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GOVERNMENT NOTICE GOEWERMENSKENNISGEWING

DEPARTMENT OF TRADE AND INDUSTRY

No. R. 762

18 June 1999

COMPANIES ACT, 1973

AMENDMENT OF THE COMPANIES ADMINISTRATIVE REGULATIONS, 1973

I, ALEXANDER ERWIN, Minister of Trade and Industry, under section 15 of the Companies Act, 1973 (Act No. 61 of 1973), amend the Companies Administrative Regulations, 1973, published under Government Notice No. R.1948 of 1973, in accordance with the Schedule hereto.

A ERWIN
MINISTER OF TRADE AND INDUSTRY

SCHEDULE

GENERAL EXPLANATORY NOTE:

[] Words in bold type in square brackets indicate omissions from existing enactments.

 Words underlined with a solid line indicate insertions in existing enactments.

1. The following regulation is hereby substituted for regulation 3 of the Companies Administrative Regulations, 1973 (hereinafter referred to as the principal Regulations):

“3. All communications to the Registrar may be made, or any document required to be sent or to be lodged with the Registrar may be transmitted, through the post or through an agent authorised to the satisfaction of the Registrar or by means of an electronic lodgement system provided and authorised by the Registrar: Provided that the provisions of section 63(3) of the Act shall apply in relation to the delivery and uplifting of the memorandum and articles of a company at the Office.”.

2. Regulation 3A of the principal Regulations is hereby amended by the addition of the following proviso:

“Provided that the microfilm process may be substituted by an electronic archival and imaging system approved by the Registrar.”.

3. Regulation 4 of the principal Regulations is hereby amended by the substitution for paragraphs (b) and (c) of subregulation (1) of the following paragraphs:

“(b) Any such copy shall be certified as a true copy of the original document by a notary public who shall affix his seal thereto, and if it contains more than one leaf of paper, to each leaf thereof: Provided that the Registrar may allow a document certified otherwise if he is satisfied that, in terms of international practice and standards, the whole document has been properly certified: Provided further that the provisions of this paragraph shall not apply in respect of a copy referred to in section 14 of the Act which is certified as a true copy of the original document by the Registrar of the Court.

(c) If the notary public is in a foreign country, other than the United Kingdom of Great Britain and Northern Ireland, Zimbabwe, Lesotho, Swaziland, [South West Africa] Namibia, [or any state the territory of which formed part of the Republic and which became an independent state in terms of an Act of Parliament] his signature shall be authenticated to the satisfaction of the Registrar".

4. The following regulation is hereby substituted for regulation 4A of the principal Regulations:

"4A. When any person considers the registration of any document, excluding a prospectus, and submits a draft thereof to the Registrar for checking, or requires the checking of any document, excluding a prospectus, for any other reason, the fees mentioned in item 33 [or 34] of Schedule 1 in respect of such checking, shall be payable.".

5. Regulation 6 of the principal Regulations is hereby repealed.

6. Regulation 7 of the principal Regulations is hereby amended by the substitution for subregulation (2) of the following subregulation:

"(2) Subject to the provisions of sections 63(2), 75(3) [, 174, 178] and 179(6) of the Act, the fees to be paid in terms of the Act and these regulations shall be those specified in Schedule 1 to these regulations."

7. Regulation 8 of the principal Regulations is hereby amended-

(1) by the insertion of the word "or" after paragraph (c) of subregulation (3): and

(2) by the insertion of the following paragraph after paragraph (c) of subregulation (3):

"(d) as indicated on the electronic billing system when the electronic transaction performed by an approved agent on the billing system was performed."

8. The following regulation is hereby substituted for regulation 9 of the principal Regulations:

"9. Fees in relation to inspection or copies of documents or inspection of copies of documents through the Registrar's provided electronic access system to data and electronically captured images of documents, may be paid on a account, subject to such conditions as the Registrar may lay down."

9. Regulation 10 of the principal Regulations is hereby amended by the insertion of the following subregulation after subregulation (2):

"(3) Any person who wishes to access through the Registrar's provided electronic access system any data or electronically captured images of documents, shall open an account as contemplated in regulation 9."

10. Regulation 12 of the principal Regulations is hereby amended by the substitution for the words after paragraph (d) of the following words:

"shall be guilty of an offence and liable on conviction to a fine [not exceeding one hundred rand] or to imprisonment for a period not exceeding six months or to both such fine and such imprisonment."

11. Regulation 13 of the principal Regulations is hereby amended by the substitution for subregulation (2) of the following subregulation:

“(2) Any person making an inspection of documents at the Office who knowingly is in possession of a writing instrument in contravention of subregulation (1), shall be guilty of an offence and liable on conviction to a fine [not exceeding R50] or to imprisonment for a period not exceeding three months or to both such fine and such imprisonment.”.

12. Regulation 16 of the principal Regulations is hereby amended by the addition of the following proviso:

“Provided that with the permission of the said director any such document may also be transferred to any other approved depot.”.

13. Regulation 19 of the principal Regulations is hereby amended by the insertion after subparagraph (ii) of paragraph (b) of subregulation (1) of the following subparagraph:

“(iii) the name of a close corporation which is to be converted simultaneously into a company.”.

14. The following regulation is hereby inserted after regulation 22 of the principal Regulations:

“22A. The Registrar may change or amend the registration number of any company, allocated either in terms of section 63 of the Act, any repealed law or allocated in terms of any administrative ruling, in order to rectify duplications of such numbers or to achieve any other objective which he considers necessary or expedient in order that the purposes of the Act in respect of the register of companies may be achieved.”.

15. Regulation 23 of the principal Regulations is hereby amended by the substitution for subregulation (1) of the following subregulation:

“(1) Where a company requires the registration of a literal translation into any one [the]

other official language of the Republic of the company's name or of one shortened form of that name or the name so translated, the company shall, by special resolution, amend its memorandum by the insertion therein of the translated name or the shortened form of its name or translated name, as the case may be.”.

16. The following heading is hereby substituted for the heading before regulation 25 of the principal Regulations:

“ALTERATION OF SHARE CAPITAL..ACQUISITION BY COMPANIES OF OWN SHARES AND PAYMENTS TO SHAREHOLDERS (Sections 75, 85, 87 and 90)”.

17. The following regulation is hereby inserted after regulation 25 of the principal Regulations:

“25A.(1) A special resolution altering a company’s articles to authorise the company to pass further special resolutions to acquire shares issued by itself in terms of section 85 of the Act, or to make payments to its shareholders in terms of section 90 of the Act, shall be lodged on form CM26.

(2) A special resolution by a company approving the acquisition of shares issued by itself, either as a general approval or a specific approval for a particular acquisition, prior to its next annual general meeting or any other general meeting, shall be lodged on Form CM26.

(3) The notification to the Registrar of shares acquired by a company in terms of section 85 and 87(5) of the Act and any payment to shareholders in terms of section 90 of the Act, shall be done on Form CM14A.

(4) Form CM14A shall be accompanied by a written statement signed by the directors of the company that in their opinion they are satisfied that the requirements of sections 85(4) and 90(2) of the Act, whichever provision is applicable, have been and will be met.”.

18. The following regulation is hereby inserted after regulation 25A:

“25B.(1) In this regulation, unless the context otherwise indicates-

‘company’ means the company making an offer to its shareholders or certain shareholders to acquire from them shares issued by it;

‘directors’ mean the directors of the company making the offer; and

‘offer’ means an offer by the company to its shareholders or certain shareholders to acquire from them shares issued by it.

(2) The written offering circular contemplated in section 87(1)(a) of the Act pertains to shares not listed on a stock exchange and shall contain particulars with respect to at least the following matters:

(a) The name and registration number of the company.

(b) The directors of the company as at the date of the offer.

(c) The share capital structure of the company prior to the offer being made.

(d) Details of other acquisitions by the company of shares in terms of section 85 of the Act during that financial year, including-

(i) particulars of the financial year of the company;

(ii) dates of acquisitions;

(iii) shares so acquired in respect of previous acquisitions;

- (iv) the aggregate percentage of issued shares acquired by the company through previous acquisitions during that financial year.
- (e) The terms of the offer and whether it is a general offer to all shareholders or an offer for a particular acquisition providing also details of the special resolution and the date of registration thereof.
- (f) Details of the shares the company proposes to acquire indicating the type of shares (par or no par value shares), class of shares, price offered and the source of the consideration to be paid (cash, share premium, capital redemption reserve fund, other).
- (g) If a shareholder is a subsidiary of another company-
 - (i) the name and registration of its holding company;
 - (ii) the reason by virtue of which it is a subsidiary;
 - (iii) the directors of the holding company at the date of the proposed acquisition; and
 - (iv) the share capital structure of the holding company prior to the proposed acquisition.
- (h) The reasons for the offer:
 - (i) The effect of the acquisition in respect of -
 - (i) the capital structure of the company; and
 - (ii) control as defined in section 440A of the Act, before and after the acquisition.

(j) A statement in respect of-

- (i) the fair value of the consolidated assets of the company after the proposed acquisition; and
- (ii) the fair value of the consolidated liabilities of the company after the proposed acquisition.

(k) A sworn statement by the directors that they reasonably believe that after the acquisition-

- (i) the fair value of the consolidated assets of the company after the acquisition will exceed the fair value of the consolidated liabilities of the company; or
- (ii) the company will be able to pay its debts as they become due in the ordinary course of business.

- (l) Information in respect of the computation of the proposed offer price at the date of the offer and any other information that is or was material in determining the offer price;
- (m) Any other information that is or may be material in the decision of the offeree shareholder in considering the offer.”.

19. Regulation 28A of the principal Regulations is hereby amended by the substitution for subregulation (3) of the following subregulation:

“(3) A company or the officer thereof to whom a notice referred to in subregulation (1) was sent and who has failed or remain in default to lodge the copy required in that notice within the period stated in the notice, shall be guilty of an offence and upon conviction liable to a fine of [R20] R100.”.

20. The following regulation is hereby inserted after regulation 35 of the principal Regulations:

“35A.(1) Any person who accepts appointment as secretary of a public company in terms of section 268B read with section 268E of the Act shall lodge with the Registrar his consent to such appointment on form CM27A.

(2) When during any financial year the secretary of a public company resigns or is removed from office the company shall lodge with the Registrar Form CM27A stating the date of resignation or removal.

21. The following regulation is hereby inserted after regulation 36 of the principal Regulations:

“36A. The maximum fee to be charged for the furnishing of information in terms of section 140A.(5) of the Act, shall be one Rand for disclosing the required information in respect of each nominee up to a maximum fee of R1 500 in total.

22. Schedule 1 of the principal Regulations is hereby amended by the substitution for item of the following item:

“23. Registration by an order by the Court (section [87,] 97, 252, 311 and 313).”

23. Schedule 2 of the principal Regulations is hereby amended by the substitution for Forms CM13 and CM14 of Form CM14A contained in the Annexure hereto.
24. Schedule 2 of the principal Regulations is hereby amended by the insertion after Form CM27 of Form CM27A contained in the Annexure hereto.
25. Schedule 2 of the principle Regulations is hereby amended by the repeal of Form CM36.
26. These Regulations shall come into operation on 30 June 1999.

DEPARTEMENT VAN HANDEL EN NYWERHEID**No. R. 762****18 Junie 1999****MAATSKAPPYWET, 1973****WYSIGING VAN DIE ADMINISTRATIEWE REGULASIES VIR
MAATSKAPPYE, 1973**

Ek, ALEXANDER ERWIN, Minister van Handel en Nywerheid, wysig hierby kragtens artikel 15 van die Maatskappywet, 1973 (Wet 61 van 1973), die Administratiewe Regulasies vir Maatskappye, 1973, gepubliseer by Goewermentskennisgewing Nr. R. 1948 van 1973, ooreenkomstig die Bylae hiervan.

A ERWIN
MINISTER VAN HANDEL EN NYWERHEID

BYLAE**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.

1. Regulasie 3 van die Administratiewe Regulasies vir Maatskappye, 1973 (hieronder die Hoofregulasies genoem), word hierby deur die volgende regulasie vervang:

“3. Alle mededelings aan die Registrateur kan gedoen word, of ‘n dokument wat aan hom gestuur of by hom ingedien moet word, kan gestuur word deur die pos of deur ‘n agent gemagtig tot tevredenheid van die Registrateur of by wyse van ‘n stelsel vir elektroniese indiening wat deur die Registrateur verskaf en gemagtig is: Met dien verstande dat die bepalings van artikel 63(3) van die Wet van toepassing is met betrekking tot die lewer en afhaal van die akte en statute van die maatskappy by die Kantoor.”.

2. Regulasie 3A van die Hoofregulasies word hierby gewysig deur die volgende voorbehoudsbepaling by te voeg:

“Met dien verstande dat die mikrofilmproses deur ‘n elektroniese argiefering- en aftastingsstelsel wat deur die Registrateur goedgekeur is, vervang mag word.”.

3. Regulasie 4 van die Hoofregulasies word hierby gewysig deur paragrawe (b) en (c) van subregulasie (1) deur die volgende paragrawe te vervang:

“(b) So ‘n afskrif moet as ‘n ware afskrif van die oorspronklike dokument gesertifiseer word deur ‘n notaris wat sy seël daarop, en as dit meer as een vel papier bevat, op elke vel daarna moet aanbring: Met dien verstande dat die Registrateur ‘n dokument wat andersins gesertifiseer is, mag toelaat indien hy tevrede is dat die hele dokument, ingevolge internasionale praktyk en standarde, behoorlik gesertifiseer is: Met dien verstande verder dat die bepalings van hierdie paragraaf nie geld nie ten opsigte van ‘n afskrif bedoel in artikel 14 van die Wet wat as ‘n ware afskrif van die oorspronklike dokument gesertifiseer is deur die Griffier van die Hof.

(c) As 'n notaris in 'n ander vreemde land as die Verenigde Koninkryk van Groot-Brittanje en Noord-Ierland, Zimbabwe, Leshoto, Botswana, Swaziland [of 'n staat waarvan die gebied deel van die Republiek uitgemaak het en wat ingevolge 'n Wet van die Parlement 'n onafhanklike staat geword het], moet sy handtekening tot bevrediging van die Registrateur bekratig word.”.

4. Regulasie 4A van die Hoofregulasies word hierby deur die volgende regulasie vervang:

“4A. Wanneer iemand die registrasie van 'n dokument ('n prospektus uitgesluit) oorweeg en 'n konsep daarvan vir nasiening aan die Registrateur voorlê, of die nasien van 'n dokument ('n prospektus uitgesluit) vir enige ander doel verlang, is die gelde in item 33 [of 34] van Bylae 1 ten opsigte van sodanige nasiening vermeld, betaalbaar.”.

5. Regulasie 6 van die Hoofregulasies word hierby herroep.

6. Regulasie 7 van die Hoofregulasies word hierby gewysig deur subregulasie (2) deur die volgende subregulasie te vervang:

“(2) Behoudens die bepalings van artikels 63(2), 75(3) [, 174, 178] en 179(6) van die Wet, is die gelde wat kragtens die Wet en hierdie regulasies betaal moet word, dié wat in Bylae 1 van hierdie regulasies uiteengesit word.”.

7. Regulasie 8 van die Hoofregulasies word hierby gewysig -

(1) deur die woord “of” na paragraaf (c) van subregulasie (3) in te voeg: en

(2) deur die volgende paragraaf na paragraaf (c) van subregulasie (3) in te voeg:

“(d) wat die elektroniese rekeningstelsel aandui waarop die elektroniese transaksie deur ‘n goedgekeurde agent op die elektroniese rekeningstelsel uitgevoer is.”.

8. Regulasie 9 van die Hoofregulasies word hierby deur die volgende regulasie vervang:

“9. Gelde met betrekking tot insae in of afskrifte van dokumente of insae in of afskrifte van dokumente deur die elektroniese toegangstelsel tot data en elektronies vasgelegde beelde van dokumente deur die Registrateur voorsien, kan op ‘n rekening betaal word, behoudens die voorwaardes wat die Registrateur voorskryf.”.

9. Regulasie 10 van die Hoofregulasies word hierby gewysig deur die volgende subregulasie na subregulasie (2) in te voeg:

“(3) Iemand wat deur die elektroniese toegangstelsel tot data en elektronies vasgelegde beelde van dokumente toegang verlang, moet ‘n rekening in regulasie 9 bedoel, open.”.

10. Regulasie 12 van die Hoofregulasies word hierby gewysig deur die woorde na paragraaf (d) deur die volgende woorde te vervang:

“is aan ‘n misdryf skuldig en by skuldigbevinding strafbaar met ‘n boete [van hoogstens R100] of met gevangenisstraf vir ‘n tydperk van hoogstens ses maande of met sowel sodanige boete as sodanige gevangenisstraf.”.

11. Regulasie 13 van die Hoofregulasies word hierby gewysig deur subregulasie (2) deur die volgende subregulasie te vervang:

“(2) Iemand wat dokumente insien by die Kantoor en wat wetens in besit is van skryfgereedskap en stryd met subregulasie (1), is aan ‘n misdryf skuldig en by skuldigbevinding strafbaar met ‘n boete [van hoogstens R50] of met gevangenisstraf vir ‘n tydperk van hoogstens drie maande of met sowel sodanige boete as sodanige gevangenisstraf.”.

12. Regulasie 16 van die Hoofregulasies word hierby gewysig deur die volgende voorbehoudsbepaling by te voeg:

“Met dien verstande dat met die toestemming van die gemelde direkteur enige sodanige dokument ook oorgeplaas kan word na ‘n ander goedgekeurde bewaringsplek.”.

13. Regulasie 19 van die Hoofregulasies word hierby gewysig deur die volgende subparagraph na subparagraph (ii) van paragraaf (b) van subregulasie (1) in te voeg:

“(iii) die naam van ‘n beslote korporasie wat gelyktydig in ‘n maatskappy omskep word.”.

14. Die volgende regulasie word hierby na regulasie 22 van die Hoofregulasies ingevoeg:

“22A. Die Registrateur mag die registrasienommer van ‘n maatskappy toegeken, hetsy ingevolge artikel 63 van die Wet, ‘n herroope wet of ingevolge ‘n administratiewe beslissing, verander of wysig, ten einde duplisering van sodanige nommers reg te stel of om enige ander oogmerk wat hy nodig of dienstig ag ten einde die oogmerke van die Wet ten opsigte van die register van maatskappye, te verwesenlik.”.

15. Regulasie 23 van die Hoofregulasies word hierby gewysig deur subregulasie (1) deur die volgende subregulasie te vervang:

“(1) Wanneer ‘n maatskappy die registrasie verlang van ‘n letterlike vertaling van sy naam in [die] enige een ander amptelike taal van die Republiek, of van ‘n verkorte vorm van daardie naam of die aldaar vertaalde naam, moet die maatskappy by spesiale besluit sy akte wysig deur die vertaalde naam of die verkorte vorm van sy naam of vertaalde naam, na gelang van die geval, daarin te voeg.”.

16. Die opskrif voor regulasie 25 word hierby deur die volgende opskrif vervang:

“WYSIGING VAN AANDELEKAPITAAL, VERKRYGING DEUR MAATSKAPPYE VAN EIE AANDELE EN BETALINGS AAN AANDEELHOUERS (Artikels 75, 85, 87 en 90)”.

17. Die volgende regulasie word hierby na regulasie 25 van die Hoofregulasies ingevoeg:

“25A. (1) ‘n Spesiale besluit wat ‘n maatskappy se statute wysig ten einde die maatskappy te magtig om verdere spesiale besluite te neem om ingevolge artikel 85 van die Wet aandele wat deur homself uitgereik is, te verkry of om ingevolge artikel 90 van die Wet betalings aan sy aandeelhouers te maak, moet op Vorm CM26 ingedien word.

(2) ‘n Spesiale besluit deur ‘n maatskappy wat die verkryging voor sy volgende algemene jaarvergadering of ‘n ander algemene vergadering, van aandele deur homself uitgereik, goedkeur, hetsoos as ‘n algemene goedkeuring of ‘n spesifieke goedkeuring vir ‘n bepaalde verkryging, moet op Vorm CM26 ingedien word.

(3) Die kennisgewing aan die Registrateur van aandele wat 'n maatskappy ingevolge artikel 85 en 87(5) van die Wet verkry het en van enige betaling aan aandeelhouers ingevolge artikel 90 van die Wet, moet op Vorm CM14A geskied.

(4) 'n Skriftelike verklaring onderteken deur die direkteure van die maatskappy, dat na hulle mening hulle tevrede is dat aan die vereistes van artikels 85(4) en 90(2) van die Wet voldoen is en sal word, moet Vorm CM 14A vergesel.

18. Die volgende regulasie word hierby na regulasie 25A van die Hoofregulasies ingevoeg:

"25B. (1) Tensy uit die samehang anders blyk, beteken in hierdie regulasie -

'aanbod' 'n aanbod deur die maatskappy aan sy aandeelhouers of sekere aandeelhouers om aandele te verkry wat deur hom uitgereik is;

'direkteure' die direkteure van die maatskappy wat die aanbod maak; en

'maatskappy' die maatskappy wat 'n aanbod aan sy aandeelhouers of sekere aandeelhouers maak om aandele te verkry wat deur hom uitgereik is.

(2) Die skriftelike aanbodsbrief in artikel 87(1)(a) van die Wet bedoel, het betrekking op aandele wat nie op 'n effektebeurs genoteer is nie en moet besonderhede van ten minste die volgende aangeleenthede bevat:

(a) Die naam en registrasienommer van die maatskappy.

(b) Die direkteure van die maatskappy op die datum van die aanbod.

(c) Die struktuur van die aandelekapitaal van die maatskappy voor die aanbod gemaak is.

(d) Ander verkrygings van aandele deur die maatskappy ingevolge artikel 85 van die Wet tydens daardie boekjaar, met inbegrip van -

- (i) besonderhede van die boekjaar van die maatskappy;
- (ii) datums van verkrygings;
- (iii) aandele aldus verkry ingevolge vorige verkrygings;
- (iv) die totale persentasie van uitgereikte aandele deur die maatskappy verkry deur vorige verkrygings tydens daardie boekjaar.

(e) Die bepalings van die aanbod en of dit 'n algemene aanbod aan al die aandeelhouers of 'n aanbod vir 'n spesifieke verkryging is, en besonderhede van die spesiale besluit en die datum van registrasie daarvan moet ook verstrekk word.

(f) Die aandele wat die maatskappy voorneem om te verkry wat aantoon die soort aandele (pari-waarde of aandele sonder pari-waarde), klas van aandele, prys aangebied en die bron van die teenprestasie waaruit die betaling gemaak word (kontant, aandelepremierekening, kapitaalflossingsreserwfonds, ander).

(g) Indien die aandeelhouer 'n filiaal van 'n ander maatskappy is -

- (i) die naam en registrasienommer van sy houermaatskappy;
- (ii) die wyse waarop hy 'n filiaal is;
- (iii) die direkteure van die houermaatskappy op die datum van die voorgenome verkryging; en

(iv) die struktuur van die aandelekapitaal van die houermaatskappy voor die voorgenome verkryging.

(h) Die redes vir die aanbod.

(i) Die uitwerking van die verkryging ten opsigte van -

(i) die struktuur van die kapitaal van die maatskappy; en

(ii) beheer, soos in artikel 440A van die Wet omskryf, voor en na die verkryging.

(j) 'n Verklaring ten opsigte van -

(i) die billike waarde van die gekonsilideerde bates van die maatskappy na die voorgenome verkryging; en

(ii) die billike waarde van die gekonsilideerde laste van die maatskappy na die voorgenome verkryging.

(k) 'n Beëdigde verklaring deur die direkteure dat hulle redelikerwys glo dat na die verkryging -

(i) die billike waarde van die gekonsilideerde bates van die maatskappy die billike waarde van die gekonsolideerde laste van die maatskappy sal oorskry; of

(ii) die maatskappy in die gewone loop van besigheid in staat sal wees om sy skulde te betaal.

(l) Inligting ten opsigte van die berekening van die voorgestelde aanbodprys op die datum van die aanbod en enige ander inligting wat wesenlik is of was om die aanbodprys te bepaal het.

(m) Enige ander inligting wat wesenlik is of mag wees ten opsigte van die besluit van die aangebode aandeelhouer om die aanbod te oorweeg.”.

19. Regulasie 28A van die Hoofregulasies word hierby gewysig deur subregulasie (3) deur die volgende subregulasie te vervang:

“(3) ‘n Maatskappy of die beampte daarvan aan wie ‘n kennisgewing bedoel in subregulasie (1) gestuur is en wat versuim of in gebreke gebly het om, binne die tydperk in die kennisgewing vermeld, die afskrif in te dien wat in daardie kennisgewing vereis word, is aan ‘n misdryf skuldig en by skuldigbevinding strafbaar met ‘n boet van [R20] R100.

20. Die volgende regulasie word hierby na regulasie 35 van die Hoofregulasies ingevoeg:

“35A.(1) Iemand wat ingevolge artikel 268B gelees met artikel 268E van die Wet aanstelling as sekretaris van ‘n publieke maatskappy aanvaar, moet sy toestemming tot sodanige aanstelling op Vorm CM27A by die Registrateur indien.

(2) Wanneer die sekretaris van ‘n publieke maatskappy gedurende ‘n boekjaar bedank of ontslaan word, moet die maatskappy Vorm CM27A wat die datum van bedanking of ontslag aantoon by die Registrateur indien.”.

21. Die volgende regulasie word hierby na regulasie 36 van die Hoofregulasies ingevoeg:

"36A. Die maksimum geld wat ingevolge artikel 140A.(5) van die Wet ten opsigte van die verstrekking van inligting gehef mag word, is een Rand vir die verstrekking van die verlangde inligting ten opsigte van elke genomineerde met 'n maksimum totale fooi van R1500."

22. Bylae 1 van die Hoofregulasies word hierby gewysig deur item 23 deur die volgende item te vervang:

"23. Registrasie van 'n bevel van die Hof (artikels [87,] 97, 252, 311 en 313)/20,00/CM18".

23. Bylae 2 van die Hoofregulasies word hierby gewysig deur Vorms CM13 en CM14 deur Vorm CM14A soos in die Aanhangsel hiervan vervat, te vervang.

24. Bylae 2 van die Hoofregulasies word hierby gewysig deur Vorm CM27A soos in die aanhangsel hiervan vervat, na Vorm CM27 in te voeg.

25. Bylae 2 van die Hoofregulasies word hierby gewysig deur Vorm CM36 te herroep.

26. Hierdie Regulasies tree op 30 Junie 1999 in werking.

REPUBLIEK VAN SUID-AFRIKA – REPUBLIC OF SOUTH AFRICA
MAATSKAPPYWET – COMPANIES ACT, 1973

Vorm Form CM14A

**OPGawe VAN VERKryGING DEUR 'N MAATSKAPPY VAN AANDELE DEUR HOM
UITGEREIK/BETALINGS AAN AANDEELHOUERS**

**RETURN OF ACQUISITIONS BY A COMPANY OF SHARES ISSUED BY IT/PAYMENTS TO
SHAREHOLDERS**

(Artikels/Sections 85, 87, 90)

Registrasienommer van Maatskappy
Registration Number of Company

Naam van Maatskappy

Name of Company _____

Acquisition/payment date:

Verkrygings/betalingssdatum _____

1. Gemagtigde kapitaal van maatskappy – Authorised capital of company:

PAR VALUE			
Getal aandele Number of Shares	Klas van aandele Class of shares	Nominale bedrag van elke aandeel Nominal amount of each share R	Gemagtigde kapitaal Authorised capital R
Totaal Total		Totaal Total	

NO PAR VALUE

Getal aandele Number of Shares	Klas van aandele Class of shares
Totaal Total	

Moet deur die Maatskappy ingevul word – To be completed by the Company

Erkenning van ontvangs van opgawe van verkryging van aandele deur hom uitgereik/betalings aan aandeelhouers, gedateer

Acknowledgment of receipt of return of acquisitions by a company of shares issued by it/payments to shareholders, dated

Naam van Maatskappy
Name of Company _____

Datum van ontvangst deur
Registrateur van Maatskappye

Date of receipt by Registrar of
Companies

Datumstempel van Registrasiekantoor vir Maatskappye

Date stamp of Companies
Registration Office

Registrateur van Maatskappye

Posadres
Postal address _____

Registrar of Companies

2. Uitgereikte kapitaal van maatskappy soos op die opgawe van toewysings gedateer
Issued capital of company as shown on the return of allotments dated _____

aangetoon

Opsomming van totale uitgereikte kapitaal soos op die opgawe van toewysings aangetoon:
Summary of total issued capital as shown on the return of allotments:

Bedrag van uitgereikte opbetaalde kapitaal – Amount of issued paid-up capital R _____
 Verklaarde kapitaal – Stated capital R _____
 Premierekening – Premium account R _____
 Totale uitgereikte kapitaal – Total issued capital R _____

3. Besonderhede van betalings wat nie in Deel 4 aangetoon is nie.

Particulars of payments not indicated in Part 4. _____

4. Besonderhede van verkryging van eie aandele deur die maatskappy uitgereik/betalings aan aandeelhouers.
Particulars of acquisition of own shares issued by the company/payments to shareholders.

PAR VALUE

Getal aandele Number of Shares	Klas van aandele Class of shares	Nomiale bedrag van elke aandeele Nominal amount of each share R	Bedrag van uitgereikte opbetaalde kapitaal Amount of issued paid-up capital R
Totaal Total		Totaal Total	

NO PAR VALUE

Getal aandele Number of Shares	Klas van aandele Class of shares	Uitreikings prys per aandeele Issue price per share R	Verklaarde kapitaal Stated capital R
Totaal Total		Totaal Total	

5. Uitgereikte kapitaal van maatskappy op datum van hierdie opgawe:/Issued capital of company at date of this return:**PAR VALUE**

Getal aandele Number of Shares	Klas van aandele Class of shares	Nomiale bedrag van elke aandeele Nominal amount of each share R	Bedrag van uitgereikte opbetaalde kapitaal Amount of issued paid-up capital R
Totaal Total		Totaal Total	

NO PAR VALUE

Getal aandele Number of Shares	Klas van aandele Class of shares	Uitreikings prys per aandeele Issue price per share R	Verklaarde kapitaal Stated capital R
Totaal Total		Totaal Total	

**Opsomming van totale uitgereikte kapitaal op datum van hierdie opgawe:
Summary of issued capital as at the date of this return:**

Bedrag van uitgereikte opbetaalde kapitaal – Amount of issued paid-up capital	R _____
Verklaarde kapitaal – Stated capital	R _____
Premierekening – Premium account	R _____
Totale uitgereikte kapitaal – Total issued capital	R _____

Datum
Date _____

Korrekt gesertifiseer
Certified correct
Handtekening
Signature

Rubberstempel van maatskappy, as daar is, of van sekretarisse.
Rubber stamp of company, if any, or of secretaries

Direkteur/Bestuurder/Sekretaris – Director/Manager/Secretary

REPUBLIC OF SOUTH AFRICA COMPANIES ACT, 1973
REPUBLIEK VAN SUID-AFRIKA MAATSKAPPYWET, 1973.

Vorm Form CM27A

NOTICE OF CONSENT TO APPOINTMENT, CHANGE OF NAME, OR RESIGNATION BY COMPANY SECRETARY OR REMOVAL OF COMPANY SECRETARY

KENNISGEWING VAN TOESTEMMING TOT AANSTELLING, VERANDERING VAN NAAM OF BEDANKING DEUR MAATSKAPPY SEKRETARIS OF ONTSLAG VAN MAATSKAPPY SEKRETARIS

(SECTIONS 268B AND 268I – ARTIKELS 268A EN 268I)

Name of company:

Naam van maatskappy:

No. _____

A. Consent/Toestemming

I hereby consent to my appointment as company secretary of the above-named company.

I certify that I am not disqualified in terms of section 268F of the Companies Act, 1973 from being a company secretary.

Ek stem hierby toe tot my aanstelling as maatskappy sekretaris van bovenoemde maatskappy.

Ek certifiseer dat ek nie ingevolge artikel 268F van die Maatskappwyet, 1973 gediskwalifiseer is om as maatskappy sekretaris aangestel te word nie.

Signed:

Onderteken:

(To be signed by company secretary personally/Moet persoonlik deur die maatskappy sekretaris onderteken word)

Date:

Datum:

B. Particulars of company secretary/Besonderhede van maatskappy sekretaris

1. Surname – Name of partnership/body corporate
Van – Naam van vennootskap/regspersoon

2. Full forenames of person who qualifies/
Volle voorname van persoon wat kwalificeer

3. Former surname and forenames/Vorige van en voorname

4. Identity number or, if not available, date of birth/Registration No. of body corporate
Identiteitsnommer of, indien nie beskikbaar nie, geboortedatum/Registrasie No. van regspersoon

Year Jaar	Month Maand	Day Dag					

5. Date of appointment/Datum van aanstelling

6. Residential address/Woonadres

7. Business address/Besigheidsadres

8. Postal address/Posadres

9. Nationality/Nasionaliteit
(If not South African/Indien nie Suid-Afrikaans nie)

10. Telephone number/Telefoonnummer

C. Resignation or removal of company secretary/Bedanking of ontslag van maatskappy sekretaris

The company secretary, particulars of which are stated in part B, has resigned with effect from / has been removed from office with effect from /Die maatskappy sekretaris, die besonderhede waarvan in deel B vermeld word, het met ingang van bedank/is met ingang van uit sy amp ontslaan.

Date/Datum _____

Signature/Handtekening _____

Director/Direkteur/Officer/Beampte

(To be completed by the company secretary/director/officer, as the case may be, and lodged with the Registrar/Moet deur die maatskappy sekretaris/direkteur/beampte, na gelang van die geval, ingeval en by die Registrateur ingedien word).

Notice of, consent to appointment, change of name or resignation by company secretary or removal of company secretary dated
Kennisgewing van toestemming tot aanstelling, verandering van naam of bedanking deur maatskappy sekretaris of ontslag van maatskappy sekretaris gedateer

Name of secretary and company/

Naam van sekretaris en maatskappy

Postal address/Posadres:

.....

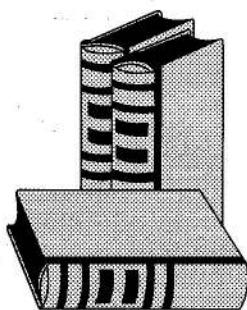
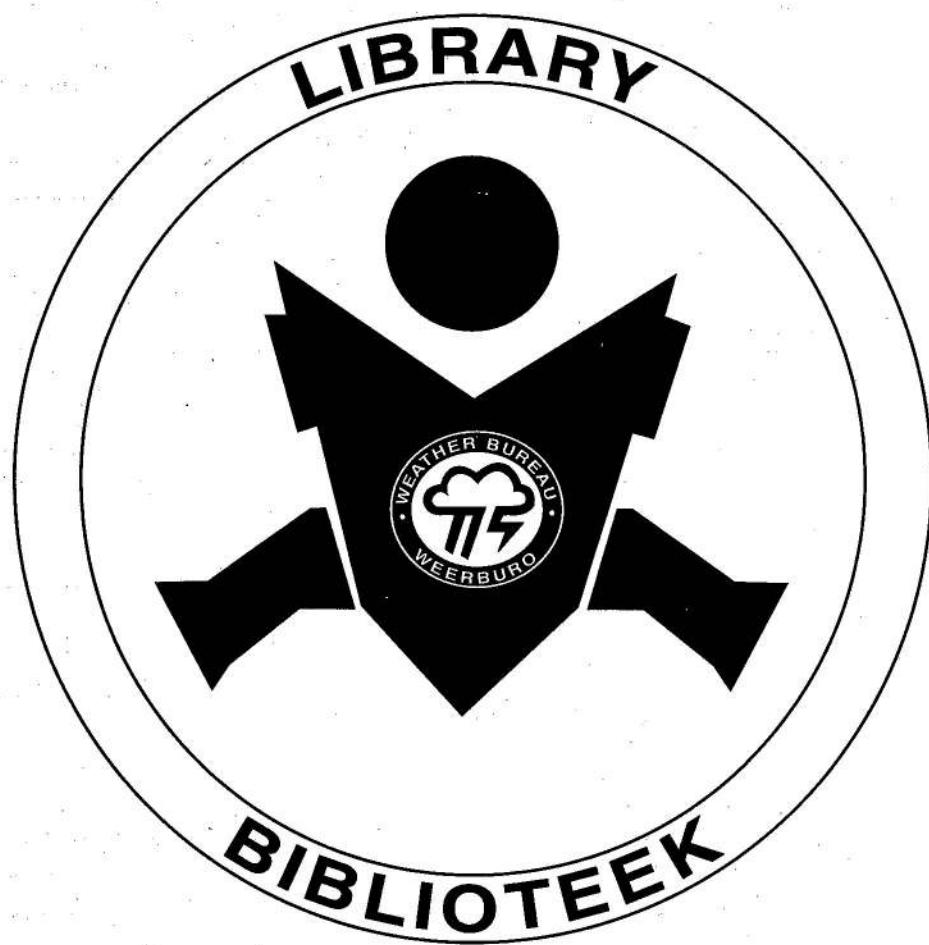
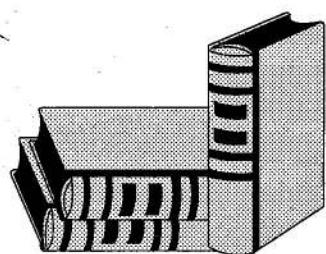
.....

Return received/Opgawe ontvang

Date stamp of Companies
Registration Office/Datumstempel
van Registrasiekantoor vir
Maatskappy

Invalid if not stamped/Ongeldig
indien nie gestempel nie

Where is the largest amount of meteorological information in the whole of South Africa available?



Waar is die meeste weerkundige inligting in die hele Suid-Afrika beskikbaar?

Keep South Africa Clean

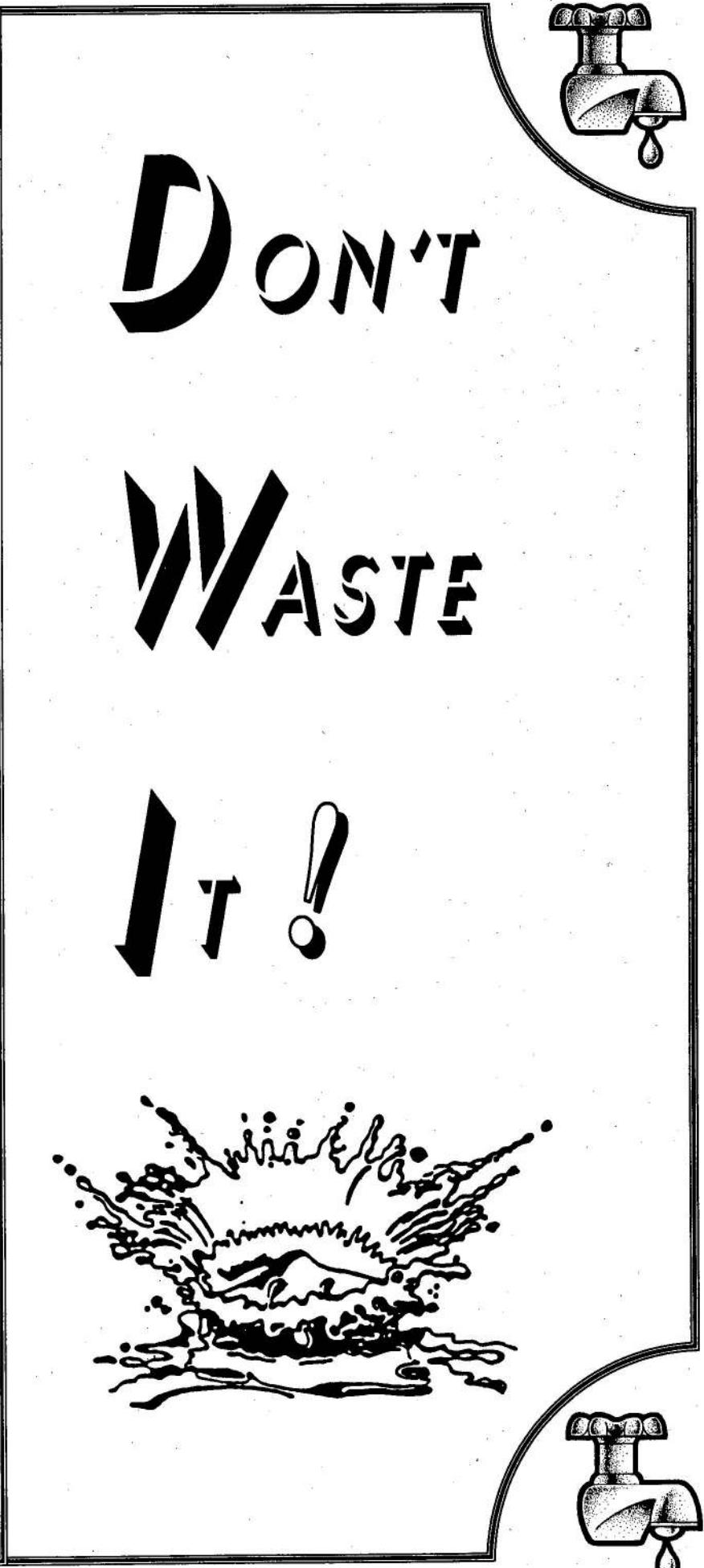
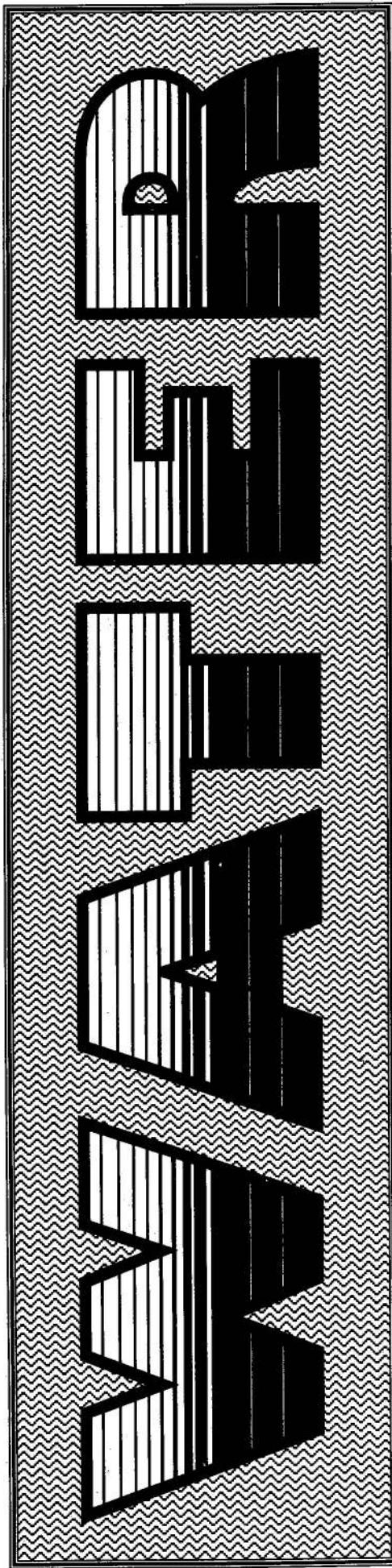


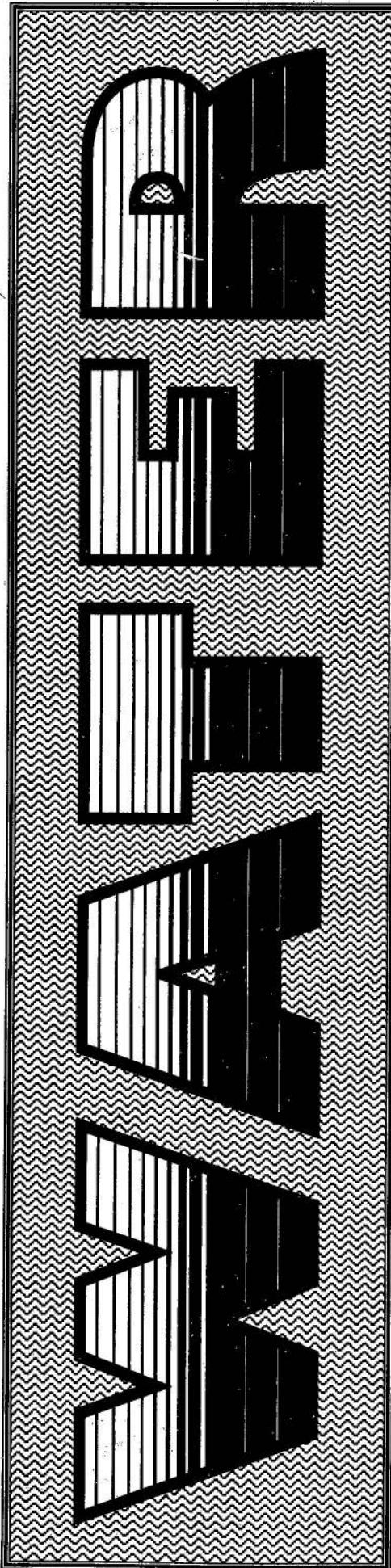
Throw trash where it belongs

Hou Suid-Afrika Skoon



Gooi rommel waar dit hoort





WERK
SPAARSAAM
DAARMEE !



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