such calculation and whether any such rate of interest or basis of calculating interest may from time to time be altered by the building society without the consent of the depositor.

5 10 (3) No building society shall require a fixed minimum amount to be deposited into a transmission account when opening such account or to be maintained in the account while being operated on: Provided that this subsection shall not prevent a building society from closing a transmission account when there are no funds in the account.

62. A building society shall inform a depositor in writing when opening a transmission account in his name of the conditions applicable to transmission accounts kept by that building society. Disclosure of conditions applicable to transmission accounts.

63. (1) Fixed deposits which a building society may accept 15 from depositors shall be—

- (a) deposits of which the term is previously fixed by the building society and which mature upon expiry of such fixed term; or
- 20 (b) deposits (with or without a previously fixed term) which mature upon expiry of such period of notice to the building society as is previously fixed by the building society.

(2) The conditions on which a building society may accept fixed deposits shall, subject to the provisions of this Act, be determined by the building society, and such conditions may include conditions determining—

- (a) the rate at which interest on the fixed deposit up to the date of maturity thereof shall be calculated and the basis of such calculation; and
- 30 (b) whether or not the fixed deposit shall be a negotiable fixed deposit.

(3) Different terms or periods of notice referred to in subsection (1) and different conditions may be fixed or determined in respect of different kinds of fixed deposits.

35 64. Whenever any depositor invests an amount as a fixed deposit with a building society, the building society shall inform him in writing of the term, interest rate and other conditions applicable to such fixed deposit.

Disclosure of conditions applicable to fixed deposits.

65. A building society accepting fixed deposits for periods 40 shorter than 12 months shall manage its transactions in accepting such deposits in such a way that the total amount invested with it in the form of such deposits does not at any time during any quarter exceed five per cent of its liabilities as at the last business day of the preceding quarter or, if the return in terms of 45 section 85 (1) (c) has not yet at that particular time been certified as required by section 97 in respect of the said preceding quarter, as at the last business day of the penultimate quarter.

Acceptance of fixed deposits for periods shorter than 12 months.

66. (1) Subject to section 28 a building society shall repay a fixed deposit on the date of maturity thereof and not earlier.

50 (2) A fixed deposit or any portion thereof shall not be repayable in accordance with subsection (1) on the maturity date where the depositor has instructed the building society in writing before that date to reinvest the amount of the fixed deposit or any portion thereof, as the case may be, with the building 55 society.

Repayment of fixed deposits.

(3) Notwithstanding subsection (1) a building society may at its discretion repay a fixed deposit before the maturity date if—

- (a) the fixed deposit forms part of the assets in an insolvent or a deceased estate;
- 60 (b) the depositor is placed under curatorship;

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- (c) die depositant onder geregtelike bestuur geplaas of geklikwider word;
- (d) die vaste deposito deur 'n pensioenfonds benodig word om uitgestelde pensioenbetalings te doen;
- (e) die vaste deposito as kollaterale sekerheid vir 'n verbandlening aan hom of 'n ander bouvereniging of 'n onderlinge bouvereniging gesedeer is;
- (f) die vaste deposito vir 'n termyn van langer as 12 maande belê is, minstens 12 maande van daardie termyn verstrekke is en die depositant die bouvereniging minstens 30 dae kennis van opvraging gegee het; of
- (g) die Registrateur die bouvereniging in die algemeen of in 'n bepaalde geval gemagtig het om die vaste deposito terug te betaal.

Voorskotte

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Soorte voorskotte.

67. 'n Voorskot wat 'n bouvereniging kragtens artikel 53 kan toestaan, moet—

- (a) 'n behuisingsvoorskot;
- (b) 'n besigheidsvoorskot; of
- (c) 'n algemene voorskot,

wees.

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Verbot op sekere voorskotte en toestemmings.

68. (1) 'n Bouvereniging skiet nie aan 'n persoon geld voor nie teen sekerheid van—

- (a) 'n verband oor vaste eiendom of oor 'n reg op vaste eiendom wat nie stedelike vaste eiendom of 'n reg op stedelike vaste eiendom is nie;
- (b) 'n tweede of latere verband oor stedelike vaste eiendom of oor 'n reg op stedelike vaste eiendom tensy die eerste verband of alle verbande, na gelang van die geval, oor daardie eiendom of reg wat voorkeur bo daar die tweede of latere verband geniet, ten gunste van die bouvereniging is;
- (c) 'n verband oor stedelike vaste eiendom of oor 'n reg op stedelike vaste eiendom wat *pari passu* gelykregtig is met 'n verband ten gunste van 'n ander persoon oor dieselfde eiendom of reg;
- (d) 'n verband oor stedelike vaste eiendom wat vir nywerheidsdoeleindes gebruik word of bestem is of oor 'n reg op stedelike vaste eiendom watter eiendom vir nywerheidsdoeleindes gebruik word of bestem is;
- (e) 'n verband oor 'n reg op stedelike vaste eiendom indien daardie reg 'n huur, of ander reg van okkupasie of gebruik, van die eiendom is—

- (i) waarvan die oorblywende termyn minder as 20 jaar is; of

- (ii) wat nie na keuse van die huurder, okkuperdeer of gebruiker hernieubaar is vir 'n tydperk van, of vir aaneenlopende tydperke van gesamentlik, minstens 20 jaar nie;

- (f) sy eie aandele; of

- (g) 'n vaste deposito wat daardie persoon by hom belê het tensy die koers van die rente betaalbaar op die voorskot minstens een persent hoër is as die koers van die rente wat op die vaste deposito betaalbaar is.

(2) 'n Bouvereniging verleen nie toestemming vir die registrasie ten gunste van 'n ander persoon van 'n verband oor 'n eiendom of oor 'n reg op eiendom wat *pari passu* gelykregtig sal wees met 'n verband wat hy oor die eiendom of reg hou nie.

Minimum omvang van transaksies in behuisingsvoorskotte.

69. (1) (a) 'n Bouvereniging moet ten opsigte van elke kwartaal 'n bedrag ooreenkomsdig subartikel (2) bepaal en daardie bedrag gedurende daardie kwartaal aanwend of beskikbaar hou vir behuisingsvoorskotte aan lede van die publiek.

(b) Paragraaf (a) word nie so uitgelê dat 'n bouvereniging gebind word om gedurende 'n bepaalde kwartaal die hele of enige gedeelte van die bedrag wat ingevolge

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- (c) the depositor is placed under judicial management or is wound up;
- (d) the fixed deposit is required to effect deferred pension payments;
- 5 (e) the fixed deposit is ceded to it or another building society or a mutual building society as collateral security for a mortgage loan;
- (f) the fixed deposit was invested for a period of more than 12 months, at least 12 months of that period have expired and the depositor has given the building society at least 30 days' notice of withdrawal; or
- 10 (g) the Registrar has authorized the building society, either in general or in any particular case, to repay such fixed deposit.

15 *Advances*

67. An advance which a building society may grant under section 53 shall be—

- (a) a housing advance;
- (b) a business advance; or
- 20 (c) a general advance.

Kinds of advances.

68. (1) A building society shall not advance money to any person against security of—

- (a) a mortgage bond on immovable property or on any right to immovable property which is not urban immovable property or a right to urban immovable property;
- 25 (b) a second or subsequent mortgage on urban immovable property or on a right to urban immovable property unless the first mortgage or all mortgages, as the case may be, on such property or right ranking prior to that mortgage, is or are in favour of the building society;
- 30 (c) a mortgage on urban immovable property or on any right to urban immovable property ranking *pari passu* with a mortgage in favour of another person on the same property or right;
- 35 (d) a mortgage on urban immovable property used or intended for industrial purposes or on any right to urban immovable property which property is used or intended for industrial purposes;
- 40 (e) a mortgage on a right to urban immovable property if that right is a lease of, or other right to occupy or use, the property—
- (i) having a remaining term of less than 20 years; or
 - (ii) which is not at the discretion of the lessee, occupier or user renewable for a period of, or for continuous periods totalling, at least 20 years;
- 45 (f) its own shares; or
- (g) any fixed deposit which that person has invested with it unless the rate of interest payable on the advance is at least one per cent higher than the rate of interest payable on the fixed deposit.

Certain advances and consents prohibited.

50 (2) A building society shall not consent to the registration in favour of any other person of a mortgage on any property or on a right to property which will rank *pari passu* with a mortgage held by it on that property or right.

55 **69.** (1) (a) A building society shall in respect of each quarter determine an amount in accordance with subsection (2) and shall during that quarter apply or hold available that amount for housing advances to members of the public.

60 (b) Paragraph (a) shall not be construed so as to bind a building society to apply during any particular quarter for housing advances the whole or any portion of the

Minimum extent of transactions in housing advances.

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daardie paragraaf ten opsigte van daardie kwartaal bepaal is, vir behuisingsvoorskotte aan te wend nie, en so 'n bedrag of enige deel daarvan kan deur die bouvereniging belê word op 'n wyse wat nie die beskikbaarheid daarvan vir behuisingsvoorskotte onmoontlik maak nie.

(2) Die bedrag wat 'n bouvereniging ingevolge subartikel (1) ten opsigte van die een of ander bepaalde kwartaal bepaal, mag nie minder bedra nie as 'n bedrag wat, saam met die totale bedrag aan hom soos op die laaste besigheidsdag van die vorige kwartaal ten opsigte van behuisingsvoorskotte verskuldig, gelykstaan met 80 persent van sy bedryfskapitaal soos op genoemde laaste besigheidsdag van bedoelde kwartaal.

(3) By die toepassing van hierdie artikel word "behuisingsvoorskot" geag in te sluit enige voorskot of lening deur 'n bouvereniging toegestaan teen die sessie aan hom, as sekerheid vir daardie voorskot of lening, van 'n aandeel in 'n aandeblokmaatskappy soos omskryf in artikel 1 van die Wet op die Beheer van Aandeleblokke, 1980 (Wet No. 59 van 1980), en van 'n reg of belang verleent deur 'n gebruiksooreenkoms soos in daardie Wet omskryf.

(4) Indien die Minister van oordeel is dat 'n billike gedeelte van die bedrag wat 'n bouvereniging ingevolge subartikel (1) vir behuisingsvoorskotte aan lede van die publiek moet aanwend of beskikbaar moet hou, nie aangewend of beskikbaar gehou word vir lede van die publiek wat onder 'n voorgeskrewe inkomstegroep val nie, kan hy by regulasie van bouverenigings vereis om die gedeelte wat voorgeskryf word van die bedrag bedoel in genoemde subartikel (1) uitsluitlik aan te wend of beskikbaar te hou vir behuisingsvoorskotte aan lede van die publiek wat onder bedoelde inkomstegroep val.

Maksimum omvang van transaksies in besigheidsvoorskotte.

70. Die bedrag wat 'n bouvereniging gedurende die een of ander bepaalde kwartaal aanwend vir besigheidsvoorskotte aan persone anders as sy geassosieerde, mag, behoudens nakoming van die voorskrifte van artikel 69 (1), nie meer bedra nie as 'n bedrag wat, saam met die totale bedrag deur persone anders as sy geassosieerde aan hom soos op die laaste besigheidsdag van die vorige kwartaal ten opsigte van besigheidsvoorskotte verskuldig, gelykstaan met 20 persent van sy bedryfskapitaal soos op genoemde laaste besigheidsdag van bedoelde kwartaal.

Maksimum omvang van sake in algemene voorskotte.

71. Die bedrag wat 'n bouvereniging gedurende die een of ander bepaalde kwartaal aanwend vir algemene voorskotte aan persone anders as sy geassosieerde, mag, behoudens nakoming van die voorskrifte van artikel 69 (1), nie meer bedra nie as 'n bedrag, wat saam met die totale bedrag deur persone anders as sy geassosieerde aan hom soos op die laaste besigheidsdag van die vorige kwartaal ten opsigte van algemene voorskotte verskuldig, gelykstaan met agt persent van sy bedryfskapitaal soos op genoemde laaste besigheidsdag van bedoelde kwartaal.

Voorskotte ten opsigte van eiendomme verkoop deur geassosieerde.

72. Die bedrag wat 'n bouvereniging gedurende die een of ander boekjaar aanwend vir die toestaan van behuisings- en besigheidsvoorskotte aan lede van die publiek ten opsigte van stedelike vaste eiendom, of regte op sodanige eiendom, wat aan hulle verkoop word deur 'n geassosieerde van die bouvereniging, mag nie meer bedra nie as vyf persent van die totale bedrag wat die bouvereniging gedurende daardie boekjaar vir die toestaan van behuisings- en besigheidsvoorskotte aanwend.

Maksimum bedrag van behuisings- of besigheidsvoorskotte.

73. (1) Tensy kollaterale sekerheid ten gunste van die bouvereniging gestel word, staan 'n bouvereniging nie—
(a) 'n behuisingsvoorskot toe nie van meer as 90 persent, in die geval van 'n verband ingevolge waarvan die kapitaalbedrag wat voorgeskiet is, gedelg moet word deur gereelde paaiemente wat die betaling van rente op die uitstaande bedrag insluit, of van meer as 80 persent, in die geval van enige ander verband; of

(b) 'n besigheidsvoorskot toe nie van meer as 80 persent, van die redelik vasgestelde waarde van die eiendom of reg wat aan die bouvereniging verhipotekeer word.

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amount determined in terms of the said paragraph in respect of that quarter, and any such amount or any portion thereof may be invested by the building society in any manner which does not render the availability thereof for housing advances impossible.

5 (2) The amount determined by a building society in terms of subsection (1) in respect of any particular quarter shall not be less than an amount which, together with the total sum owing to it in respect of housing advances as at the last business day of 10 the preceding quarter, equals 80 per cent of its operating capital as at the said last business day of the said quarter.

(3) For the purposes of this section "housing advances" shall be deemed to include any advance or loan granted by a building society against the cession to it, as security for that advance or 15 loan, of a share in a share block company as defined in section 1 of the Share Blocks Control Act, 1980 (Act No. 59 of 1980), and of any right or interest conferred by a use agreement as defined in that Act.

(4) If the Minister is of the opinion that a fair proportion of 20 the amount which a building society is required in terms of subsection (1) to apply or hold available for housing advances to members of the public, is not being applied for housing advances to members of the public falling under a prescribed income group, he may by regulation require building societies to apply 25 or hold available such proportion as may be prescribed of the amount referred to in the said subsection (1) exclusively for housing advances to members of the public falling under the said income group.

30 70. The amount which a building society applies during any particular quarter for business advances to persons other than its associates, shall, subject to compliance with the requirements of section 69 (1), not exceed an amount which, together with the total sum owing to it by persons other than its associates in respect of business advances as at the last business day of the preceding quarter, equals 20 per cent of its operating capital as at the said last day of the said quarter.

Maximum extent of transactions in business advances.

35 71. The amount which a building society applies during any particular quarter for general advances to persons other than its associates, shall, subject to compliance with the requirements of section 69 (1), not exceed an amount which, together with the total sum owing to it by persons other than its associates in respect of general advances as at the last business day of the preceding quarter, equals eight per cent of its operating capital as at the said last day of the said quarter.

Maximum extent of transactions in general advances.

45 72. The amount which a building society applies during any financial year for the granting of housing and business advances to members of the public in respect of urban immovable property, or rights to such property, sold to them by an associate of the building society, shall not exceed five per cent of the total 50 amount which such building society applies during that financial year for the granting of housing and business advances.

Advances in respect of properties sold by associates.

73. (1) Unless collateral security is furnished in favour of the building society, a building society shall not grant—

55 (a) a housing advance in excess of 90 per cent, in the case of a mortgage which provides for the redemption of the capital amount advanced by regular instalments which include interest on the outstanding amount, or in excess of 80 per cent, in the case of any other mortgage; or

60 (b) a business advance in excess of 80 per cent, of the reasonably established value of the property or right which is mortgaged to the building society.

Maximum amount of housing or business advances.

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(2) Indien stedelike vaste eiendom of 'n reg op stedelike vaste eiendom—

(a) wat voorheen aan 'n bouvereniging by wyse van 'n verband verhipotekeer was en deur die bouvereniging verkry is na aanleiding van die verbandgewer se versuim om aan 'n voorwaarde van die verband te voldoen, deur die bouvereniging verkoop word; of

(b) wat aan 'n bouvereniging by wyse van 'n verband verhipotekeer is, in eksekusie of by insolvensie van die verbandgewer of ingevolge magtiging deur die verbandgewer nadat hy versuim het om aan 'n voorwaarde van die verband te voldoen, verkoop word,

kan die bouvereniging ondanks subartikel (1) aan die koper van die eiendom of reg 'n behuisings- of besigheidsvoorskot, afhangende van die gebruik of bestemde gebruik van die betrokke eiendom, toestaan wat meer is as die bedrag bedoel in daardie subartikel maar nie meer is nie as die som van—

(i) die bedrag wat deur die verbandgewer aan die bouvereniging op die verband verskuldig was ten tyde, in 'n geval waar paragraaf (a) van toepassing is, van die verkryging van die eiendom of reg deur die bouvereniging, of, in 'n geval waar paragraaf (b) van toepassing is, van die verkoop van die eiendom of reg; en

(ii) die bedrag deur die bouvereniging bestee ten opsigte van—

(aa) regskoste vir die verhaal van enige geld wat deur bedoelde verbandgewer aan hom verskuldig is of was;

(bb) koste ten opsigte van die registrasie van die eiendom of reg op sy naam; en

(cc) noodsaaklike herstelwerk aan die betrokke eiendom en die aanlê van riolering, elektrisiteit, water of 'n ander diens waartoe hy wettig deur 'n plaaslike owerheid verplig was.

(3) Indien kollaterale sekerheid gestel word, mag 'n bouvereniging nie 'n behuisings- of besigheidsvoorskot toestaan nie wat meer is as die kleinste van—

(a) die redelik vasgestelde waarde van die betrokke eiendom of reg; of

(b) die som van—

(i) die voorskot wat ingevolge paragraaf (a) of (b) van subartikel (1), na gelang van die geval, op die eiendom of reg sonder kollaterale sekerheid toestaan mag word; en

(ii) die waarde van die kollaterale sekerheid wat gestel word.

(4) By die toepassing van subartikel (3) word die waarde van enige kollaterale sekerheid wat gestel word, geneem, indien die kollaterale sekerheid bestaan uit—

(a) kontant wat by die betrokke bouvereniging gedeponeer word, teen die volle bedrag aldus gedeponeer;

(b) 'n deposito by 'n bank of 'n bouvereniging of 'n deposito by of aandele van 'n permanente onderlinge bouvereniging, teen die volle bedrag van die deposito of aandele;

(c) 'n bankwaarborg, 'n garansiepolis soos omskryf in die Versekeringswet, 1943 (Wet No. 27 van 1943), 'n waarborg bedoel in artikel 25 van die Konsolidasiewet op Finansie- en Finansiële Reëlingswette, 1977 (Wet No. 11 van 1977), of enige ander waarborg of borgstelling wat vir die betrokke bouvereniging aanneemlik is, teen die volle gewaarborgde bedrag;

(d) 'n lewenspolis soos omskryf in die Versekeringswet, 1943, teen die afkoopwaarde van die polis;

(e) effekte wat—

(i) op die Johannesburgse Effektebeurs genoteer is en uitgegee is deur—

(aa) die Regering van die Republiek, met inbegrip van aldus genoteerde effekte wat deur die Regering gewaarborg word;

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(2) If urban immovable property or a right to urban immovable property—

- 5 (a) which was previously mortgaged to a building society and which was acquired by the building society owing to the mortgagor's failure to comply with a condition of the mortgage, is sold by the building society; or
- 10 (b) which is mortgaged to a building society, is sold in execution or upon the insolvency of the mortgagor or under any authorization by the mortgagor after he has failed to comply with a condition of the mortgage,

the building society may, notwithstanding subsection (1), grant the buyer of the property or right a housing or business advance, depending on the use or intended use of the property concerned, exceeding the limit referred to in that subsection but not exceeding 15 the sum of—

- 20 (i) the amount owing by the mortgagor to the building society at the time, in a case where paragraph (a) is applicable, of the acquisition of the property or right by the building society, or, in a case where paragraph (b) is applicable, of the sale of the property or right; and
- (ii) the amount expended by the building society in respect of—
 - (aa) legal costs for the recovery of any money owed or owing to it by the said mortgagor;
 - (bb) costs in respect of the registration of the property or right in its name; and
 - (cc) essential repairs to the property concerned and the installation of sewerage, electricity, water or any other service which he was legally required to provide at the instance of a local authority.

(3) If collateral security is furnished a building society shall not grant a housing or business advance which is greater than the lesser of—

- 35 (a) the reasonably established value of the property or right in question; or
- (b) the sum of—
 - (i) the advance which may be granted on the property or right in terms of paragraph (a) or (b) of subsection (1), as the case may be, without collateral security; and
 - (ii) the value of the collateral security furnished.

(4) For the purposes of subsection (3) the value of any collateral security furnished shall be taken, if the collateral security consists of—

- 45 (a) cash which is deposited with the building society concerned, at the full amount so deposited;
- (b) a deposit with any bank or a building society or a deposit with or shares in a permanent mutual building society, at the full amount of the deposit or shares;
- 50 (c) a bank guarantee, a guarantee policy as defined in the Insurance Act, 1943 (Act No. 27 of 1943), a guarantee referred to in section 25 of the Finance and Financial Adjustments Acts Consolidation Act, 1977 (Act No. 11 of 1977), or any other guarantee or suretyship acceptable to the building society concerned, at the full amount guaranteed;
- (d) a life insurance policy as defined in the Insurance Act, 1943, at the surrender value of the policy;
- 55 (e) securities—
 - (i) listed on the Johannesburg Stock Exchange and issued by—
 - (aa) the Government of the Republic, including any securities so listed which are guaranteed by such Government;

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- (bb) 'n instelling, raad of liggaam beoog in artikel 84 (1) (f) van die Wet op Provinciale Bestuur, 1961 (Wet No. 32 van 1961);
- (cc) 'n plaaslike bestuur ingestel kragtens die Wet op Swart Plaaslike Besture, 1982 (Wet No. 102 van 1982);
- (dd) 'n ontwikkelingsraad ingestel kragtens die Wet op die Ontwikkeling van Swart Gemeenskappe, 1984 (Wet No. 4 van 1984);
- (ee) 'n streeksdiensteraad ingestel kragtens die 10 Wet op Streeksdiensterade, 1985 (Wet No. 109 van 1985);
- (ff) die Randwaterraad vermeld in artikel 4 van die Private Wet op die Randwaterraadstatute, 1950 (Wet No. 17 van 1950);
- (gg) Evkom vermeld in artikel 2 van die Elektrisiteitswet, 1958 (Wet No. 40 van 1958);
- (hh) die Land- en Landboubank van Suid-Afrika vermeld in artikel 3 van die Landbankwet, 1944 (Wet No. 13 van 1944); of
- (ii) die Nywerheid-ontwikkelingskorporasie van Suid-Afrika, Beperk, ingestel by artikel 2 van die Nywerheid-ontwikkelingswet, 1940 (Wet No. 22 van 1940), teen 90 persent van die jongste prys waarteen die effekte op daardie Beurs verhandel is; of
- (ii) aldus genoteer is en nie aldus uitgegee is of gewaarborg word nie, teen 75 persent van die jongste prys waarteen die effekte op genoemde Beurs verhandel is; of
- (f) enige ander bate wat vir die betrokke bouvereniging aanneemlik is, teen 75 persent van die redelik vasgestelde waarde van die bate.
- (5) Afgesien daarvan of 'n bouvereniging rente betaal of nie op enige kontant wat by hom as kollaterale sekerheid gedeponeer is, word so 'n kontantdeposito by die toepassing van hierdie Wet geag 'n vaste deposito te wees.
- (6) By die toepassing van subartikels (1) en (3) word enige bedrae deur 'n bouvereniging uitbetaal ten opsigte van—
- (a) premies op versekeringspolisse bedoel om verdere sekerheid te verskaf vir die terugbetaling van 'n voorskot wat deur die verhipotekering van die betrokke eiendom of reg verseker is;
 - (b) belastings en lisensiegelde ten opsigte van die eiendom of reg;
 - (c) die instandhouding of herstel van die eiendom of die eiendom waarop die reg bestaan;
 - (d) die aanlê van riolering op die eiendom of die eiendom waarop die reg bestaan;
 - (e) die voorsiening van elektrisiteit of water op die eiendom of die eiendom waarop die reg bestaan;
 - (f) die koste aangegaan om die eiendom van huurbesit in eiendomsbesit te omskep; of
 - (g) regskoste deur die bouvereniging aangegaan ten opsigte van geregtelike proses deur hom ingestel teen die lener, en ook teen die verbandgewer indien die lener nie die verbandgewer is nie, vir die verhaal van enige gelde verskuldig ingevolge die verband of 'n latere skriftelike ooreenkoms ingevolge die verband as gevolg van 'n versuum van die lener,
- nie beskou as deel van die bedrag wat voorgeskiet is nie, ongeag of die bedrae bedoel in paragrave (a) tot (f) namens die huidige lener of 'n vorige lener uitbetaal is.

Waardasie van stedelike vaste eiendom.

74. (1) Geen behuisings- of besigheidsvoorskot word deur 'n bouvereniging toegestaan nie tensy 'n waardasie van die stedelike vaste eiendom of van die reg op sodanige eiendom ten opsigte waarvan die voorskot toegestaan word, gemaak is deur 'n persoon deur die bouvereniging vir daardie bepaalde waardasie of vir waardasies in die algemeen aangewys.

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- (bb) any institution, council or body contemplated in section 84 (1) (f) of the Provincial Government Act, 1961 (Act No. 32 of 1961);
- (cc) any local authority established under the Black Local Authorities Act, 1982 (Act No. 102 of 1982);
- (dd) any development board established under the Black Communities Development Act, 1984 (Act No. 4 of 1984);
- (ee) any regional service council established under the Regional Services Councils Act, 1985 (Act No. 109 of 1985);
- (ff) the Rand Water Board mentioned in section 4 of the Rand Water Board Statutes (Private) Act, 1950 (Act No. 17 of 1950);
- (gg) Escom mentioned in section 2 of the Electricity Act, 1958 (Act No. 40 of 1958);
- (hh) the Land and Agricultural Bank of South Africa mentioned in section 3 of the Land Bank Act, 1944 (Act No. 13 of 1944); or
- (ii) the Industrial Development Corporation of South Africa, Limited, established by section 2 of the Industrial Development Act, 1940 (Act No. 22 of 1940),
- 25 at 90 per cent of the last price at which the securities were traded on that Stock Exchange; or
- (ii) so listed and not so issued or guaranteed, at 75 per cent of the last price at which the securities were traded on the said Stock Exchange; or
- 30 (f) any other asset acceptable to the building society concerned, at 75 per cent of the reasonably established value of the asset.
- (5) Whether or not a building society pays interest on any cash deposited with it as collateral security, such cash deposit shall 35 for the purposes of this Act be deemed to be a fixed deposit.
- (6) For the purposes of subsections (1) and (3) any amounts disbursed by a building society in respect of—
- (a) premiums on insurance policies designed to provide further security for the repayment of an advance secured by the mortgage of the property or right concerned;
- 40 (b) rates, taxes and licence fees in respect of the property or right;
- (c) the maintenance or repair of the property or the property to which the right is attached;
- (d) the installation of sewerage on the property or the property to which the right is attached;
- 45 (e) the provision of electricity or water on the property or the property to which the right is attached;
- (f) the cost incurred in converting the property from leasehold to freehold; or
- (g) legal costs incurred by the building society in respect of legal proceedings instituted by it against the borrower, and also against the mortgagor if the borrower is not the mortgagor, for the recovery of any moneys due under the mortgage bond or any subsequent written agreement under the mortgage bond resulting from default on the part of such borrower,
- 55 shall not be reckoned as part of the amount advanced, irrespective of whether the amounts referred to in paragraphs (a) to (f) were disbursed on behalf of the present borrower or any previous borrower.

74. (1) No housing or business advance shall be granted by a building society unless a valuation of the urban immovable property or of the right to such property in respect of which the advance is granted was performed by a person designated by the building society for that particular valuation or for valuations in general.

Valuation of urban immovable property.

(2) Elke waardasie moet—

- (a) op 'n persoonlike inspeksie gegrond word, tensy die waardasie betrekking het op onbeboude grond waarvan die waardeerdeer persoonlik vertrou is; en
- (b) op die voorgeskrewe vorm aangeteken word, watter 5 vorm deur die waardeerdeer onderteken moet word.

(3) Geen persoon maak 'n waardasie ingevolge subartikel (1) nie indien hy—

- (a) 'n regstreekse of onregstreekse geldelike belang, behalwe die betaling van gelde vir professionele regsdienste deur hom gelewer, by die toestaan van die voorskot het; of
- (b) binne die derde graad van bloed- of aanverwantskap verwant is aan 'n persoon wat so 'n belang het.

Verhaal van sekere geldie wat nie deur Wet 73 van 1968 veroorloof word nie.

75. Benewens die bedrae waarvoor 'n bouvereniging kragtens artikel 5 van die Wet op Beperking en Bekendmaking van Finansieringskoste, 1968 (Wet No. 73 van 1968), geregtig is om vonnis te verkry of wat hy geregtig is om daarkragtens te verhaal, kan hy, kragtens 'n verband oor stedelike vaste eiendom of oor 'n reg op sodanige eiendom, of kragtens 'n latere skriftelike ooreenkoms kragtens die verband, vonnis verkry vir die volgende bedrae of dit verhaal, naamlik—

- (a) enige bedrag deur die bouvereniging namens die lener uitbetaal ten opsigte van—
 - (i) die aanlê van riolering op die eiendom of die eiendom waarop die reg bestaan;
 - (ii) die voorsiening van elektrisiteit of water op die eiendom of die eiendom waarop die reg bestaan;
 - (iii) die koste aangegaan om die eiendom van huurbesit in eiendomsbesit te omskep; en
 - (iv) belastings en lisensiegeld ten opsigte van die eiendom of reg;
- (b) rente op enige bedrag in paragraaf (a) bedoel teen 'n koers wat in die verbandakte of 'n latere skriftelike ooreenkoms kragtens die verband bepaal is, maar nie 35 hoér nie as die koers waarteen rente betaalbaar is op die voorskot wat deur die verband verseker is; en
- (c) regskoste deur die bouvereniging aangegaan ten opsigte van geregtelike proses deur hom ingestel teen 'n lener, en ook teen 'n verbandgewer, indien die lener 40 nie die verbandgewer is nie, vir die verhaal van enige gelde verskuldig ingevolge die verband of 'n latere skriftelike ooreenkoms ingevolge die verband as gevolg van 'n versuim aan die kant van die lener.

Effek van sekere onreëlmatige voorskotte.

76. 'n Voorskot wat deur 'n bouvereniging in stryd met 'n bepaling van hierdie Wet aan 'n persoon gegee is, raak nie die geldigheid van die regte en verpligte wat tussen die bouvereniging en so 'n persoon tot stand kom nie.

HOOFSTUK V

FINANSIELE VEREISTES

50

Minimum aandeelkapitaal en onaangetaste reserwes.

77. (1) 'n Bouvereniging moet sy sake so bestuur dat die som van sy uitgereikte aandeelkapitaal en onaangetaste reserwes op geen tydstip gedurende die een of ander kwartaal minder bedra nie as die grootste van—

- (a) R1 000 000; of
 - (b) 4 persent van sy verpligte soos op die laaste besigheidsdag van die vorige kwartaal of, indien die opgawes ingevolge artikel 85 (1) (b) en (c) nog nie op daardie betrokke tydstip ten opsigte van bedoelde vorige kwartaal volgens voorskrif van artikel 97 gesertifiseer is nie, soos op die laaste besigheidsdag van die voorlaaste kwartaal.
- (2) (a) Die som van 'n bouvereniging se uitgereikte aandeelkapitaal en onaangetaste reserwes word vir die doelein-

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- (2) Every valuation shall be—
 (a) based upon a personal inspection, unless the valuation relates to unimproved land with which the valuer is personally acquainted; and
 5 (b) recorded on the prescribed form, which form shall be signed by the valuer.
- (3) No person shall effect a valuation in terms of subsection (1) if he—
 10 (a) has any direct or indirect pecuniary interest, other than the payment of fees for professional legal services rendered by him, in the granting of the advance; or
 (b) is related within the third degree of consanguinity or affinity to any person having any such interest.

75. In addition to the amounts which a building society is entitled to obtain judgment for or recover under section 5 of the Limitation and Disclosure of Finance Charges Act, 1968 (Act No. 73 of 1968), it may, under a mortgage on urban immovable property or on any right to such property, or under any subsequent written agreement under the mortgage, obtain judgment 20 for or recover the following amounts, namely—

- (a) any amount disbursed by the building society on behalf of the borrower in respect of—
 25 (i) the installation of sewerage on the property or the property to which the right is attached;
 (ii) the provision of electricity or water on the property or the property to which the right is attached;
 (iii) the cost incurred in converting such property from leasehold to freehold; and
 30 (iv) rates, taxes and licence fees in respect of the property or right;
 (b) interest on any amount referred to in paragraph (a) at a rate stipulated in the mortgage bond or any subsequent written agreement under the mortgage, but not exceeding the rate at which interest is payable on the advance which is secured by the mortgage; and
 35 (c) legal costs incurred by the building society in respect of legal proceedings instituted by it against a borrower, and also against a mortgagor, if the borrower is not the mortgagor, for the recovery of any moneys due under the mortgage bond or any subsequent written agreement under such bond resulting from default on the part of the said borrower.

76. An advance granted by a building society to any person contrary to a provision of this Act shall not affect the validity of 45 the rights and obligations arising between the building society and any such person.

Recovery of certain moneys not permitted by Act 73 of 1968.

Effect of certain irregular advances.

CHAPTER V

FINANCIAL REQUIREMENTS

77. (1) A building society shall manage its affairs in such a way that the sum of its issued share capital and unimpaired reserves does not at any time during any quarter amount to less than the greater of—

- (a) R1 000 000; or
 55 (b) 4 per cent of its liabilities as at the last business day of the preceding quarter or, if the returns in terms of section 85 (1) (b) and (c) have not yet at that particular time been certified as required by section 97 in respect of the said preceding quarter, as at the last business day of the penultimate quarter.
- 60 (2) (a) The sum of the issued share capital and unimpaired reserves of a building society shall for the purposes of

Minimum share capital and unimpaired reserves.

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- des van subartikel (1) bereken deur van die bedrag daarvan af te trek—
- (i) waardevermindering van bates (uitgesonderd aandeel bedoel in subparagraph (v)) en oninbare of twyfelagtige skulde;
 - (ii) bedryfs- en opgehopte verliese, met inbegrip van opgehopte waardevermindering en oninbare skulde wat nog nie afgeskryf is nie;
 - (iii) oprigtingskoste, koste ten opsigte van organisasie en uitbreiding van besigheid en die aankoop van 'n saak en klandisiewaarde en onderskrywingskommissie;
 - (iv) die waarde van bates wat gedeponeer of verpand is om verpligtigs wat ingevolge 'n ander wetsbepaling aangegaan is, te verseker, waar al die aldus 15 versekerde verpligtigs, met inbegrip van voorwaardelike verpligtigs, nie by die berekening ingesluit is nie en so 'n deponering of verpanding die uitwerking het dat daardie bates nie beskikbaar is vir die nakoming van die bouvereniging se verpligtigs ingevolge hierdie Wet nie; en
 - (v) die waarde van aandele in 'n bank of diskontohuis bereken teen die prys waarteen hulle verkry is.
- (b) 'n Bouvereniging moet ten genoeë van sy ouditeur en die Registrateur voorsiening in sy rekeningkundige rekkords bedoel in artikel 284 van die Maatskappywet maak vir die items genoem in subparagraphe (i) tot (v) van paragraaf (a) van hierdie subartikel en moet die onderskeie bedrae daarvan kwartaalliks bepaal, behalwe die item genoem in subparagraph (i), waarvan die bedrag jaarliks bepaal moet word.
- (3) Die verpligtigs van 'n bouvereniging word vir die doelein-des van paragraaf (b) van subartikel (1) bereken deur van die bedrag daarvan af te trek—
- (a) die bedrag waarmee sy likwiede bates die bedrag wat ingevolge artikel 79 vereis word op die toepaslike laaste besigheidsdag oorskry; en
 - (b) die bedrag wat op die toepaslike laaste besigheidsdag aan hom verskuldig is ten opsigte van algemene voor-skotte deur hom toegestaan teen sekerheid van vaste deposito's wat by hom belê is.

Minimum reserwesaldo.

- 78.** (1) 'n Bouvereniging moet 'n rekening by die Reserwebank open waarin hy van tyd tot tyd minstens die bedrae moet stort ten einde aan subartikel (2) te voldoen en waaruit hy van tyd tot tyd bedrae behoudens daardie subartikel kan ontrek. 45
- (2) Die kredietsaldo in 'n rekening deur 'n bouvereniging ingevolge subartikel (1) geopen, mag op geen tydstip gedurende 'n maand minder bedra nie as 'n bedrag gelykstaande met die som van—
- (a) 8 persent (of die ander persentasie kragtens subartikel 50 (4) vasgestel) van sy korttermynverpligtigs; en
 - (b) 4 persent (of die ander persentasie aldus vasgestel) van sy middeltermynverpligtigs,
- soos op die laaste besigheidsdag van die vorige maand of, indien die opgawe ingevolge artikel 84 nog nie op daardie betrokke tydstip ten opsigte van bedoelde vorige maand volgens voorskrif van artikel 97 gesertifiseer is nie, soos op die laaste besigheidsdag van die voorlaaste maand, min die bedrag wat die bouvereniging in totaal aan Reserwebanknote, pasmunt en goudmunt op die laaste besigheidsdag van bedoelde vorige of voorlaaste maand, na gelang van die geval, voorhande gehad het. 60

- (3) Die korttermyn- en middeltermynverpligtigs van 'n bouvereniging word vir die doelein-des van paragrafe (a) en (b) van subartikel (2) bereken deur van die onderskeie bedrae daarvan af te trek—
- (a) in die geval van korttermynverpligtigs, die bedrae soos op die toepaslike laaste besigheidsdag aan hom verskuldig—

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- subsection (1) be calculated by deducting from the amount thereof—
- (i) depreciation of assets (excluding shares referred to in subparagraph (v)) and bad or doubtful debts;
 - (ii) operating and accumulated losses, including accumulated depreciation and bad debts not yet written off;
 - (iii) establishment costs, costs in respect of organization and extension of business and the purchase of a business and goodwill and underwriting commission;
 - (iv) the value of assets lodged or pledged to secure liabilities incurred under any other law where all the liabilities, including contingent liabilities, so secured are not included in the calculation and any such lodging or pledging has the effect that those assets are not available for the purpose of meeting the liabilities of the building society in terms of this Act; and
 - (v) the value of shares in a bank or discount house taken at the price at which they were acquired.
- (b) A building society shall to the satisfaction of its auditor and the Registrar make provision in its accounting records referred to in section 284 of the Companies Act for the items mentioned in subparagraphs (i) to (v) of paragraph (a) of this subsection and shall determine the respective amounts thereof quarterly, except the item mentioned in subparagraph (i), the amount of which shall be determined annually.
- (3) The liabilities of a building society shall for the purposes of paragraph (b) of subsection (1) be calculated by deducting from the amount thereof—
- (a) the amount by which its liquid assets exceed on the relevant last business day the amount required in terms of section 79; and
 - (b) the amount owing to it on the relevant last business day in respect of general advances granted by it against security of fixed deposits invested with it.

78. (1) A building society shall open an account with the Reserve Bank into which it shall from time to time deposit at least such amounts as may be necessary to comply with subsection (2) and from which it may, subject to that subsection, from time to time withdraw amounts.

Minimum reserve balance.

(2) The credit balance in an account opened by a building society in terms of subsection (1) may at no time during any month amount to less than an amount equal to the sum of—

- (a) 8 per cent (or such other percentage as may be fixed under subsection (4)) of its short-term liabilities; and
 - (b) 4 per cent (or such other percentage as may be so fixed) of its medium-term liabilities,
- as at the last business day of the preceding month or, if the return in terms of section 84 has not yet at that particular time been certified as required by section 97 in respect of the said preceding month, as at the last business day of the penultimate month, less the total amount held by the building society in Reserve Bank notes, subsidiary coin and gold coin as at the last business day of such preceding or penultimate month, as the case may be.

(3) The short-term and medium-term liabilities of a building society shall for the purposes of paragraphs (a) and (b) of subsection (2) be calculated by deducting from the respective amounts thereof—

- (a) in the case of short-term liabilities, the amounts owing to it as at the relevant last business day—

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- (i) ten opsigte van algemene voorskotte deur hom toegestaan teen sekerheid van vaste deposito's by hom belê in soverre so 'n vaste deposito 'n korttermynverpligting vir hom is; of 5
(ii) deur 'n bank, 'n ander bouvereniging of 'n onderlinge bouvereniging in soverre so 'n verskuldigde bedrag 'n korttermynverpligting vir die betrokke bank, ander bouvereniging of onderlinge bouvereniging is; 10
(b) in die geval van middeltermynverpligtings, die bedrae soos op die toepaslike laaste besigheidsdag aan hom verskuldig—
(i) ten opsigte van algemene voorskotte deur hom toegestaan teen sekerheid van vaste deposito's by 15 hom belê in soverre so 'n vaste deposito 'n middeltermynverpligting vir hom is; of
(ii) deur 'n bank, 'n ander bouvereniging of 'n onderlinge bouvereniging in soverre so 'n verskuldigde bedrag 'n middeltermynverpligting vir die betrokke bank, ander bouvereniging of onderlinge bouvereniging is. 20
(4) (a) Wanneer die President van die Reserwebank, met die instemming van die Minister, dit in die nasionale ekonomiese belang wenslik ag, kan hy bepaal dat die in 25 paragrawe (a) en (b) van subartikel (e) vermelde persentasies verhoog of verlaag word.
(b) Wanneer die President van die Reserwebank kragtens paragraaf (a) 'n bepaling gemaak het, stel hy die Registrateur skriftelik daarvan in kennis, en die Registrateur moet so gou doenlik elke bouvereniging skriftelik van die bepaling in kennis stel en die bepaling by kennisgewing in die *Staatskoerant* laat afkondig. 30
(c) So 'n bepaling word van krag op 'n datum vermeld in die kennisgewing waarby die bepaling ingevolge paragraaf (b) in die *Staatskoerant* aangekondig word. 35

Minimum likwiede bates.

- 79.** (1) 'n Bouvereniging moet likwiede bates in die Republiek aanhou wat op geen tydstip gedurende 'n maand in waarde minder bedra nie as 'n bedrag gelykstaande met die som van—
(a) 20 persent van sy korttermynverpligtings; 40
(b) 15 persent van sy middeltermynverpligtings; en
(c) 5 persent van sy langtermynverpligtings,
soos op die laaste besigheidsdag van die vorige maand of, indien die opgawe ingevolge artikel 84 nog nie op daardie betrokke tydstip ten opsigte van bedoelde vorige maand volgens voorskrif 45 van artikel 97 gesertifiseer is nie, soos op die laaste besigheidsdag van die voorlaaste maand.
(2) Die korttermyn-, middeltermyn- en langtermynverpligtings van 'n bouvereniging word vir die doeleindes van paragrawe (a), (b) en (c) van subartikel (1) bereken deur van die onderskeie 50 bedrae daarvan af te trek—
(a) in die geval van korttermynverpligtings, die bedrae soos op die toepaslike laaste besigheidsdag aan hom verskuldig—
(i) ten opsigte van algemene voorskotte deur hom toegestaan teen sekerheid van vaste deposito's by 55 hom belê in soverre so 'n vaste deposito 'n korttermynverpligting vir hom is; of
(ii) deur 'n bank, 'n ander bouvereniging of 'n onderlinge bouvereniging in soverre so 'n verskuldigde 60 bedrag 'n korttermynverpligting vir die betrokke bank, ander bouvereniging of onderlinge bouvereniging is, uitgesonderd, in die geval van 'n bank, onmiddellik opeisbare deposito's by die bank;
(b) in die geval van middeltermynverpligtings, die bedrae 65 soos op die toepaslike laaste besigheidsdag aan hom verskuldig—
(i) ten opsigte van algemene voorskotte deur hom toegestaan teen sekerheid van vaste deposito's by 70 hom belê in soverre so 'n vaste deposito 'n middeltermynverpligting vir hom is; of

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- (i) in respect of general advances granted by it against security of fixed deposits invested with it in so far as any such fixed deposit is a short-term liability for it; or
- 5 (ii) by a bank, another building society or a mutual building society in so far as any such amount owed is a short-term liability for the bank, other building society or mutual building society concerned;
- (b) in the case of medium-term liabilities, the amounts owing to it as at the relevant last business day—
- 10 (i) in respect of general advances granted by it against security of fixed deposits invested with it in so far as any such fixed deposit is a medium-term liability for it; or
- 15 (ii) by a bank, another building society or a mutual building society in so far as any such amount owed is a medium-term liability for the bank, other building society or mutual building society concerned.
- 20 (4) (a) Whenever the Governor of the Reserve Bank, with the consent of the Minister, deems it desirable in the national economic interest, he may determine that the percentages mentioned in paragraph (a) and (b) of subsection (2) shall be increased or decreased.
- 25 (b) Whenever the Governor of the Reserve Bank has made a determination under paragraph (a), he shall inform the Registrar thereof in writing, and the Registrar shall as soon as practical give written notice of the determination to every building society and cause the determination to be published by notice in the *Gazette*.
- 30 (c) Any such determination shall take effect on a date mentioned in the notice whereby the determination in terms of paragraph (b) is promulgated in the *Gazette*.

79. (1) A building society shall hold in the Republic liquid assets to a value which does not at any time during any month amount to less than an amount equal to the sum of—

- (a) 20 per cent of its short-term liabilities;
 (b) 15 per cent of its medium-term liabilities; and
 (c) 5 per cent of its long-term liabilities,

40 as at the last business day of the preceding month or, if the return in terms of section 84 has not yet at that particular time been certified as required by section 97 in respect of the said preceding month, as at the last business day of the penultimate month.

45 (2) The short-term, medium-term and long-term liabilities of a building society shall for the purposes of paragraphs (a), (b) and (c) of subsection (1) be calculated by deducting from the respective amounts thereof—

- 50 (a) in the case of short-term liabilities, the amounts owing to it as at the relevant last business day—
- (i) in respect of general advances granted by it against security of fixed deposits invested with it in so far as any such fixed deposit is a short-term liability for it; or
- 55 (ii) by a bank, another building society or a mutual building society in so far as any such amount owed is a short-term liability for the bank, other building society or mutual building society concerned, excluding, in the case of a bank, deposits with the bank withdrawable on demand;
- 60 (b) in the case of medium-term liabilities, the amounts owing to it as at the relevant last business day—
- (i) in respect of general advances granted by it against security of fixed deposits invested with it in so far as any such fixed deposit is a medium-term liability for it; or

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- (ii) deur 'n bank, 'n ander bouvereniging of 'n onderlinge bouvereniging in soverre so 'n verskuldigde bedrag 'n middeltermynverpligting vir die betrokke bank, ander bouvereniging of onderlinge bouvereniging is;
- (c) in die geval van langtermynverpligtigs, die bedrae soos op die toepaslike laaste besigheidsdag aan hom verskuldig—
- (i) ten opsigte van algemene voorskotte deur hom toegestaan teen sekerheid van vaste deposito's by 10 hom belê in soverre so 'n vaste deposito 'n langtermynverpligting vir hom is; of
 - (ii) deur 'n bank, 'n ander bouvereniging of 'n onderlinge bouvereniging in soverre so 'n verskuldigde bedrag 'n langtermynverpligting vir die betrokke 15 bank, ander bouvereniging of onderlinge bouvereniging is.
- (3) (a) 'n Bouvereniging verpand of beswaar nie enige deel van sy likwiede bates wat hy volgens voorskrif van subartikel (1) aanhou nie.
- (b) Die Registrateur kan, indien hy dit nodig ag op grond van buitengewone omstandighede waarin 'n bouvereniging homself mag bevind, die bouvereniging van die verbod vervat in paragraaf (a) onthef op die voorwaardes en in die mate en vir die tydperk wat hy bepaal.

Handhawing van gedekte posisie.

Versuim of onvermoë om aan sekere bepalings te voldoen.

80. 'n Bouvereniging moet sy sake so bestuur—

- (a) dat die bedrag van sy onversekerde verpligtigs, saam met die bedrag wat sy aandelekapitaal en onaangetaste reserwes ingevolge artikel 77 (1) minstens moet bedra, op geen tydstip die waarde van sy onbeswaarde bates oorskry nie;
- (b) dat die bedrag van sy onversekerde verpligtigs wat in die betaalmiddel van die Republiek betaalbaar is, saam met die bedrag wat sy uitgereikte aandelekapitaal en onaangetaste reserwes ingevolge artikel 77 (1) minstens moet bedra, op geen tydstip die waarde van sy onbeswaarde bates wat in die Republiek geleë of, in die geval van sodanige bates wat uit vorderingsregte bestaan, wat in die betaalmiddel van die Republiek betaalbaar is, oorskry nie.

81. (1) Indien 'n bouvereniging versuim om aan 'n bepaling van artikel 77, 78, 79 of 80 te voldoen of nie in staat is om aan so 'n bepaling te voldoen nie, moet hy sy versuim of onvermoë onverwyd skriftelik aan die Registrateur rapporteer met vermelding van die redes vir sodanige versuim of onvermoë.

(2) Die Registrateur kan sonder meer teen 'n bouvereniging bedoel in subartikel (1) kragtens hierdie Wet optree of, indien hy dit in die omstandighede goedvind, die versuim of onvermoë kondoneer en die bouvereniging 'n geleentheid gee om behoudens die voorwaardes wat die Registrateur bepaal binne 'n bepaalde tydperk aan die betrokke bepaling te voldoen.

(3) Ongeag of enige strafregtelike stappe ingevolge hierdie Wet ten opsigte van 'n versuim of onvermoë in subartikel (1) bedoel teen 'n bouvereniging gedoen is of gedoen kan word, kan die Registrateur behoudens enige kondonasié kragtens subartikel (2) ten opsigte van so 'n versuim of onvermoë verleen, daar die bouvereniging by wyse van 'n skriftelike kennisgewing 'n boete ten opsigte van die versuim of onvermoë oplê—

- (a) in die geval van 'n versuim of onvermoë om aan die voorskrifte van artikel 77, 78 of 79 te voldoen, van hoogstens een tiende van een persent van die bedrag van die tekort; of
 - (b) in die geval van 'n versuim of onvermoë om aan die voorskrifte van artikel 80 te voldoen, van hoogstens een tiende van een persent van die bedrag van die oorskryding,
- vir elke dag waarop die versuim of onvermoë voortduur.

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- 5 (ii) by a bank, another building society or mutual building society in so far as any such amount owed is a medium-term liability for the bank, other building society or mutual building society concerned;
- 10 (c) in the case of long-term liabilities, the amounts owing to it as at the relevant last business day—
 (i) in respect of general advances granted by it against security of fixed deposits invested with it in so far as any such fixed deposit is a long-term liability for it; or
 (ii) by a bank, another building society or mutual building society in so far as any such amount owed is a long-term liability for the bank, other building society or mutual building society concerned.
- 15 (3) (a) A building society shall not pledge or encumber any portion of its liquid assets held by it as required by subsection (1).
- 20 (b) The Registrar may, if he deems it necessary on account of any special circumstances in which a building society may find itself, exempt the building society from the prohibition contained in paragraph (a) on such conditions and to such extent and for such period as he may determine.

- 25 80. A building society shall manage its affairs in such a way—
 (a) that the amount of its unsecured liabilities together with the amount which its share capital and unimpaired reserves shall at least amount to in terms of section 77 (1), does not at any time exceed the value of its unencumbered assets;
 (b) that the amount of its unsecured liabilities payable in the currency of the Republic, together with the amount which its issued share capital and unimpaired reserves shall at least amount to in terms of section 77 (1), does not at any time exceed the value of its unencumbered assets situated in the Republic or, in the case of such assets consisting of claims, payable in the currency of the Republic.

Maintenance of covered position.

- 40 81. (1) If a building society fails to comply with a provision of section 77, 78, 79 or 80 or is unable to comply with any such provision, it shall forthwith report its failure or inability in writing to the Registrar stating the reasons for such failure or inability.

Failure or inability to comply with certain provisions.

- 45 (2) The Registrar may summarily take action under this Act against a building society referred to in subsection (1) or, if he deems it fit under the circumstances, condone the failure or inability and afford the building society an opportunity, subject to such conditions as the Registrar may determine, to comply with the relevant provision within a specified period.

- 50 (3) Irrespective of whether criminal proceedings in terms of this Act have been or may be instituted against a building society in respect of any failure or inability referred to in subsection (1), the Registrar may, subject to any condonation granted under subsection (2), by way of a written notice impose upon that building society in respect of such failure or inability a fine—

- 55 (a) in the case of any failure or inability to comply with the requirements of section 77, 78 or 79, not exceeding one-tenth of one per cent of the amount of the shortfall; or
 (b) in the case of any failure or inability to comply with the requirements of section 80, not exceeding one-tenth of one per cent of the amount of the excess,
 for each day on which such failure or inability continues.

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Beperking op beleggings in vaste eiendom en aandele en op lenings en voorskotte aan sekere filiale.

(4) 'n Boete kragtens subartikel (3) opgelê, moet aan die Registrateur betaal word binne die tydperk in die kennisgewing vermeld, en indien die betrokke bouvereniging versuim om die boete binne die vermelde tydperk te betaal, kan die Registrateur die bedrag van die boete of die gedeelte daarvan wat hy onder die omstandighede regverdig ag, by wyse van 'n siviele aksie in 'n bevoegde hof op die betrokke bouvereniging verhaal. 5

Beperking op beleggings in en lenings en voorskotte aan sekere geassosieerde.

82. (1) 'n Bouvereniging wat geld in onroerende eiendom of aandele belê of aan enige van sy filiale waarvan die hoofdoelstelling die verkryging enhou of ontwikkeling van onroerende eiendom is, geld leen of voorskiet, moet sy transaksies in sodanige beleggings, lenings of voorskotte so reël dat die som van die bedrae— 10

- (a) deur hom in onroerende eiendom belê, bereken teen die boekwaarde daarvan; 15
- (b) deur hom in aandele belê (uitgesonderd voorkeuraandele wat nie in gewone aandele omskepbaar is nie), bereken teen die prys waarteen hulle verkry is; en
- (c) aan hom deur so 'n filiaal verskuldig ten opsigte van 'n lening of voorskot deur hom toegestaan, 20
op geen tydstip die bedrag van sy uitgereikte aandelekapitaal en onaangetaste reserwes oorskry nie.

(2) Stedelike vaste eiendom of 'n reg oor stedelike vaste eiendom wat by wyse van 'n verband aan 'n bouvereniging verhypothekeer was en wat deur die bouvereniging verkry is na aanleiding van die verbandgewer se versuim om aan 'n voorwaarde van die verband te voldoen, word by die toepassing van subartikel (1) (a) vir 'n tydperk van vyf jaar vanaf sodanige verkryging buite rekening gelaat. 25

83. (1) 'n Bouvereniging wat geld in skuldbriewe of voorkeur-aandele van enige van sy geassosieerde, uitgesonderd 'n geassosieerde wat 'n filiaal bedoel in artikel 82 of 'n bank is, belê of wat geld aan so 'n geassosieerde leen of voorskiet, moet sy transaksies in sodanige beleggings, lenings of voorskotte so reël dat die som van die bedrae— 30

- (a) deur hom in skuldbriewe of voorkeuraandele van so 'n geassosieerde belê (uitgesonderd skuldbriewe of voorkeuraandele wat in gewone aandele omskepbaar is), bereken teen die prys waarteen hulle verkry is; en
- (b) aan hom deur so 'n geassosieerde verskuldig ten opsigte van 'n lening of voorskot deur hom toegestaan, 40
op geen tydstip gedurende 'n kwartaal meer bedra nie as vyf persent van sy verpligtings soos op die laaste besigheidsdag van die vorige kwartaal of, indien die opgawe ingevolge artikel 85 (1) (c) nog nie op daardie betrokke tydperk ten opsigte van bedoelde vorige kwartaal volgens voorskrif van artikel 97 gesertificeer is nie, soos op die laaste besigheidsdag van die voorlaaste kwartaal. 45

(2) Die totaal van die bedrae bedoel in paragrawe (a) en (b) van subartikel (1) word vir die doeleindes van daardie subartikel 50 bereken deur daarvan af te trek die bedrag waarmee die som van die betrokke bouvereniging se uitgereikte aandelekapitaal en onaangetaste reserwes die som van die bedrae bedoel in paragrawe (a), (b) en (c) van subartikel (1) van artikel 82 soos op die toepaslike laaste besigheidsdag oorskry. 55

Maandelikse opgawes.

84. 'n Bouvereniging moet binne 21 dae na die laaste besigheidsdag van elke maand 'n opgawe op die voorgeskrewe vorm aan die Registrateur ten opsigte van daardie maand verstrek ten einde die Registrateur in staat te stel om te bepaal of die bouvereniging aan die bepalings van artikels 78 en 79 vol- 60 doen.

Kwartaallikse opgawes.

85. (1) 'n Bouvereniging moet binne 40 dae na die laaste besigheidsdag van elke kwartaal 'n opgawe aan die Registrateur op die voorgeskrewe vorm verstrek waarin vermeld word—

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(4) A fine imposed under subsection (3) shall be paid to the Registrar within such period as may be specified in the notice, and if the building society concerned omits to pay the fine within the specified period the Registrar may by way of civil action in a competent court recover from such building society the amount of the fine or any portion thereof which he may in the circumstances consider justified.

82. (1) A building society investing money in fixed property or shares or lending or advancing money to any of its subsidiaries of which the main object is the acquisition and holding or development of immovable property, shall manage its transactions in such investments, loans or advances in such a way that the sum of the amounts—

- 15 (a) invested by it in immovable property, taken at the book value thereof;
- (b) invested by it in shares (excluding preference shares which are not convertible into ordinary shares), taken at the price at which they were acquired; and
- 20 (c) owing to it by any such subsidiary in respect of a loan or advance granted by it,

does not at any time exceed the amount of its issued share capital and unimpaired reserves.

(2) Urban immovable property or a right to urban immovable property which was mortgaged to a building society and which 25 was acquired by the building society owing to the mortgagor's failure to comply with a condition under the mortgage shall for the purposes of subsection (1) (a) be disregarded for a period of five years from such acquisition.

83. (1) A building society investing money in debentures or preference shares of any of its associates, excluding any associate which is a subsidiary referred to in section 82 or a bank, or lending or advancing money to any such associate, shall manage its transactions in such investments, loans or advances in such a way that the sum of the amounts—

- 35 (a) invested by it in debentures or preference shares of any such associate (excluding debentures or preference shares which are convertible into ordinary shares), taken at the price at which they were acquired; and
- (b) owing to it by any such associate in respect of a loan or 40 advance granted by it,

does not at any time during any quarter exceed five per cent of its liabilities as at the last business day of the preceding quarter or, if the return in terms of section 85 (1) (c) has not yet at that particular time been certified as required by section 97 in respect 45 of the said preceding quarter, as at the last business day of the penultimate quarter.

(2) The sum of the amounts referred to in paragraphs (a) and (b) of subsection (1) shall be calculated for the purposes of the said subsection by deducting therefrom the amount with which 50 the sum of the issued share capital and unimpaired reserves of the building society exceeds the sum of the amounts referred to in paragraphs (a), (b) and (c) of subsection (1) of section 82 as at the relevant last business day.

84. A building society shall within 21 days after the last business day of each month furnish the Registrar with a return on the prescribed form in respect of that month in order to enable the Registrar to determine whether the building society is complying with the provisions of sections 78 and 79.

Restriction on investments in immovable property and shares and on loans and advances to certain subsidiaries.

Restriction on investments in and loans and advances to certain associates.

Monthly returns.

85. (1) A building society shall within 40 days after the last 60 business day of each quarter furnish to the Registrar a return on the prescribed form specifying—

Quarterly returns.

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- (a) ten opsigte van die lopende kwartaal—
 (i) die minimum bedrag wat die bouvereniging ingevolge artikel 69 vir behuisingsvoorskotte moet aanwend of beskikbaar moet hou; en
 (ii) die maksimum bedrae wat die bouvereniging kragtens artikels 70 en 71 vir onderskeidelik besigheidsvoorskotte en algemene voorskotte aan persone anders as sy geassosieerde mag aanwend, en sodanige verdere besonderhede wat nodig mag wees om aan te dui of die bouvereniging aan die bepalings van artikel 77 voldoen;
- (b) die bedrag van die bouvereniging se uitgereikte aandelekapitaal en onaangetaste reserwes soos op die laaste besigheidsdag van daardie kwartaal en sodanige verdere besonderhede wat nodig mag wees om aan te dui of die bouvereniging aan die bepalings van artikel 77 voldoen; en
- (c) die bates en verpligtings van die bouvereniging soos op die laaste besigheidsdag van genoemde kwartaal.
- (2) 'n Bouvereniging moet 'n opgawe in subartikel (1) (c) bedoel wat ten opsigte van enigeen van die kwartale gedurende 'n boekjaar aan die Registrateur verstrek moet word, deur sy oudeur as waar en huis laat sertifiseer, en die Registrateur kan, indien hy dit nodig ag, vereis dat een van die ander opgawes wat ten opsigte van enige van die ander drie kwartale verstrek moet word ook aldus gesertifiseer word.

HOOFTUK VI

OMSKEPPING VAN ONDERLINGE BOUVERENIGINGS

Woordomskrywing.

86. (1) In hierdie Hoofstuk, tensy uit die samehang anders blyk, het 'n woord of uitdrukking waaraan in die Wet op Onderlinge Bouverenigings 'n betekenis geheg is, 'n ooreenstemmende betekenis waar dit met betrekking tot 'n onderlinge bouvereniging gebesig word, en beteken—

- (i) "kwalifiserende belang", met betrekking tot 'n onderlinge bouvereniging wat in 'n bouvereniging beoog in hierdie Wet omskep word, 'n aandeel in so 'n onderlinge bouvereniging uitgereik ingevolge artikel 28 van die Wet op Onderlinge Bouverenigings in soverre die aandeel onmiddellik voor die toepaslike datum opbetaal is ooreenkomsdig die voorwaarde van toepassing op die opbetaaling van die aandeel, maar nie ook 'n aandeel wat deur die onderlinge bouvereniging uitgegee is gedurende die 12 maande (of die korter tydperk deur die onderlinge bouvereniging met die Registrateur se goedkeuring bepaal) wat die toepaslike datum onmiddellik voorafgegaan het in soverre daardie aandeel nie betaal is uit die opbrengs van 'n aandeel in die onderlinge bouvereniging wat gedurende bedoelde tydperk afgelos is nie; (v)
- (ii) "omskepping in 'n bouvereniging" 'n omskepping in 'n publieke maatskappy wat ingevolge artikel 94 (1) geag word as 'n bouvereniging geregistreer te wees; (ii)
- (iii) "omskeppingskema" 'n skema wat die omskepping van 'n onderlinge bouvereniging in 'n bouvereniging beoog in hierdie Wet reguleer en die wedersydse regte en verpligte van die partye by die omskepping beheers, en in die besonder—
- (a) die grondslag, bedinge en voorwaardes waarop die omskepping bewerkstellig word, vermeld;
- (b) voorsiening maak vir die uitreiking van aandele of al die aandele in die publieke maatskappy wat deur die omskepping tot stand kom aan 'n publieke maatskappy (indien enige) wat in die omstandighede vermeld in artikel 91 (1) as 'n heermaatskappy ten opsigte van die bouvereniging geregistreer word;

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- (a) in respect of the current quarter—
 (i) the minimum amount which such building society is required in terms of section 69 to apply or hold available for housing advances; and
 5 (ii) the maximum amounts which such building society is permitted under sections 70 and 71 to apply for business and general advances, respectively, to persons other than its associates,
 10 and such further particulars as may be necessary to indicate whether the building society is complying with the said sections;
 (b) the amount of such building society's issued share capital and unimpaired reserves as at the last business day of that quarter and such further particulars as may be necessary to indicate whether the building society is complying with section 77; and
 15 (c) the assets and liabilities of such building society as at the said last business day of the said quarter.
- (2) A building society shall cause a return referred to in subsection (1) (c) which is to be furnished to the Registrar in respect of any of the quarters during a financial year, to be certified as true and correct by its auditor, and the Registrar may, if he deems it necessary, require that one of the other returns to be furnished in respect of any of the other three quarters also be 25 so certified.

CHAPTER VI

CONVERSION OF MUTUAL BUILDING SOCIETIES

86. (1) In this Chapter, unless the context otherwise indicates, any word or expression to which a meaning has been assigned in 30 the Mutual Building Societies Act has a corresponding meaning where it is used in relation to a mutual building society, and—

Definitions.

- (i) "applicable date", in relation to a conversion of a mutual building society into a building society contemplated in this Act, means the date of such conversion or, if any other date is specified in the conversion scheme relating to such conversion as the applicable date for purposes of such conversion, that other date;
 35 (iv)
- (ii) "conversion into a building society" means a conversion into a public company which is in terms of section 94 (1) deemed to be registered as a building society; (ii)
- (iii) "conversion scheme" means a scheme regulating the conversion of a mutual building society into a building society contemplated in this Act and governing the reciprocal rights and obligations of the parties to the conversion, and in particular—
 40 (a) specifying the basis, terms and conditions on which the conversion is effected;
 (b) providing for the issue of shares or all the shares in the public company established by the conversion to a public company (if any) registered in the circumstances mentioned in section 91 (1) as a control company in respect of the building society; and
 45 (c) providing, subject to subsections (2) and (3), for an offer, either to persons who immediately before the applicable date are holders of a qualifying interest in the mutual building society or to such persons and to members of the public, to take up shares—
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- (c) behoudens subartikels (2) en (3), voorsiening maak vir 'n aanbod of aan persone wat onmiddellik voor die toepaslike datum die houers van 'n kwalifiserende belang in die onderlinge bouvereniging is of aan sodanige persone en aan lede van die publiek, om aandele op te neem—
- (i) indien geen beheermaatskappy bedoel in paragraaf (b) beoog word nie, in die publieke maatskappy wat deur die omskepping tot stand kom; of
 - (ii) indien so 'n beheermaatskappy beoog word, in so 'n beheermaatskappy of in sowel so 'n beheermaatskappy as die maatskappy wat deur die omskepping tot stand kom; (iii)
 - (iv) "toepaslike datum", met betrekking tot 'n omskepping van 'n onderlinge bouvereniging in 'n bouvereniging beoog in hierdie Wet, die datum van die omskepping of, indien 'n ander datum in die omskeppingskema wat op daardie omskepping betrekking het as die toepaslike datum vir die doeleindes van die omskepping vermeld word, daardie ander datum; (i)
 - (v) "Wet op Onderlinge Bouverenigings" die Wet op Onderlinge Bouverenigings, 1965 (Wet No. 24 van 1965).
- (iv)

(2) 'n Persoon wat onmiddellik voor die toepaslike datum, die houer is van 'n kwalifiserende belang in die onderlinge bouvereniging wat in 'n bouvereniging beoog in hierdie Wet omgeskep word, is ondanks 'n andersluidende bepaling nie geregtig op enige aandele beoog in paragraaf (c) (i) of (ii) van die omskrywing van "omskeppingskema" nie indien hy—

- (a) nie in die Republiek woonagtig is nie; of
- (b) 'n regspersoon is wat nie in die Republiek ingelyf is nie.

(3) Aandele beoog in paragraaf (c) (i) of (ii) van die omskrywing van "omskeppingskema" kan aan lede van die publiek aangebied word slegs in die mate waartoe hulle nie opgeneem word deur persone wat onmiddellik voor die toepaslike datum 'n kwalifiserende belang in die betrokke onderlinge bouvereniging hou nie.

Onderlinge bouverenigings kan in bouverenigings beoog in hierdie Wet omgeskep word.

87. (1) 'n Onderlinge bouvereniging wat finaal as 'n permanente vereniging ingevolge die Wet op Onderlinge Bouverenigings geregistreer is en wat sake as 'n bouvereniging beoog in hierdie Wet wil doen, kan met die goedkeuring van die Registrateur en op gesag van 'n spesiale besluit aangeneem op 'n buitengewone algemene vergadering van lede van die onderlinge bouvereniging, ooreenkomsdig die bepalings van hierdie Hoofstuk omgeskep word in so 'n bouvereniging.

(2) 'n Spesiale besluit bedoel in subartikel (1) kan deur 'n onderlinge bouvereniging aangeneem word ondanks die bepalings van sy statute of die Wet op Onderlinge Bouverenigings.

Aansoek om Registrateur se goedkeuring.

88. (1) 'n Onderlinge bouvereniging wat beoog om 'n algemene vergadering van lede te hou vir doeleindes van aanneming van 'n spesiale besluit in artikel 87 bedoel, moet voordat hy so 'n vergadering belê op die voorgeskrewe vorm by die Registrateur om sy goedkeuring in daardie artikel beoog, aansoek doen.

(2) 'n Aansoek in subartikel (1) bedoel, gaan vergesel van die volgende stukke in tweevoud, naamlik—

- (a) 'n verduideliking van die redes vir die voorgestelde omskepping en van die wyse waarop dit voorgestel word om die omskepping te bewerkstellig;
- (b) 'n voorgestelde omskeppingskema;
- (c) 'n voorgestelde akte van oprigting en statute vir die publieke maatskappy wat deur die omskepping tot stand sal kom;
- (d) die akte van oprigting en statute van 'n publieke maatskappy (indien enige) wat beoog om in die omstandighede in artikel 91 (1) vermeld om registrasie as 'n beheermaatskappy ten opsigte van die voorgestelde

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- (i) if no control company referred to in paragraph (b) is contemplated, in the public company established by the conversion; or
 5 (ii) if such a control company is contemplated, in such control company or in both such control company and the company to be established by the conversion; (iii)
 10 (iv) "Mutual Building Societies Act" means the Mutual Building Societies Act, 1965 (Act No. 24 of 1965); (v)
 15 (v) "qualifying interest", in relation to a mutual building society which is converted into a building society contemplated in this Act, means any share in such a mutual building society issued in terms of section 28 of the Mutual Building Societies Act to the extent to which such share immediately before the applicable date is paid up in accordance with the conditions attaching to the paying-up of such share, but excludes any share issued by the mutual building society during the 12 months (or such shorter period as may be determined by the mutual building society with the approval of the Registrar) immediately preceding the applicable date to the extent to which that share has not been paid for out of the proceeds of a share in such society which has been redeemed during the said period. (i)
 20 25 (2) Any person who immediately before the applicable date is the holder of a qualifying interest in the mutual building society which is converted into a building society contemplated in this Act, shall, notwithstanding any provision to the contrary, not be entitled to any shares contemplated in paragraph (c) (i) or (ii) of 30 the definition of "conversion scheme" if he—
 (a) is not resident in the Republic; or
 (b) is a juristic person which has not been incorporated in the Republic.
 35 (3) Shares contemplated in paragraph (c) (i) or (ii) of the definition of "conversion scheme" may be offered to members of the public to the extent only to which they are not taken up by persons holding immediately before the applicable date a qualifying interest in the mutual building society concerned.

87. (1) A mutual building society finally registered as a permanent society in terms of the Mutual Building Societies Act and desirous of carrying on business as a building society contemplated in this Act, may with the approval of the Registrar and under the authority of a special resolution adopted at a special general meeting of members of the mutual building society be 45 converted into such a building society in accordance with the provisions of this Chapter.

(2) A special resolution referred to in subsection (1) may be adopted by a mutual building society notwithstanding the provisions of its rules or the Mutual Building Societies Act.

Mutual building societies may be converted into building societies contemplated in this Act.

50 88. (1) A mutual building society contemplating to hold a general meeting of members for the purpose of adopting a special resolution referred to in section 87, shall before it convenes such a meeting apply to the Registrar on the prescribed form for his approval contemplated in that section.

55 (2) An application referred to in subsection (1) shall be accompanied by the following documents in duplicate, namely—

- (a) an exposition of the reasons for the proposed conversion and of the manner in which it is proposed to effect the conversion;
 60 (b) a proposed conversion scheme;
 (c) a proposed memorandum and articles of association for the public company to be established by the conversion;
 (d) the memorandum and articles of association of any public company (if any) intending to apply for registration as a control company in respect of the proposed building society in the circumstances mentioned in sec-

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bouvereniging aansoek te doen of, indien so 'n maatskappy nog opgerig moet word, 'n voorgestelde akte van oprigting en statute;

(e) 'n voorgestelde spesiale besluit waarby—

- (i) die omskepping van die onderlinge bouvereniging in 'n bouvereniging beoog in hierdie Wet ooreenkomsdig die omskeppingskema gemagtig word;
- (ii) die bepalings van die voorgestelde omskeppingskema goedgekeur word;
- (iii) die voorgestelde akte van oprigting en statute bedoel in paragraaf (c) aangeneem word;
- (iv) die akte van oprigting en statute of die voorgestelde akte van oprigting en statute, na gelang van die geval, bedoel in paragraaf (d) goedgekeur word, indien 'n beheermaatskappy ten opsigte van die bouvereniging beoog word;
- (v) die persone wat as die eerste direkteure van die voorgestelde bouvereniging moet optree, aangewys word; en
- (vi) voorsiening gemaak word vir die ander aangeleenthede in verband met die omskepping wat nodig geag mag word.

(3) 'n Onderlinge bouvereniging wat ingevolge subartikel (1) aansoek om die Registrateur se goedkeuring gedoen het, moet die bykomende besonderhede in verband met sy aansoek verstrek wat die Registrateur vereis.

Oorweging van aansoek.

89. (1) Die Registrateur verleen nie sy goedkeuring vir die omskepping van 'n onderlinge bouvereniging in 'n bouvereniging beoog in hierdie Wet nie indien hy van oordeel is—

(a) dat enige van die stukke vermeld in artikel 88 (2) met 'n bepaling van hierdie Wet onbestaanbaar is of 'n bepaling bevat wat ongewens is;

(b) dat die grondslag en voorwaardes waarop daar beoog word om aandele in die maatskappy wat deur die omskepping tot stand sal kom, of in enige voorgestelde beheermaatskappy, aan persone bedoel in paragraaf (c) van die omskrywing van "omskeppingskema", of aan sodanige persone en aan lede van die publiek, aan te bied, nie redelik en billik is nie of andersins die uitwerking mag hê dat 'n persoon 'n belang in die voorgestelde maatskappy of in 'n voorgestelde beheermaatskappy verkyf wat onbestaanbaar met 'n bepaling van hierdie Wet is; of

(c) dat die aansoek nie aan 'n voorskrif van hierdie Wet voldoen nie.

(2) (a) By die oorweging van die grondslag en voorwaardes waarop daar beoog word om aandele in die voorgestelde maatskappy of in 'n voorgestelde beheermaatskappy aan die persone bedoel in paragraaf (c) van die omskrywing van "omskeppingskema", of aan sodanige persone en aan lede van die publiek, aan te bied, kan die Registrateur, na oorlegpleging met die onderlinge bouvereniging, 'n persoon aanwys om onafhanklik van die onderlinge bouvereniging ondersoek in te stel na, en hom van advies te dien oor, die redelikheid en billikhed van die voorgestelde grondslag en voorwaardes.

(b) Die koste van 'n ondersoek in paragraaf (a) bedoel, word deur die onderlinge bouvereniging betaal.

(3) Die Registrateur wys nie 'n aansoek op grond van subartikel (1) (a) of (b) van die hand nie alvorens hy nie die onderlinge bouvereniging 'n redelike geleentheid gebied het om die betrokke stuk ooreenkomsdig sy voorskrifte aan te pas nie.

Buitengewone algemene vergadering om omskepping te magtig.

90. (1) Sodra die Registrateur goedkeuring vir die omskepping van 'n onderlinge bouvereniging in 'n bouvereniging beoog in hierdie Wet verleen het, kan die onderlinge bouvereniging 'n buitengewone algemene vergadering van lede ooreenkomsdig die Wet op Onderlinge Bouverenigings en sy statute belê vir die

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- tion 91 (1) or, if such company is yet to be formed, the proposed memorandum and articles of association;
- (e) a proposed special resolution—
- 5 (i) authorizing in accordance with the conversion scheme the conversion of the mutual building society into a building society contemplated in this Act;
- (ii) approving the provisions of the proposed conversion scheme;
- 10 (iii) adopting the proposed memorandum and articles of association referred to in paragraph (c);
- (iv) approving, if a control company for the building society is contemplated, the memorandum and articles of association or the proposed memorandum and articles of association, as the case may be, referred to in paragraph (d);
- 15 (v) designating persons to act as the first directors of the proposed building society; and
- (vi) providing for any such other matters in connection with the conversion as may be regarded necessary.
- 20 (3) A mutual building society which applied in terms of subsection (1) for the Registrar's approval shall furnish such additional particulars in connection with its application as the Registrar may require.

- 25 89. (1) The Registrar shall not grant his approval for the conversion of a mutual building society into a building society contemplated in this Act if he is of the opinion—
- (a) that any of the documents mentioned in section 88 (2) is inconsistent with a provision of this Act or contains a provision which is undesirable;
- 30 (b) that the basis or conditions on which it is contemplated to offer shares in the company to be established by the conversion or in any proposed control company, to persons referred to in paragraph (c) of the definition of "conversion scheme", or to such persons and to members of the public, are not reasonable and fair or may otherwise have the effect that a person will acquire an interest in the proposed company or in any proposed control company which is inconsistent with a provision of this Act; or
- 35 (c) that the application does not comply with a requirement of this Act.
- (2) (a) For the purposes of considering the basis and conditions on which it is contemplated to offer shares in the proposed company or in any proposed control company to persons referred to in paragraph (c) of the definition of "conversion scheme", or to such persons and to members of the public, the Registrar may, after consultation with the mutual building society, designate a person to investigate, and advise him on, independently of the mutual building society, the reasonableness and fairness of the proposed basis and conditions.
- 40 (b) The costs of an investigation in terms of paragraph (a) shall be paid by the mutual building society.
- 45 (3) The Registrar shall not refuse any application on the ground of subsection (1) (a) or (b) without having afforded the mutual building society a reasonable opportunity to adjust the relevant document in accordance with his requirements.

Consideration of application.

- 55 90. (1) As soon as the Registrar has granted approval for the conversion of a mutual building society into a building society contemplated in this Act, the mutual building society may convene a special general meeting of members in accordance with

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doeleindes van die aanname van die spesiale besluit bedoel in artikel 87.

(2) Die stukke wat aan so 'n vergadering voorgelê word, moet bestaan uit—

- (a) die stukke vermeld in paragrawe (a) tot (e) van artikel 88 (2) of, indien die Registrateur geweier het om goedkeuring vir die omskepping te verleen tensy enige van die stukke ooreenkomsdig sy voorskrifte aangepas word, bedoelde stukke soos aldus aangepas; en
- (b) enige bykomende stukke wat die raad van direkteure van die onderlinge bouvereniging nodig vind.

(3) Indien die vergadering die voorgestelde spesiale besluit aanneem wat uit hoofde van subartikel (2) (a) aan hom voorgelê is, moet die Registrateur, op versoek van die onderlinge bouvereniging, aan hom 'n sertifikaat uitrek met die strekking dat hy goedkeuring vir die voorgestelde omskepping verleen het.

Registrasie van beheermaatskappy ten opsigte van bouvereniging wat kragtens omskepping tot stand kom.

91. (1) 'n Publieke maatskappy wat voornemens is om beheer oor 'n bouvereniging te verkry wat deur 'n omskepping ingevolge hierdie Hoofstuk tot stand kom, kan ondanks subartikel (1) van artikel 21 om registrasie as 'n beheermaatskappy ten opsigte van so 'n bouvereniging ingevolge daardie artikel aansoek doen te eniger tyd nadat die spesiale besluit bedoel in artikel 87 ter magtiging van die omskepping aangeneem is.

(2) 'n Maatskappy wat in die omstandighede vermeld in subartikel (1) om registrasie as 'n beheermaatskappy aansoek gedoen het, word nie as so 'n beheermaatskappy geregistreer alvorens die bouvereniging ten opsigte waarvan hy aansoek gedoen het, tot stand gekom het nie.

(3) Benewens enige ander voorwaarde wat die Registrateur kragtens artikel 22 (1) kan bepaal ten opsigte van 'n maatskappy wat in die omstandighede vermeld in subartikel (1) om registrasie as 'n beheermaatskappy aansoek gedoen het, kan hy 'n voorwaarde ople wanneer dat die maatskappy—

- (a) binne 'n bepaalde tydperk na die totstandkoming van die bouvereniging beheer oor die bouvereniging moet verkry;
- (b) binne 'n bepaalde tydperk aan die persone bedoel in paragraaf (c) van die omskrywing van "omskeppingskema", of aan sodanige persone en aan lede van die publiek, 'n aanbod moet doen om aandele in hom oor eenkomstig die betrokke omskeppingskema op te neem.

(4) Geen registrasiegeld en bykomende geld bedoel in artikel 63 (2) van die Maatskappywet is betaalbaar nie ten opsigte van die registrasie ingevolge die Maatskappywet van die akte van oprigting en statute van 'n publieke maatskappy wat opgerig is met die uitdruklike oogmerk om registrasie as 'n beheermaatskappy ingevolge hierdie artikel te verkry: Met dien verstande dat bedoelde geld betaalbaar word indien so 'n maatskappy versium om aansoek te doen om registrasie as so 'n beheermaatskappy of nie in staat is om registrasie as so 'n beheermaatskappy te verkry nie.

Registrasie van akte van oprigting en statute deur registrateur van maatskappy.

92. (1) 'n Onderlinge bouvereniging word omgeskep in 'n bouvereniging beoog in hierdie Wet by registrasie deur die registrateur van maatskappye ingevolge artikel 63 van die Maatskappywet van die akte van oprigting en statute van die publieke maatskappy wat ingevolge die omskepping tot stand kom.

(2) Die registrateur van maatskappye is ondanks die Maatskappywet bevoeg om die akte van oprigting en statute van 'n publieke maatskappy wat ingevolge die omskepping van 'n onderlinge bouvereniging in 'n bouvereniging beoog in hierdie Wet tot stand kom, te registreer, maar registreer nie so 'n akte en statute nie tensy die aansoek vergesel gaan van 'n sertifikaat wat ingevolge artikel 90 (3) uitgereik is.

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the Mutual Building Societies Act and its rules for the purposes of adopting the special resolution referred to in section 87.

(2) The documents laid before any such meeting shall consist of—

- 5 (a) the documents mentioned in paragraphs (a) to (e) of section 88 (2) or, if the Registrar has refused to grant approval for the conversion unless any of such documents is adjusted in accordance with his requirements, the said documents as so adjusted; and
- 10 (b) any additional documents which the board of directors of the mutual building society may find necessary.

(3) If such meeting adopts the proposed special resolution submitted to it by virtue of subsection (2) (a), the Registrar shall, at the request of the mutual building society, issue a certificate to it to the effect that he has granted approval for the proposed conversion.

91. (1) A public company intending to acquire control over a building society established by a conversion in terms of this Chapter may notwithstanding subsection (1) of section 21 apply 20 in terms of that section for registration as a control company in respect of such building society at any time after the special resolution referred to in section 87 authorizing the conversion has been adopted.

(2) A company which applied for registration as a control 25 company in the circumstances mentioned in subsection (1) shall not be registered as such a control company before the building society in respect of which it applied is established.

(3) In addition to any other condition which the Registrar may impose under section 22 (1) in respect of a company applying for 30 registration as a control company in the circumstances mentioned in subsection (1), he may impose a condition requiring the company—

- 35 (a) within a specified period after the establishment of the building society to acquire control over the building society;
- (b) within a specified period to make an offer to persons referred to in paragraph (c) of the definition of "conversion scheme", or to such persons and to members of the public, to take up shares in it in accordance with the relevant conversion scheme.

40 (4) No registration fee and additional fee referred to in section 63 (2) of the Companies Act shall be payable in respect of the registration in terms of the Companies Act of the memorandum and articles of association of a public company formed specifically for the purpose of obtaining registration in terms of this section as a control company: Provided that the said fees shall become payable if such a company fails to apply for, or is unable to obtain, registration as such a control company.

Registration of control company in respect of building society established by conversion.

92. (1) A mutual building society shall be converted into a 50 building society contemplated in this Act upon registration by the registrar of companies in terms of section 63 of the Companies Act of the memorandum and articles of association of the public company which is established by the conversion.

(2) The registrar of companies shall notwithstanding the Companies Act be competent to register the memorandum and articles of association of a public company established by the conversion of a mutual building society into a building society contemplated in this Act, but shall not register such a memorandum and articles of association unless the application is accompanied by a certificate issued in terms of section 90 (3).

Registration of memorandum and articles of association by registrar of companies.

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(3) Vir die doeleindes van die registrasie van die akte van oprigting en statute van so 'n maatskappy ingevolge die Maatskappywet—

- (a) moet die naam van die maatskappy die woord "bouvereniging" insluit; 5
- (b) moet die persone bedoel in artikel 88 (2) (e) (v), indien hulle hul die aanwysing van eerste direkteure van die maatskappy laat welgeval, die akte van oprigting en statute onderteken asof hulle die ondertekenaars van die maatskappy beoog in artikel 54 (2) van die Maatskappywet, 1973, is;
- (c) is geen registrasiegeld en bykomende geld bedoel in artikel 63 (2) van die Maatskappywet betaalbaar nie.

Kennisgewing in
Staatskoerant van
omskepping.

93. (1) Binne 14 dae na 'n omskepping ingevolge artikel 92, moet die maatskappy wat deur die omskepping tot stand gekom het twee gewaarmerkte afskrifte van sy sertifikaat van inlywing en sy akte van oprigting en statute aan die Registrateur stuur, en by ontvangs van sodanige stukke reik die Registrateur, teen betaling van die voorgeskrewe registrasiegeld, aan hom 'n sertifikaat van finale registrasie as 'n bouvereniging uit. 15 20

(2) Die Registrateur gee in die *Staatskoerant* kennis van 'n omskepping ingevolge hierdie Hoofstuk.

Gevolge van
omskepping.

94. (1) Die regpersoon wat voor die omskepping as 'n onderlinge bouvereniging bestaan het, bly ondanks die omskepping voortbestaan as 'n regpersoon maar in die vorm van 'n publieke maatskappy wat geag word final as 'n bouvereniging beoog in hierdie Wet geregistreer te wees, en vanaf sodanige omskeping—

- (a) is die bepalings van hierdie Wet op hom van toepassing; 30
- (b) hou die bepalings van die Wet op Onderlinge Bouverenigings op om op hom van toepassing te wees;
- (c) word 'n verwysing in enige stuk na die voormalige onderlinge bouvereniging, tensy dit met die samehang onbestaanbaar of andersins duidelik onvanpas is, uitgelê as 'n verwysing na die bouvereniging; 35
- (d) ontruim die persone wat onmiddellik voor die omskeping direkteure van die voormalige onderlinge bouvereniging was, hul amp as sodanige direkteure en word die persone bedoel in artikel 88 (2) (e) (v) die direkteure van die bouvereniging; 40
- (e) hou die persone wat onmiddellik voor die omskepping aandeelhouers of lede van die voormalige onderlinge bouvereniging was, op om sodanige aandeelhouers of lede te wees; en 45
- (f) word alle beleggings in die vorm van aandele wat deur die voormalige onderlinge bouvereniging uitgereik was en wat onmiddellik voor die omskepping nog nie afge los is nie, geag vaste deposito's by die bouvereniging te 50 wees.

(2) Die voorwaardes en enige belastingvoordeel wat onmiddellik voor die datum van omskepping ten opsigte van 'n belegging in die vorm van aandele bedoel in subartikel (1) (f) van toepassing was, bly, ondanks die bepalings van genoemde subartikel maar behoudens die bepalings van die Inkomstebelastingwet, 1962 (Wet No. 58 van 1962), op die belegging van toepassing vir 'n tydperk van 10 jaar of totdat dit afgelos word, watter tydperk ook al eerste verstryk.

(3) 'n Omskepping van 'n onderlinge bouvereniging in 'n bouvereniging beoog in hierdie Wet raak nie enigets wat wettig deur die onderlinge bouvereniging voor sy omskepping gedoen is nie. 60

Uitreiking van aandele aan persone wat lede van voormalige onderlinge bouvereniging was.

95. (1) 'n Aanbod aan persone bedoel in paragraaf (c) van die omskrywing van "omskeppingskema" om aandele op te neem in 'n maatskappy wat deur 'n omskepping ingevolge hierdie Hoofstuk tot stand gekom het of in 'n maatskappy wat as 'n be-

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(3) For the purposes of the registration of the memorandum and articles of association of any such company in terms of the Companies Act—

- 5 (a) the name of the company shall include the words “building society”;
- 10 (b) the persons referred to in section 88 (2) (e) (v) shall, if they accept their appointment as the first directors of the company, sign the memorandum and articles of association as if they were the subscribers of such company as contemplated in section 54 (2) of the Companies Act, 1973;
- 15 (c) no registration fee and additional fee referred to in section 63 (2) of the Companies Act shall be payable.

93. (1) Within 14 days after the date of any conversion in 15 terms of section 92, the company established by the conversion shall forward two certified copies of its certificate of incorporation and its memorandum and articles of association to the Registrar, and upon receipt of such documents the Registrar shall, against payment of the prescribed registration fee, issue to 20 it a certificate of final registration as a building society.

Notice in Gazette of conversion.

(2) The Registrar shall give notice in the *Gazette* of any conversion in terms of this Chapter.

94. (1) The juristic person which existed as a mutual building society before the conversion shall notwithstanding the conversion continue to exist as a juristic person but in the form of a public company deemed to be registered finally as a building society contemplated in this Act, and as from such conversion—

Effects of conversion.

- 30 (a) the provisions of this Act shall apply to it;
- 35 (b) the provisions of the Mutual Building Societies Act shall cease to apply to it;
- 40 (c) a reference in any document to the former mutual building society shall, unless inconsistent with the context or otherwise clearly inappropriate, be construed as a reference to the building society;
- 45 (d) the persons who immediately before the conversion were directors of the former mutual building society shall vacate their office as such directors and the persons referred to in section 88 (2) (e) (v) shall become the directors of the building society;
- 50 (e) the persons who immediately before the conversion were shareholders or members of the former mutual building society shall cease to be such shareholders or members; and
- 55 (f) all investments in the form of shares issued by the former mutual building society and which immediately before the conversion have not yet been redeemed shall be deemed to be fixed deposits with the building society.

(2) The conditions and any tax benefit which were immediately before the date of conversion applicable to an investment in the form of shares referred to in subsection (1) (f) shall, notwithstanding the provisions of the said subsection but subject to the provisions of the Income Tax Act, 1962 (Act No. 58 of 1962), continue to apply to the investment for a period of 10 55 years or until it is redeemed, whichever period expires first.

(3) A conversion of a mutual building society into a building society contemplated in this Act shall not affect anything lawfully done by the mutual building society before its conversion.

95. (1) An offer to persons referred to in paragraph (c) of the 60 definition of “conversion scheme” to take up shares in a company established by a conversion in terms of this Chapter or in any company registered or to be registered as a control company

Issue of shares to persons who were members of former mutual building society.

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heermaatskappy ten opsigte van so 'n maatskappy geregistreer is of staan te word, word skriftelik aan elke individuele persoon gedoen, en so 'n aanbod gaan vergesel van 'n verklaring deur die betrokke maatskappy bevattende dié besonderhede in verband met die aanbod, die omskepping, die maatskappy se wins en besigheidsvoortsigte en algemene toestand van sake en die ander sake van die maatskappy wat ingevolge die Maatskappywet in 'n prospektus vermeld moet word, as wat deur die Registrateur vereis word.

(2) Die bepalings van die Maatskappywet met betrekking tot die uitreiking van 'n prospektus of ter reëling van ander verestes waaraan 'n aanbod van aandele in 'n maatskappy moet voldoen, is nie op 'n aanbod van aandele bedoel in subartikel (1) van toepassing nie.

(3) (a) 'n Belegging wat ingevolge artikel 94 (1) (f) geag word 'n vaste deposito by 'n bouvereniging te wees, of enige deel van so 'n belegging, kan ondanks die voorwaardes daarvan verbonde onmiddellik betaalbaar gemaak word op skriftelike versoek van die deposant aan die bouvereniging om die opbrengs van die belegging of bedoelde deel daarvan aan te wend vir die betaling van aandele in die bouvereniging, of in 'n maatskappy wat as 'n beheermaatskappy ten opsigte van die bouvereniging geregistreer is of staan te word, wat na aanleiding van 'n aanbod bedoel in subartikel (1) aan die deposant toege wys mag word.

(b) 'n Voorwaarde of voordeel wat verbonde is aan 'n belegging wat ingevolge artikel 94 (1) (f) geag word 'n vaste deposito by wees, verval ten opsigte van so 'n belegging in die mate waarin die belegging ooreenkoms tig paragraaf (a) van hierdie subartikel vir die betaling van aandele aangewend is.

(4) Geen seëlregte ingevolge die Wet op Seëlregte, 1968 (Wet No. 77 van 1968), is betaalbaar nie ten opsigte van die uitreiking van aandele—

(a) in die publieke maatskappy wat deur die omskepping tot stand gekom het aan 'n beheermaatskappy wat ingevolge artikel 91 van hierdie Wet ten opsigte van hom geregistreer is; of

(b) na aanleiding van 'n aanbod in subartikel (1) bedoel: Met dien verstande dat hierdie paragraaf nie so uitgelê word nie as sou dit van seëlregte vrystel enige uitreiking van aandele aan 'n persoon bedoel in subartikel (1) waar die aandele na aanleiding van 'n openbare aanbod van aandele beoog in artikel 86 (3) aan so 'n persoon uitgereik word.

(5) Geen bedrag ingevolge artikel 75 (3) van die Maatskappywet is betaalbaar ten opsigte van 'n vermeerdering van die aandelekapitaal van 'n beheermaatskappy wat ingevolge artikel 91 van hierdie Wet geregistreer is nie in soverre sodanige vermeerdering van die aandelekapitaal nodig mag wees om 'n aanbod van aandele bedoel in subartikel (1) van hierdie artikel te doen: Met dien verstande dat indien minder aandele na aanleiding van so 'n aanbod opgeneem word as die getal wat die vermeerdering in die aandelekapitaal verteenwoordig, is die bedrag hierbo bedoel betaalbaar op daardie gedeelte van die vermeerdering wat verteenwoordig word deur die aandele wat nie opgeneem is nie, en so 'n bedrag is betaalbaar binne 30 dae vanaf die datum waarop bedoelde aanbod gesluit het.

(6) Aandele bedoel in subartikel (1) word nie aangebied, toegewys of uitgereik aan persone wat 'n kwalifiserende belang hou van kleiner waarde as 'n bedrag in die omskeppingskema vermeld nie, maar sodanige aandele word instede, behoudens die bepalings van artikel 86 (2), aangebied, toegewys of uitgereik aan 'n trustee wat deur die bouvereniging met die goedkeuring van die Registrateur vir sodanige persone aangestel word, wat sodanige aandele, of die regte daarop, so gou doenlik moet verkoop en die netto opbrengs tussen daardie persone moet verdeel.

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in respect of any such company, shall be made in writing to each individual person, and any such offer shall be accompanied by a statement issued by the company concerned containing such particulars in connection with the offer, the conversion, the company's profit and business prospects and general state of affairs and the other affairs of the company required in terms of the Companies Act to be specified in a prospectus, as the Registrar may require.

5 (2) The provisions of the Companies Act with respect to the issue of a prospectus or regulating any other requirements with which an offer of shares is required to comply, shall not apply to any offer of shares referred to in subsection (1).

10 (3) (a) An investment deemed in terms of section 94 (1) (f) to be a fixed deposit with a building society, or any portion 15 of such an investment, may, notwithstanding the conditions attached thereto, be made immediately repayable upon a request in writing by the depositor to the building society to apply the proceeds of such investment, or the said portion thereof, for the payment of shares in the building society, or in any company registered or to be registered as a control company in respect of such building society, which may be allocated to the depositor in pursuance of an offer referred to in subsection (1).

20 (b) Any condition or benefit attached to an investment deemed in terms of section 94 (1) (f) to be a fixed deposit, shall lapse in respect of such investment to the extent to which such investment was applied for the payment of shares in accordance with paragraph (a) of this subsection.

25

(4) No stamp duty in terms of the Stamp Duties Act, 1968 (Act No. 77 of 1968), shall be payable in respect of the issue of shares—

30 (a) in the public company established by such conversion, to a control company registered in respect of it in terms of section 91 of this Act; or
 35 (b) in pursuance of any offer referred to in subsection (1): Provided that this paragraph shall not be construed as exempting from stamp duty any issue of shares to a person referred to in subsection (1) where such shares are issued to such person in pursuance of a public offer of shares contemplated in section 86 (3).

40 (5) No amount in terms of section 75 (3) of the Companies Act shall be payable in respect of an increase of the share capital of a control company registered in terms of section 91 of this Act to the extent to which such increase of the share capital is necessary to make an offer of shares referred to in subsection (1) of this section: Provided that if less shares than the number representing such increase in the share capital are taken up in pursuance of such an offer, the amount referred to above shall be payable on that portion of the increase represented by the shares not taken up, and such amount shall be payable within 30 days from the date on which the share offer closed.

45 (6) Shares referred to in subsection (1) shall not be offered, allocated or issued to persons holding a qualifying interest of lesser value than an amount determined in the conversion scheme, but such shares shall instead, subject to the provisions of section 86 (2), be offered, allocated or issued to a trustee appointed for such persons by the building society with the approval of the Registrar, who shall as soon as may be practicable sell such shares, or the rights thereto, and distribute the net proceeds among those persons.

Wet No. 82, 1986**WET OP BOUVERENIGINGS, 1986**

Uitwerking van
omskepping op
sekere bepalings.

- 96.** (1) By die toepassing van hierdie Wet—
- (a) is 'n bouvereniging wat deur 'n omskepping ingevolge hierdie Hoofstuk tot stand gekom het, vir die tydperk wat eindig op die laaste besigheidsdag van die tweede voltooide kwartaal na die omskepping nie gebind om aan 'n voorskrif van artikel 77 te voldoen nie;
 - (b) is so 'n bouvereniging of 'n geassosieerde van so 'n bouvereniging wat gesamentlik of afsonderlik op die datum van die omskepping wettiglik aandele in 'n geregistreerde versekeraar gehou het wat die perk vermeld in artikel 44 oorskry, nie gebind om sy of hul aandeelhouing tot bedoelde perk te verminder nie, maar so lank daardie perk oorskry word—
 - (i) mag geen verdere aandele in die versekeraar deur so 'n bouvereniging of geassosieerde of enige ander geassosieerde van die bouvereniging verkry word nie; en
 - (ii) is die voorbehoudsbepaling by paragraaf (b) en die bepalings van paragraaf (c) van artikel 22 (4) van die Wet op Onderlinge Bouverenigings van toepassing asof die bouvereniging 'n onderlinge bouvereniging gebly het: Met dien verstande dat by sodanige toepassing die verwysing in genoemde voorbehoudsbepaling na lede van 'n onderlinge bouvereniging uitgelê word as 'n verwysing na aan-deelhouers van so 'n bouvereniging;
 - (c) is 'n depositant wat 'n kredietsaldo op spaarrekening by so 'n bouvereniging het wat onmiddellik voor die omskepping wettiglik die voorgeskrewe bedrag bedoel in artikel 44 (1) van die Wet op Onderlinge Bouverenigings oorskry het, nie gebind om na sodanige omskepping sodanige kredietsaldo tot die toegelate perk in artikel 60 vermeld, te verminder nie, maar die spaarrekening mag met geen verdere bedrag, behalwe die rente in subartikel (2) (a) van genoemde artikel bedoel, gekrediteer word nie solank dit 'n kredietsaldo toon wat daardie perk oorskry, en, indien sodanige kredietsaldo te eniger tyd benede daardie perk daal, is daardie perk op die spaarrekening van toepassing; en
 - (d) word beleggings wat onmiddellik voor die omskepping uit hoofde van paragraaf (d) van die omskrywing van "bedryfskapitaal" in artikel 1 van die Wet op Onderlinge Bouverenigings uitgesluit was van die bedryfskapitaal van die betrokke onderlinge bouvereniging, geag nie deel uit te maak van die bedryfskapitaal van die bouvereniging wat deur die omskepping tot stand gekom het nie in soverre daardie beleggings nie as likwiede bates kwalifiseer of na die omskepping te gelde gemaak word nie.
- (2) Wins wat 'n onderlinge bouvereniging voor sy omskepping in 'n bouvereniging beoog in hierdie Wet toegeval het, word in soverre daardie wins aangewend word vir die verklaring en betaling van 'n dividend aan 'n beheermaatskappy wat ingevolge artikel 91 ten opsigte van hom geregistreer is, by die toepassing van paragraaf 48 van Bylae 4 by die Maatskappywet geag nie 'n voorverkrygingswins te wees nie.

HOOFSTUK VII**ALGEMENE BEPALINGS**

Sertifisering van sekere opgawes, state en stukke.

- 97.** 'n Opgawe of ander stuk wat ingevolge 'n voorskrif van hierdie Wet deur 'n bouvereniging of beheermaatskappy aan die Registrateur verstrek word, moet in tweevoud verstrek word, deur die hoof- uitvoerende beampete van die bouvereniging of beheermaatskappy as waar en huis gesertifiseer wees en deur dié beampete geëndosseer wees met die datum waarop dit aldus gesertifiseer is.

BUILDING SOCIETIES ACT, 1986

Act No. 82, 1986

96. (1) For the purposes of this Act—

- (a) a building society established by a conversion in terms of this Chapter shall not be bound to comply with a requirement of section 77 for the period ending on the last business day of the second completed quarter after the conversion;
- (b) such a building society or an associate of such a building society which on the date of the conversion lawfully held shares jointly or separately in any registered insurer exceeding the limit specified in section 44, shall not be bound to reduce its or their shareholding to the said limit, but as long as that limit is exceeded—
- (i) no further shares in such insurer shall be acquired by such a building society or associate or any other associate of such building society; and
 - (ii) the proviso to paragraph (b) and the provisions of paragraph (c) of section 22 (4) of the Mutual Building Societies Act shall be applicable as if such building society remained a mutual building society: Provided that in such application the reference in the said proviso to members of a mutual building society shall be construed as a reference to shareholders in such building society;
- (c) any depositor who has a credit balance on savings account with such a building society which immediately before the conversion lawfully exceeded the prescribed amount referred to in section 44 (1) of the Mutual Building Societies Act, shall not be bound after such conversion to reduce such credit balance to the permitted limit specified in section 60, but the savings account shall not be credited with any further amount, other than interest referred to in subsection (2) (a) of the said section, as long as it shows a credit balance which exceeds that limit, and, if such credit balance is at any time reduced to below that limit, that limit shall then become applicable to the savings account; and
- (d) investments which immediately before the conversion were excluded from the operating capital of the mutual building society concerned by virtue of paragraph (d) of the definition of "operating capital" in section 1 of the Mutual Building Societies Act, shall, in so far as those investments do not rank as liquid assets or are not realized after the conversion, be deemed not to form part of the operating capital of the building society established by the conversion.

(2) Profits which accrued to a mutual building society prior to its conversion into a building society contemplated in this Act and to the extent that such profits are used for the declaration and payment of a dividend to a control company registered in respect of it in terms of section 91, shall for the purposes of paragraph 48 of Schedule 4 to the Companies Act not be deemed to be pre-acquisition profits.

Effect of conver-
sion on cer-
tain provisions.

CHAPTER VII

GENERAL PROVISIONS

- 97. Any return or other document to be furnished to the Registrar by a building society or control company in terms of a requirement of this Act, shall be furnished in duplicate, be certified as true and correct by the chief executive officer of the building society or control company and be endorsed by such officer with the date on which it is so certified.**

Certain returns,
statements and
documents to be
certified.

Wet No. 82, 1986**WET OP BOUVERENIGINGS, 1986**

Insae en afskrifte van stukke in Bouverenigingskantoor.

- 98.** (1) 'n Persoon kan teen betaling van die voorgeskrewe geldte—
- (a) 'n stuk vermeld in subartikel (2) wat deur die Registrateur ingevolge hierdie Wet gehou word, insien;
 - (b) 'n sertifikaat van die Registrateur verkry aangaande die inhoud of deel van die inhoud van so 'n stuk; of
 - (c) 'n afskrif van of uittreksel uit so 'n stuk verkry.
- (2) Die stukke waarop subartikel (1) betrekking het, bestaan uit—
- (a) sertifikate van registrasie van bouverenigings en van 10 beheermaatskappye;
 - (b) aktes van oprigting en statute van bouverenigings en van beheermaatskappye; en
 - (c) opgawes en afskrifte van kennisgewings, verslae, opgawes, state en notules wat by die Registrateur ingevolge artikel 41 (1), 47 (1), (2) of (3), 84, 85 of 103 (1) ingedien is.
- (3) Die Registrateur moet die stukke vermeld in paragraaf (c) van subartikel (2) vir 'n tydperk van minstens 10 jaar hou: Met dien verstande dat die Registrateur nie verplig is om bedoelde stukke wat betrekking het op 'n bouvereniging of beheermaatskappy waarvan die registrasie ingetrek is of verval het, vir 'n tydperk van langer as vyf jaar na die beeindiging van die registrasie te hou nie.
- (4) Indien die Registrateur van oordeel is dat 'n persoon insae of 'n sertifikaat, afskrif of uittreksel in subartikel (1) bedoel, verlang om die een of ander openbare belang te bevorder, kan hy daardie persoon vrystel van die verpligting om die voorgeskrewe geldte ten opsigte van sodanige insae, sertifikaat, afskrif of uittreksel te betaal.

30

Voorsiening vir verlies weens nalatigheid of oneerlikheid van sekere persone.

- 99.** (1) 'n Bouvereniging moet—
- (a) 'n fonds waarvan die reëls deur die Registrateur goedgekeur is, hou en in so 'n fonds dié bedrae opsysit wat volgens die oordeel van die Registrateur voldoende is om enige verlies te vergoed wat voortspruit uit enige nalatigheid of oneerlikheid van 'n persoon in sy diens (met inbegrip van 'n direkteur) of wat 'n agentskap bestuur of met betrekking tot die sake van 'n agentskap in diens is; of
 - (b) hom teen so 'n verlies by 'n versekeraar wat ingevolge die Versekeringswet, 1943 (Wet No. 27 van 1943), geregistreer is, verseker vir 'n bedrag wat volgens die oordeel van die Registrateur voldoende is om so 'n verlies te vergoed.
- (2) 'n Bouvereniging moet die bedrae in 'n fonds bedoel in subartikel (1) (a) opsysit in likwiede bates omskep en sodanige bates vir die doeleindes van die fonds afsonder.

Minderjariges en getroude vroue.

- 100.** Tensy die akte van oprigting of statute van 'n bouvereniging anders bepaal, kan 'n minderjarige bo die ouderdom van 16 jaar of 'n getroude vrou, hetsy onder maritale mag al dan nie, 'n deposant wees by 'n bouvereniging en sonder die toestemming of bystand van sy voog of haar eggenoot, na gelang van die geval, alle nodige stukke verly, alle nodige kwitansies gee, sy of haar deposito sedeer of verpand, teen sy of haar deposito leen en in die algemeen met sy of haar deposito handel soos hy of sy goedvind, en geniet hy of sy al die voorregte en is hy of sy onderworpe aan al die verpligtings en voorwaardes wat vir depositante geld.

Aanspreeklikheid van leners by likwidatie van bouvereniging.

- 101.** Wanneer 'n bouvereniging ingevolge die Maatskappylwet gelikwieder word, is 'n persoon aan wie 'n voorskot bedoel in artikel 67 toegestaan is, nie aanspreeklik om die bedrag uitstaande op die voorskot te betaal nie behalwe op die tyd of tye en onderworpe aan die voorwaardes waarop daar tussen die bouvereniging en so 'n persoon ooreengekom is.

BUILDING SOCIETIES ACT, 1986

Act No. 82, 1986

98. (1) Any person may upon payment of the prescribed fee—
 (a) inspect any document specified in subsection (2) and kept by the Registrar in terms of this Act;
 (b) obtain a certificate from the Registrar as to the contents or part of the contents of any such document; or
 (c) obtain a copy of or extract from any such document.
- 5 (2) The documents to which subsection (1) relate shall consist of—
 (a) certificates of registration of building societies and of control companies;
 (b) memorandums and articles of association of building societies and of control companies; and
 (c) returns and copies of notices, reports, returns, statements or minutes lodged with the Registrar in terms of section 41 (1), 47 (1), (2) or (3), 84, 85 or 103 (1) (f).
- 10 (3) The Registrar shall keep the documents specified in paragraph (c) of subsection (2) for a period of at least 10 years: Provided that the Registrar shall not be required to keep the said documents which relate to a building society or a control company of which the registration has been cancelled or has lapsed, for a period longer than five years as from the date of termination of such registration.
- 15 (4) If the Registrar is of the opinion that a person requires an inspection or a certificate, copy or extract referred to in subsection (1) to promote any public interest, he may exempt that person from the obligation to pay the prescribed fee in respect of such inspection, certificate, copy or extract.

Inspection and copies of documents in Building Societies Office.

99. (1) A building society shall—
 (a) maintain a fund of which the rules have been approved by the Registrar and set aside in such fund such amounts which in the opinion of the Registrar are adequate for making good any loss arising from the negligence or dishonesty of any person in its service (including a director) or managing, or employed with respect to the affairs of, an agency; or
 (b) insure itself against such a loss with an insurer registered in terms of the Insurance Act, 1943 (Act No. 27 of 1943), for an amount which in the opinion of the Registrar is adequate to make good any such loss.
- 30 (2) A building society shall convert into liquid assets the amounts set aside in a fund referred to in subsection (1) (a) and shall keep such assets separately for the purposes of the fund.

Provision for loss through negligence or dishonesty of certain persons.

100. Unless otherwise provided in the memorandum or articles of association of a building society, a minor over the age of 16 years or a married woman, whether under marital power or not, may be a depositor with a building society and may without the consent or assistance of his guardian or her husband, as the case may be, execute all necessary documents, give all necessary acquittances and cede, pledge, borrow against and generally deal 45 with his or her deposit as he or she thinks fit, and shall enjoy all the privileges and be liable to all the obligations and conditions applicable to depositors.

Minors and married women.

101. Whenever a building society is wound up in terms of the Companies Act a person to whom an advance referred to in section 67 has been granted shall not be liable to pay the amount outstanding on such advance except at the time or times and subject to the conditions agreed upon between the building society and such a person.

Liability of borrowers when building society is wound up.

Wet No. 82, 1986**WET OP BOUVERENIGINGS, 1986**

Jaarlikse lisensie.

102. 'n Bouvereniging moet van die ontvanger van inkomste van die distrik waarin sy geregistreerde kantoor bedoel in artikel 170 van die Maatskappywet geleë is, 'n bouverenigingslisensie ten opsigte van elke jaar eindigende op die een-en-dertigste dag van Desember teen betaling van die voorgeskrewe lisensiegeld 5 verkry.

Regulasies.

103. (1) Die Minister kan regulasies uitvaardig—

- (a) betreffende 'n aangeleentheid wat by regulasie kragtens hierdie Wet voorgeskryf moet of kan word;
- (b) wat die wyse voorskryf waarop 'n betaling ingevolge 10 hierdie Wet aan die Registrateur gedoen moet word;
- (c) wat die grondslag voorskryf waarop enige roerende of onroerende bates by die toepassing van hierdie Wet gewaardeer moet word;
- (d) wat die wyse waarop appelle ingevolge artikel 10 voort- 15 gesit moet word, voorskryf;
- (e) wat, bykomend by die opgawes bedoel in artikels 84 en 85, die verdere opgawes wat hy goedvind, voorskryf wat deur bouverenigings aan die Registrateur verstrek moet word;
- (f) wat die vorm voorskryf waarin die finansiële state van 'n bouvereniging of beheermaatskappy opgestel moet word;
- (g) wat die bedrag van 'n lisensie bedoel in artikel 102 of die grondslag waarop sodanige bedrag bereken moet 25 word, die tydperk waarbinne so 'n lisensie betaal moet word en 'n boete ten opsigte van laatbetaling van so 'n lisensie, voorskryf; of
- (h) wat, in die algemeen, enige aangeleentheid voorskryf wat hy nodig of raadsaam ag om voor te skryf ten einde 30 die oogmerke van hierdie Wet beter te verwesenlik.

(2) 'n Regulasie kragtens subartikel (1) uitgevaardig, kan ten opsigte van 'n oortreding daarvan of versuim om daaraan te voldoen 'n straf voorskryf wat 'n boete van R1 000 of gevangenisstraf vir 'n tydperk van ses maande nie te bowe gaan nie. 35

Misdryf en strawwe.

104. (1) 'n Persoon wat—

- (a) 'n bepaling van artikel 11, 20, 33 (4), 36, 37 (1), 38 (1), 40 (1), 41 (1), 42, 43, 44, 45, 46 (1), 47 (1), (2) of (3), 48, 50 (2), (3) of (5), 55 (1), 56, 58 (a) of (b), 59, 60 (1), 62, 64, 65, 66 (1), 68 (1) of (2), 69 (1), 70, 71, 72, 73 (1) 40 of (3), 74 (1) of (3), 77 (1), 78 (1) of (2), 79 (1), 80, 82 (1), 83 (1), 84, 85 (1) of (2), 93 (1), 95 (1), 99 (1) of (2) of 102, oortree of versuim om daaraan te voldoen;
- (b) versuim om aan 'n lasgewing, voorskrif of vereiste kragtens artikel 7, 15 (2), 19 (1) (a) of (2), 28 (1), 39, 45 46 (3), 53 (3) of 85 (2) te voldoen;
- (c) in 'n aansoek, opgawe, staat of ander stuk kragtens hierdie Wet, opsetlik inligting verstrek of 'n verklaring doen wat in 'n wesentlike opsig vals is; of
- (d) hom voordoen as 'n bouvereniging terwyl hy nie 'n publieke maatskappy is wat as 'n bouvereniging geregistreer is nie; 50
- (e) 'n waardasie van stedelike vaste eiendom of van 'n reg op stedelike vaste eiendom kragtens artikel 74 doen en so 'n eiendom of reg opsetlik te hoog waardeer, 55

is aan 'n misdryf skuldig.

(2) 'n Direkteur of werknemer van 'n bouvereniging of beheermaatskappy wat—

- (a) 'n voordeel van enige persoon aanneem vir of in verband met enige voorskot toegestaan deur daardie bouvereniging of deur die bouvereniging ten opsigte waarvan daardie beheermaatskappy geregistreer is; of
- (b) behalwe met die skriftelike toestemming van die Registrateur of op 'n behoorlik geadverteerde openbare veiling, eiendom of 'n reg op eiendom koop wat behoort 60 of verhipotekeer is aan daardie bouvereniging of aan die bouvereniging ten opsigte waarvan daardie beheermaatskappy geregistreer is, 65

is aan 'n misdryf skuldig.

BUILDING SOCIETIES ACT, 1986

Act No. 82, 1986

102. A building society shall obtain from the receiver of revenue of the district in which its registered office referred to in section 170 of the Companies Act is situated a building society licence in respect of each year ending on the thirty-first day of 5 December against payment of the prescribed licence fees.

Annual licence.

103. (1) The Minister may make regulations—

- (a) as to any matter which is required or permitted to be prescribed by regulation under this Act;
 - (b) prescribing the manner in which any payment in terms of this Act shall be made to the Registrar;
 - (c) prescribing the basis on which any movable or immovable assets shall for the purposes of this Act be valued;
 - (d) prescribing the manner in which appeals in terms of section 10 shall be prosecuted;
 - (e) prescribing, in addition to the returns referred to in sections 84 and 85, such further returns to be furnished by building societies to the Registrar as the Minister may deem fit;
 - (f) prescribing the form in which the financial statements of a building society or control company shall be prepared;
 - (g) prescribing the amount of a licence referred to in section 102 or the basis on which such amount is to be calculated, the period within which such licence is to be paid and a fine in respect of late payment of such a licence; or
 - (h) prescribing, generally, any matter which he considers it necessary or expedient to prescribe in order that the objects of this Act may be better achieved.
- 10 (2) A regulation made under subsection (1) may in respect of any contravention thereof or failure to comply therewith prescribe a penalty not exceeding a fine of R1 000 or imprisonment for a period of six months.

Regulations.

104. (1) Any person who—

- (a) contravenes or fails to comply with a provision of section 11, 20, 33 (4), 36, 37 (1), 38 (1), 40 (1), 41 (1), 42, 43, 44, 45, 46 (1), 47 (1), (2) or (3), 48, 50 (2), (3) or (5), 55 (1), 56, 58 (a) or (b), 59, 60 (1), 62, 64, 65, 66 (1), 68 (1) or (2), 69 (1), 70, 71, 72, 73 (1) or (3), 74 (1) or (3), 77 (1), 78 (1) or (2), 79 (1), 80, 82 (1), 83 (1), 84, 85 (1) or (2), 93 (1), 95 (1), 99 (1) or (2) or 102;
- (b) fails to comply with an order or a direction, request, directive or requirement under section 7, 15 (2), 19 (1) (a) or (2), 28 (1), 39, 46 (3), 53 (3) or 85 (2);
- (c) in any application, return, statement or other document under this Act wilfully furnishes information or makes a statement which is false in any material respect; or
- (d) gives himself out to be a building society while he is not a public company registered as a building society;
- (e) performs a valuation of urban immovable property or of a right to urban immovable property under section 74 and wilfully over-values any such property or right,

shall be guilty of an offence.

Offences and penalties.

- 55 (2) A director or employee of a building society or control company who—
- (a) accepts from any person any benefit for or in connection with any advance granted by that building society or by the building society in respect of which that control company is registered; or
 - (b) otherwise than with the written consent of the Registrar or at a duly advertised public auction purchases any property or any right to property owned by or mortgaged to that building society or the building society in respect of which that control company is registered,

shall be guilty of an offence.

Wet No. 82, 1986**WET OP BOUVERENIGINGS, 1986**

(3) 'n Persoon wat aan 'n misdryf ingevolge subartikel (1) of (2) skuldig bevind word, is strafbaar met 'n boete van hoogstens R10 000 of met gevangenisstraf vir 'n tydperk van hoogstens ses maande of met sowel daardie boete as daardie gevangenisstraf.

(4) Iemand wat 'n voordeel in stryd met subartikel (2) (a) aanneem, moet aan die bouvereniging die bedrag of waarde van die voordeel betaal. 5

Jaarverslag.

105. (1) Die Registrateur moet so gou doenlik na 31 Desember van elke jaar 'n verslag van sy werksaamhede ingevolge hierdie Wet gedurende daardie jaar aan die Minister voorlê. 10

(2) Die Minister moet 'n afskrif van die verslag wat ingevolge subartikel (1) aan hom voorgelê is in die Parlement ter Tafel lê binne 14 dae na ontvangs daarvan indien die Parlement dan in sessie is of, indien die Parlement nie dan in sessie is nie, binne 14 dae na die aanvang van sy eersvolgende sessie. 15

Wysiging van wette.

106. Die wette in die Bylae vermeld, word hierby gewysig in die mate aangedui in die derde kolom daarvan.

Kort titel en inwerkingtreding.

107. Hierdie Wet heet die Wet op Bouverenigings, 1986, en tree in werking op 'n datum deur die Staatspresident by proklamasie in die *Staatskoerant* bepaal. 20

BUILDING SOCIETIES ACT, 1986

Act No. 82, 1986

(3) Any person convicted of an offence under subsection (1) or (2) shall be liable to a fine not exceeding R10 000 or to imprisonment for a period not exceeding six months or to both such fine and such imprisonment.

5 (4) Any person who accepts any benefit contrary to subsection (2) (a), shall pay to the building society the amount or value of such benefit.

105. (1) The Registrar shall as soon as may be practicable after 31 December of each year submit to the Minister a report 10 on his activities in terms of this Act during that year.

(2) The Minister shall table copies of the report submitted to him in terms of subsection (1) in Parliament within 14 days after receipt thereof if Parliament is then in session or, if Parliament is not then in session, within 14 days after the commencement of 15 its next ensuing session.

106. The laws mentioned in the Schedule are hereby amended to the extent indicated in the third column thereof.

Amendment of laws.

107. This Act shall be called the Building Societies Act, 1986, and shall come into operation on a date fixed by the State President by proclamation in the *Gazette*.

Short title and commencement.

Wet No. 82, 1986

WET OP BOUVERENIGINGS, 1986

Bylae

WETTE GEWYSIG (Artikel 106)

No. en jaar van wet	Kort titel	Omvang van wysiging
Wet No. 23 van 1965	Bankwet, 1965	<p>1. Die wysiging van artikel 12A deur die volgende subartikel by te voeg:</p> <p>“(9) Subartikel (7) (f) is nie van toepassing nie op 'n maatskappy wat 'n beheermaatskappy soos omskryf in artikel 1 van die Wet op Bouverenigings, 1986, is.”.</p> <p>2. Die wysiging van artikel 21A deur subartikel (1) deur die volgende subartikel te vervang:</p> <p>“(1) Die totale bedrag van 'n bankinstelling se belegging in vaste eiendom, in lenings en voor-skotte aan filiale van die bankinstelling waarvan die hoofdoelstelling die besit van vaste eiendom is, en in aandele [uitgesonderd [bouvereniging-aandele] aandele] bedoel in artikel 28 van die Wet op Onderlinge Bouverenigings, 1965 (Wet No. 24 van 1965), en aflosbare voorkeuraandele maar nie voorkeuraandele wat in gewone aandele omskepbaar is nie), met inbegrip van aandele in filialamaatskappy van die bankinstelling, mag nie, behalwe met die skriftelike goedkeuring van die Minister en op die voorwaardes wat hy bepaal, die bankinstelling se opbetaalde kapitaal en onaangetaste reserwes oorskry nie: Met dien verstande dat in die geval waar vaste eiendom of 'n onderneming deur die bankinstelling ingekoop word om 'n belegging (met inbegrip van 'n lening of 'n voorskot) te beskerm, die bedrag van sodanige belegging vir 'n tydperk van vyf jaar vanaf die datum van die inkoop nie vir die doeleindes van hierdie subartikel in berekening gebring word nie.”.</p>
Wet No. 61 van 1973 ..	Maatskappywet, 1973	<p>1. Die wysiging van artikel 3—</p> <p>(a) deur paragraaf (a) van subartikel (1) deur die volgende paragraaf te vervang:</p> <p>“(a) met betrekking tot 'n maatskappy waarvan die oprigting, registrasie en bestuur gereel word deur die bepальings van 'n wet aan-gaande [bouverenigings] onderlinge hulp-verenigings, insluitende pensioenfondse binne die betekenis van die Wet op Pensioenfondse, 1956 (Wet No. 24 van 1956), vakverenigings en werkgewersorganisasies, of koöperatiewe verenigings of maatskap-pye, behalwe vir sover so 'n wet anders bepaal;”;</p> <p>(b) deur aan die end van paragraaf (c) van genoemde subartikel (1) die woord “of” by te voeg; en</p> <p>(c) deur die volgende paragraaf by genoemde subartikel (1) te voeg:</p> <p>“(d) met betrekking tot 'n onderlinge bouver-eniging soos omskryf in artikel 1 van die Wet op Onderlinge Bouverenigings, 1965 (Wet No. 24 van 1965).”.</p> <p>2. Die wysiging van Bylae 4—</p> <p>(a) deur die opschrift van Deel V deur die volgende opschrift te vervang:</p> <p>“Toepassing van Bylae op Bank-, Bouvereniging- en Versekeringsmaatskappye”; en</p> <p>(b) deur in subparagraph (1) van paragraaf 70 item (a) voorafgaan deur die volgende woorde te vervang:</p> <p>“70. (1) 'n Maatskappy wat die besigheid dryf van 'n bankinstelling binne die betekenis van die Bankwet, 1965 (Wet 23 van 1965), of van 'n bouvereniging binne die betekenis van die Wet op Bouverenigings, 1986, is nie aan die vereistes van Deel I van hierdie Bylae onder-worpe nie, behalwe aan dié waarvoor voor-siening gemaak is ten opsigte van—”.</p>
Wet No. 11 van 1977	Konsolidasiewet op Finansiële en Finansiële Reëlings-wette, 1977	<p>Die wysiging van artikel 50—</p> <p>(a) deur in paragraaf (a) van subartikel (2) die woorde wat subparagraph (i) voorafgaan deur die volgende woorde te vervang:</p> <p>“(a) die verskaffing van [bykomende sekuriteit ingevolge artikel 46 (2) (a) van die Bouverenigingswet, 1965 (Wet No. 24 van</p>

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Schedule

LAWS AMENDED (Section 106)

No. and year of law	Short title	Extent of amendment
Act No. 23 of 1965	Banks Act, 1965	<p>1. The amendment of section 12A by the addition of the following subsection:</p> <p style="padding-left: 2em;">“(9) Subsection (7) (f) shall not apply to a company which is a control company as defined in section 1 of the Building Societies Act, 1986.”.</p> <p>2. The amendment of section 21A by the substitution for subsection (1) of the following subsection:</p> <p style="padding-left: 2em;">“(1) The total amount of a banking institution's investment in fixed property, in loans and advances to subsidiaries of the banking institution of which the main object is the holding of fixed property and in shares (excluding [building society] shares referred to in section 28 of the Mutual Building Societies Act, 1965 (Act No. 24 of 1965), and redeemable preference shares but not preference shares which can be converted into ordinary shares), including shares in subsidiary companies of the banking institution, shall not, except with the written approval of the Minister and on such conditions as he may determine, exceed the banking institution's paid-up capital and unimpaired reserves: Provided that in the case where fixed property or an undertaking is bought in by a banking institution to protect an investment (including a loan or an advance) the amount of such an investment shall for a period of five years from the date of purchase not be taken into account for the purposes of this subsection.”.</p>
Act No. 61 of 1973	Companies Act, 1973	<p>1. The amendment of section 3—</p> <p>(a) by the substitution for paragraph (a) of subsection (1) of the following paragraph:</p> <p style="padding-left: 2em;">“(a) with reference to any company the formation, registration and management whereof are governed by the provisions of any law relating to [building societies] friendly societies, including pension funds, within the meaning of the Pension Funds Act, 1956 (Act No. 24 of 1956), trade unions and employers' organizations, or co-operative societies or companies, save in so far as may be otherwise provided in any such law;”;</p> <p>(b) by the addition at the end of paragraph (c) of the said subsection (1) of the word “or”; and</p> <p>(c) by the addition to the said subsection (1) of the following paragraph:</p> <p style="padding-left: 2em;">“(d) with reference to any mutual building society as defined in section 1 of the Mutual Building Societies Act, 1965 (Act No. 24 of 1965).”.</p> <p>2. The amendment of Schedule 4—</p> <p>(a) by the substitution for the heading of Part V of the following heading:</p> <p style="padding-left: 2em;">“Applicability of Schedule to <u>Building Societies</u>, Banking and Insurance Companies”; and</p> <p>(b) by the substitution in subparagraph (1) of paragraph 70 of the words preceding item (a) of the following words:</p> <p style="padding-left: 2em;">“70. (1) A company which carries on the business of a banking institution within the meaning of the Banks Act, 1965 (Act 23 of 1965), or of a building society within the meaning of the <u>Building Societies Act, 1986</u>, shall not be subject to the requirements of Part I of this Schedule other than those provided in respect of—”.</p>
Act No. 11 of 1977	Finance and Financial Adjustments Acts Consolidation Act, 1977	<p>The amendment of section 50—</p> <p>(a) by the substitution in paragraph (a) of subsection (2) for the words preceding subparagraph (i) of the following words:</p> <p style="padding-left: 2em;">“(a) the furnishing of [additional security in terms of section 46 (2) (a) of the Building Societies Act, 1965 (Act No. 24 of 1965)],</p>

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WET OP BOUVERENIGINGS, 1986

No. en jaar van wet	Kort titel	Omvang van wysiging
Wet No. 38 van 1984	Wet op Inspeksie van Finansiële Instellings, 1984	<p><u>1965), 1 kollaterale sekerheid bedoel in artikel 49H van die Wet op Onderlinge Bouverenigings, 1965 (Wet No. 24 van 1965), of in artikel 73 van die Wet op Bouverenigings, 1986, ten opsigte van—”; en</u></p> <p>(b) deur in subartikel (6) die woorde “bykomende sekuriteit”, oral waar hulle voorkom, deur die woorde “kollaterale sekerheid” te vervang.</p> <p>Die wysiging van artikel 1—</p> <p>(a) deur paragraaf (e) van die omskrywing van “finansiële instelling” deur die volgende paragraaf te vervang:</p> <p>“(e) ‘n onderlinge bouvereniging wat ingevolge die [Bouverenigingswet] Wet op Onderlinge Bouverenigings, 1965 (Wet No. 24 van 1965), of ‘n bouvereniging wat ingevolge die Wet op Bouverenigings, 1986, geregistreer is;’; en</p> <p>(b) deur paragraaf (e) van die omskrywing van “registrator” deur die volgende paragraaf te vervang:</p> <p>“(e) die [Bouverenigingswet] Wet op Onderlinge Bouverenigings, 1965 (Wet No. 24 van 1965), of die Wet op Bouverenigings, 1986, die registrator van bouverenigings wat kragtens artikel [3] 5 van [daardie] laasgenoemde Wet [aangestel] aangewys is;’.</p>

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No. and year of law	Short title	Extent of amendment
Act No. 38 of 1984	Inspection of Financial Institutions Act, 1984	<p>collateral security referred to in section 49H of the Mutual Building Societies Act, 1965 (Act No. 24 of 1965), or in section 73 of the Building Societies Act, 1986, in respect of—”; and</p> <p>(b) by the substitution in subsection (6) for the word “additional”, wherever it occurs, of the word “collateral”.</p> <p>The amendment of section 1—</p> <p>(a) by the substitution for paragraph (e) of the definition of “financial institution” of the following paragraph:</p> <p>“(e) a mutual building society registered in terms of the Mutual Building Societies Act, 1965 (Act No. 24 of 1965), or a building society registered in terms of the Building Societies Act, 1986;”; and</p> <p>(b) by the substitution for paragraph (e) of the definition of “registrar” of the following paragraph:</p> <p>“(e) the Mutual Building Societies Act, 1965 (Act No. 24 of 1965), or the Building Societies Act, 1986, means the registrar of building societies [appointed] designated under section [3] 5 of [that] the last-mentioned Act;”.</p>

