



GOVERNMENT GAZETTE

OF THE REPUBLIC OF SOUTH AFRICA

REPUBLIEK VAN SUID-AFRIKA

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No. 9634

STATE PRESIDENT'S OFFICE

No. 646.

27 March 1985

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

No. 1 of 1985: Stock Exchanges Control Act, 1985.

KANTOOR VAN DIE STAATSPRESIDENT

No. 646.

27 Maart 1985

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

No. 1 van 1985: Wet op Beheer van Effektebeurse, 1985.

ACT

To consolidate the laws relating to the regulation and control of stock exchanges and of the business of stock-brokers and of certain lenders of money against the security of securities; and to provide for matters connected therewith.

*(Afrikaans text signed by the State President.)
(Assented to 12 March 1985.)*

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

Definitions.

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

- (i) "arbitrage transaction" means a purchase or sale by a person on his own account of securities on one stock exchange with intent to sell or buy those securities on another stock exchange to profit by the difference between the prices of those securities on such stock exchanges; (i) 5
- (ii) "bear sale" means a sale— 10
 - (a) of listed securities of which the seller is not the owner at the time the sale is entered into, and of which he is not at that time entitled to become the owner by virtue of an inheritance or in terms of a transaction entered into before the sale is effected; 15 or
 - (b) of listed securities which, when aggregated with other sales of the same securities in respect of which delivery has not yet been made at the time of such sale, is a sale of securities in excess of 20 securities of which the seller is the owner or so entitled to become the owner, the seller being, in the case of a sale entered into by a stock-broker for a person who is directly or indirectly acting on behalf of another person, such last-mentioned 25 person; (iii)
- (iii) "business day", in relation to a stock exchange, means any day except a Sunday, Saturday or public holiday or any other day on which that stock exchange is closed; (ii) 30
- (iv) "carrier against shares" means a person who carries on the business of lending money against the security of securities, excluding—
 - (i) the South African Reserve Bank;
 - (ii) any person registered or provisionally registered as 35 a banking institution under the Banks Act, 1965 (Act No. 23 of 1965);

WET

Tot samevatting van die wette met betrekking tot die reëling en beheer van effektebeurse en van die besigheid van effektemakelaars en van sekere geldskieters teen sekuriteit van effekte; en om voorsiening te maak vir aangeleenthede wat daarmee in verband staan.

(Afrikaanse teks deur die Staatspresident geteken.)
(Goedgekeur op 12 Maart 1985.)

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

1. In hierdie Wet, tensy uit die samehang anders blyk, beteken— Woordbepalings.

- 5 (i) “arbitrasie-transaksie” ’n koop of verkoop van effekte deur iemand vir eie rekening op een effektebeurs met die doel om daardie effekte op ’n ander effektebeurs te verkoop of te koop om ’n wins te maak uit die verskil tussen die pryse van daardie effekte op sodanige effektebeurse; (i)
- 10 (ii) “besigheidsdag”, met betrekking tot ’n effektebeurs, enige dag behalwe ’n Sondag, Saterdag of openbare feesdag of enige ander dag waarop daardie effektebeurs gesluit is; (iii)
- 15 (iii) “daalverkoop” ’n verkoop—
 - (a) van genoteerde effekte waarvan die verkoper nie ten tyde van die aangaan van die verkoop die eienaar is nie en ten opsigte waarvan hy ook nie op daardie tydstip geregtig is om uit hoofde van ’n erflating of ingevolge ’n transaksie wat aangegaan is voordat die verkoop bewerkstellig is, die eienaar te word nie; of
 - 20 (b) van genoteerde effekte wat, wanneer dit saamgevoeg word met ander verkope van dieselfde effekte ten opsigte waarvan lewering nog nie ten tyde van dié verkoop geskied het nie, ’n verkoop is van effekte wat meer is as die effekte waarvan die verkoper die eienaar is of ten opsigte waarvan hy aldus geregtig is om die eienaar te word,
 - 30 terwyl die verkoper, in die geval van ’n verkoop aangegaan deur ’n effektemakelaar vir iemand wat regstreeks of onregstreeks namens iemand anders optree, laasgenoemde persoon is; (ii)
- 35 (iv) “effekte” ook aandele, skuldbriewe (hetsy uitgegee deur die Staat of ’n maatskappy met ’n aandeelkapitaal of ’n ander regspersoon of vereniging van persone), notas, effekte-eenhede wat in die plek van aandele uitgegee is, en opsies op effekte of aandele of op sodanige skuldbriewe, notas of eenhede, asook regte daarop,
- 40 maar uitgesonderd—

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- (iii) any building society registered under the Building Societies Act, 1965 (Act No. 24 of 1965); or
- (iv) any person registered as an insurer under the Insurance Act, 1943 (Act No. 27 of 1943); (ix)
- (v) "cash sale price", in relation to any securities and a particular time, means the sale price of those securities last recorded on the stock exchange in question as a cash sale price at that time; (xiii) 5
- (vi) "committee", in relation to a stock exchange, means the executive authority managing the affairs of that stock exchange; (xii) 10
- (vii) "*Gazette*" includes the *Official Gazette* of the Territory; (xxi)
- (viii) "licensed stock exchange" means a stock exchange to which a stock exchange licence has been issued; (x) 15
- (ix) "listed securities" means securities included in the list of securities kept by the committee of a licensed stock exchange in terms of section 16 (a); (xi)
- (x) "minimum cover", in relation to any amount, means—
 - (a) securities of which the prices are quoted in the list 20 issued under the authority of a licensed stock exchange and which are of a value of not less than that amount; or
 - (b) in connection with a bear sale, such securities which are of a value of not less than that amount, 25 or cash which is not less than that amount, or such securities and, in so far as the value thereof is less than that amount, cash which is not less than the difference,

and for the purposes of this definition the value of securities of the Government of the Republic and of any institution or body contemplated in section 84 (1) (f) of the Provincial Government Act, 1961 (Act No. 32 of 1961), within the Republic or the Territory, and of any statutory corporation designated by the Minister by notice in the *Gazette*, shall be deemed to be 90 per cent, and the value of any other securities 50 per cent, of the amount they would realize at the buyer's price thereof last so quoted, or, in the case of such other securities, and for the purposes of section 23, 24 (3) or 31, the other percentage or different percentages of the last-mentioned amount which the Minister may, after consultation with the committee of a stock exchange, from time to time by notice in the *Gazette* determine and which shall apply from the date specified in the notice, but not being earlier than 14 days after the publication of the notice; (xv) 30

- (xi) "Minister" means the Minister of Finance; (xvi)
- (xii) "odd-lot transaction" means a transaction effected by a stock-broker on his own account for — 50
 - (a) a purchase or sale of shares in quantities of less than 100 in number or of securities, other than shares, of a nominal value of less than R100; or
 - (b) a sale of shares in the quantity of 100 in number or of securities, other than shares, of a nominal value of R100, where such stock-broker is at the time of such sale the owner of a portion of such shares or securities; or
 - (c) a purchase of shares in the quantity of 100 in number or of securities, other than shares, of a nominal value of R100, with intent to sell them in quantities of less than 100 in number or of a nominal value of less than R100; (xiv) 60

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- (i) aandele in 'n private maatskappy; of
- (ii) effekte of aandele in 'n openbare maatskappy wat nie verkry of oorgedra kan word nie sonder die toestemming of goedkeuring van die direkteure of verteenwoordigers van die maatskappy, behalwe sodanige toestemming of goedkeuring wat by, kragtens of uit hoofde van 'n wet vereis word, of opsies of regte op sodanige effekte of aandele; (xviii)
- (v) "effektebeurs"—
 - (i) met betrekking tot 'n perseel van 'n gelisensieerde effektebeurs, die een plek op daardie perseel wat deur die komitee van daardie effektebeurs erken word as die plek waar met genoteerde effekte sake gedoen kan word; en
 - (ii) met betrekking tot persone, 'n aantal persone wat of vir eie rekening of ten behoeve van hul werkgewers met gereelde of ander tussenpose byeenkom met die doel om ten behoeve van ander persone of vir eie rekening effekte aan te koop en te verkoop; (xx)
- (vi) "effektebeurslisensie" 'n lisensie wat ingevolge artikel 9 uitgereik is; (xxi)
- (vii) "effektemakelaar" iemand wat 'n lid is van 'n gelisensieerde effektebeurs en kragtens die reëls van dié effektebeurs gemagtig is om die besigheid te dryf van koop en verkoop van effekte ten behoeve van ander persone of vir eie rekening of ten behoeve van ander persone en vir eie rekening; (xix)
- (viii) "Gebied" die gebied Suidwes-Afrika; (xxii)
- (ix) "geldskietier teen aandele" iemand wat die besigheid dryf van geld uitleen op sekuriteit bestaande uit effekte, maar uitgesonderd—
 - (i) die Suid-Afrikaanse Reserwebank;
 - (ii) iemand wat kragtens die Bankwet, 1965 (Wet No. 23 van 1965), as 'n bankinstelling geregistreer of voorlopig geregistreer is;
 - (iii) 'n bouvereniging wat kragtens die Bouverenigingswet, 1965 (Wet No. 24 van 1965), geregistreer is; of
 - (iv) iemand wat kragtens die Versekeringswet, 1943 (Wet No. 27 van 1943), as 'n versekeraar geregistreer is; (iv)
- (x) "gelisensieerde effektebeurs" 'n effektebeurs waaraan 'n effektebeurslisensie uitgereik is; (viii)
- (xi) "genoteerde effekte" effekte wat opgeneem is in die lys van effekte wat deur die komitee van 'n gelisensieerde effektebeurs ingevolge artikel 16 (a) gehou word; (ix)
- (xii) "komitee", met betrekking tot 'n effektebeurs, die uitvoerende gesag wat die sake van daardie effektebeurs bestuur; (vi)
- (xiii) "kontant-verkoopprys", met betrekking tot enige effekte en 'n bepaalde tydstop, die verkoopprys van daardie effekte wat laaste aangeteken is op die betrokke effektebeurs as 'n kontant-verkoopprys op daardie tydstop; (v)
- (xiv) "los-hoeveelhede-transaksie" 'n transaksie deur 'n effektemakelaar vir eie rekening bewerkstellig vir—
 - (a) 'n koop of verkoop van aandele in hoeveelhede minder as 100 in getal of van effekte, behalwe aandele, met 'n nominale waarde van minder as R100; of
 - (b) 'n verkoop van aandele in 'n hoeveelheid van 100 in getal of van effekte, behalwe aandele, met 'n nominale waarde van R100, waar sodanige effektemakelaar ten tyde van sodanige verkoop eienaar van 'n gedeelte van dié aandele of effekte is; of
 - (c) 'n koop van aandele in 'n hoeveelheid van 100 in getal of van effekte, behalwe aandele, met 'n nominale waarde van R100, met die doel om hulle

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- (xiii) "prescribed" means prescribed by regulation; (xxiii)
- (xiv) "president", in relation to a stock exchange, means the person for the time being at the head of the committee of such exchange; (xvii)
- (xv) "Registrar" means the officer in charge of the Office of Financial Institutions in the Department of Finance and known as the Registrar of Financial Institutions; (xviii) 5
- (xvi) "regulation" means a regulation made under section 51; (xix)
- (xvii) "Republic" includes the Territory; (xx) 10
- (xviii) "securities" includes stocks, shares, debentures (whether issued by the State or a company having a share capital or any other body corporate or association of persons), notes, units of stock issued in place of shares, and options on stocks or shares or on such debentures, notes or units, and rights thereto, but excluding— 15
 - (i) shares in a private company; or
 - (ii) stocks or shares in a public company which cannot be acquired or transferred without the consent or approval of the directors or representatives of the company, other than such consent or approval required by, under or by virtue of any law, or options on or rights to such stocks or shares; (iv) 20
- (xix) "stock-broker" means any person who is a member of a licensed stock exchange and is under the rules of that stock exchange authorized to carry on the business of buying and selling securities on behalf of other persons or on his own account, or on behalf of other persons and on his own account; (vii) 25 30
- (xx) "stock exchange" means —
 - (i) in relation to premises of a licensed stock exchange, the one place in those premises which is recognized by the committee of that stock exchange to be the place where dealings in listed securities may take place; and 35
 - (ii) in relation to persons, a number of persons who either on their own account or on behalf of their employers, congregate at intervals, regular or other, for the purpose of buying and selling securities on behalf of other persons or on their own account; (v) 40
- (xxi) "stock exchange licence" means a licence issued in terms of section 9; (vi)
- (xxii) "Territory" means the territory of South-West Africa; 45 (viii)
- (xxiii) "Treasury" means an officer of the Department of Finance authorized by the Minister to perform the functions assigned to the Treasury in this Act. (xxii) 50

Control by and
appeal to
Minister.

2. (1) The Registrar shall exercise all the powers and perform all the duties assigned to or imposed upon him by this Act, subject to the control of the Minister. 50

(2) There shall be a right of appeal to the Minister against a decision of the Registrar, and such appeal shall be prosecuted in the manner and within the time prescribed. 55

Restriction on
right to carry on
business of
stock exchange
or of buying
and selling
securities or
of carrier
against shares.

3. (1) No person shall carry on the business of a stock exchange except under a stock exchange licence.

(2) No person shall carry on the business of buying and selling listed securities (other than securities of a kind mentioned in subsection (3)) on behalf of other persons or on his own account, unless— 60

(a) in the case of such buying and selling on behalf of other persons, he is a stock-broker; or

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- te verkoop in hoeveelhede minder as 100 in getal of met 'n nominale waarde van minder as R100; (xii)
- (xv) "minimum dekking", met betrekking tot 'n bedrag —
- 5 (a) effekte waarvan die pryse genoteer word op die lys wat op gesag van 'n gelisensieerde effektebeurs uitgereik word, en waarvan die waarde nie minder as daardie bedrag bedra nie; of
- 10 (b) in verband met 'n daalverkoop, sodanige effekte waarvan die waarde nie minder as daardie bedrag bedra nie, of kontant wat nie minder as dié bedrag is nie, of sodanige effekte en, vir sover die waarde daarvan minder as dié bedrag bedra, kontant wat nie minder as die verskil is nie,
- 15 en by die toepassing van hierdie woordbepaling word die waarde van effekte van die Regering van die Republiek en van 'n instelling of liggaam beoog in artikel 84 (1) (f) van die Wet op Provinsiale Bestuur, 1961 (Wet No. 32 van 1961), binne die Republiek of die Gebied, asook van 'n by wet ingestelde korporasie deur die Minister by kennisgewing in die *Staatskoerant* aangewys, geag 90 persent, en die waarde van enige ander effekte geag 50 persent, te wees van die bedrag wat hulle sou oplewer teen die kopersprys daarvan wat die
- 20 laaste aldus genoteer is, of, in die geval van sodanige ander effekte, en by die toepassing van artikel 23, 24 (3) of 31, geag die ander persentasie of verskillende persentasies van laasgenoemde bedrag te wees wat die Minister na oorlegpleging met die komitee van 'n effektebeurs van tyd tot tyd by kennisgewing in die *Staatskoerant* bepaal en wat geld vanaf die datum in die kennisgewing vermeld, maar wat nie eerder mag wees nie as 14 dae na die afkondiging van die kennisgewing; (x)
- 30 (xvi) "Minister" die Minister van Finansies; (xi)
- 35 (xvii) "president", met betrekking tot 'n effektebeurs, die persoon wat die diensdoende hoof van die komitee van sodanige beurs is; (xiv)
- (xviii) "Registrateur" die beampte aan die hoof van die Kantoor vir Finansiële Instellings in die Departement van Finansies en wat die Registrateur van Finansiële instellings heet; (xv)
- 40 (xix) "regulasie" 'n regulasie kragtens artikel 51 uitgevaardig; (xvi)
- (xx) "Republiek" ook die Gebied; (xvii)
- 45 (xxi) "Staatskoerant" ook die *Offisiële Koerant* van die Gebied; (vii)
- (xxii) "Tesourie" 'n amptenaar van die Departement van Finansies wat deur die Minister gemagtig is om die werksaamhede wat in hierdie Wet aan die Tesourie toegewys word, te verrig; (xxiii)
- 50 (xxiii) "voorgeskrif" by regulasie voorgeskryf; en het "voorgeskrewe" 'n ooreenstemmende betekenis. (xiii)

2. (1) Die Registrateur oefen al die bevoegdhede uit en verrig al die pligte wat by hierdie Wet aan hom opgedra of hom opgelê word, onderworpe aan die beheer van die Minister.

Beheer deur en appél na Minister.

(2) Daar is 'n reg van appél na die Minister teen 'n besluit van die Registrateur, en sodanige appél word voortgesit op die wyse en binne die tydperk voorgeskryf.

3. (1) Niemand mag die besigheid van 'n effektebeurs dryf nie behalwe kragtens 'n effektebeurslisensie.

Beperking op reg om besigheid te dryf as effektebeurs of van koop en verkoop van effekte of as geldskietster teen aandele.

(2) Niemand mag die besigheid van die koop en verkoop van genoteerde effekte (uitgesonderd effekte van 'n soort in subartikel (3) vermeld) ten behoeve van ander persone of vir eie rekening dryf nie tensy hy—

65 (a) in die geval van sodanige koop en verkoop ten behoeve van ander persone, 'n effektemakelaar is; of

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- (b) in the case of such buying and selling on his own account, he is a stock-broker and the buying and selling is effected as is contemplated in section 12 (1) (d) (i), (ii), (iii), (iv) or (v), or he is a person other than a stock-broker and the buying and selling is effected through a stock-broker; or
- (c) he is a merchant bank registered otherwise than provisionally under the Banks Act, 1965 (Act No. 23 of 1965), and such buying and selling is effected in accordance with such conditions as the Registrar may from time to time determine, and is restricted to transactions entered into—
- (i) to give effect to a reconstruction of a company by the issue of new shares or a take-over by one company of another or a merger of two or more companies; or
 - (ii) with a view to the taking over of a company as regards control of its management, policy or business; or
 - (iii) on behalf of or with persons investments of whom are administered by such merchant bank for remuneration.
- (3) No person shall carry on the business of buying and selling, on his own account and otherwise than through a stock-broker, listed securities issued by—
- (a) the Government of the Republic; or
 - (b) an institution or body contemplated in section 84 (1) (f) of the Provincial Government Act, 1961 (Act No. 32 of 1961), within the Republic or the Territory; or
 - (c) the Electricity Supply Commission; or
 - (d) the Rand Water Board; or
 - (e) the Land and Agricultural Bank of South Africa; or
 - (f) the Industrial Development Corporation of South Africa, Limited; or
 - (g) any other institution designated by the Registrar by notice in the *Gazette*,
- unless he is—
- (i) a stock-broker; or
 - (ii) a merchant bank registered otherwise than provisionally under the Banks Act, 1965; or
 - (iii) a discount house registered as such under the Banks Act, 1965; or
 - (iv) an institution or body contemplated in section 84 (1) (f) of the Provincial Government Act, 1961, within the Republic or the Territory; or
 - (v) the Rand Water Board or the Electricity Supply Commission or the Land and Agricultural Bank of South Africa; or
 - (vi) a management company registered under the Unit Trusts Control Act, 1981 (Act No. 54 of 1981); or
 - (vii) any other person who is required in terms of any law to hold such securities; or
 - (viii) a person approved by the Registrar on such conditions as he may determine.
- (4) No person shall carry on the business of buying and selling on behalf of other persons listed securities of a kind mentioned in subsection (3) unless he is—
- (a) a stock-broker; or
 - (b) a merchant bank registered otherwise than provisionally under the Banks Act, 1965; or
 - (c) a person approved by the Registrar on such conditions as he may determine.
- (5) No person shall carry on the business of buying and selling securities, other than listed securities, unless he is—
- (a) a stock-broker; or
 - (b) a merchant bank registered otherwise than provisionally under the Banks Act, 1965; or
 - (c) a discount house registered as such under the Banks Act, 1965.

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- (b) in die geval van sodanige koop en verkoop vir eie rekening, 'n effektemakelaar is en die koop en verkoop geskied soos beoog word in artikel 12 (1) (d) (i), (ii), (iii), (iv) of (v), of iemand anders as 'n effektemakelaar is en die koop en verkoop deur bemiddeling van 'n effektemakelaar geskied; of
- (c) 'n aksepbank is wat anders as voorlopig kragtens die Bankwet, 1965 (Wet No. 23 van 1965), geregistreer is, en sodanige koop en verkoop geskied ooreenkomstig die voorwaardes wat die Registrateur van tyd tot tyd bepaal, en beperk is tot transaksies aangegaan—
- (i) om uitvoering te gee aan 'n rekonstruksie van 'n maatskappy deur die uitgifte van nuwe aandele of 'n oorname deur een maatskappy van 'n ander of 'n samesmelting van twee of meer maatskappye; of
- (ii) met die oog op die oorname van 'n maatskappy wat betref beheer van sy bestuur, beleid of besigheid; of
- (iii) ten behoeve van of met persone van wie beleggings deur sodanige aksepbank teen vergoeding geadministreer word.
- (3) Niemand mag die besigheid van die koop en verkoop, vir eie rekening en anders as deur bemiddeling van 'n effektemakelaar, van genoteerde effekte uitgegee deur—
- (a) die Regering van die Republiek; of
- (b) 'n instelling of liggaam beoog in artikel 84 (1) (f) van die Wet op Provinsiale Bestuur, 1961 (Wet No. 32 van 1961), binne die Republiek of die Gebied; of
- (c) die Elektrisiteitsvoorsieningskommissie; of
- (d) die Randwaterraad; of
- (e) die Land- en Landboubank van Suid-Afrika; of
- (f) die Nywerheid-ontwikkelingskorporasie van Suid-Afrika, Beperk; of
- (g) 'n ander instelling deur die Registrateur by kennisgewing in die *Staatskoerant* aangewys,
- dryf nie, tensy hy—
- (i) 'n effektemakelaar is; of
- (ii) 'n aksepbank is wat anders as voorlopig kragtens die Bankwet, 1965, geregistreer is; of
- (iii) 'n diskontohuis is wat as sodanig kragtens die Bankwet, 1965, geregistreer is; of
- (iv) 'n instelling of liggaam is, beoog in artikel 84 (1) (f) van die Wet op Provinsiale Bestuur, 1961, binne die Republiek of die Gebied; of
- (v) die Randwaterraad of die Elektrisiteitsvoorsieningskommissie of die Land- en Landboubank van Suid-Afrika is; of
- (vi) 'n bestuursmaatskappy is wat kragtens die Wet op Beheer van Effekte-trustskemas, 1981 (Wet No. 54 van 1981), geregistreer is; of
- (vii) iemand anders is wat ingevolge die een of ander wet verplig is om sodanige effekte te hou; of
- (viii) iemand is wat deur die Registrateur goedgekeur is op die voorwaardes wat hy bepaal.
- (4) Niemand mag die besigheid van die koop en verkoop, ten behoeve van ander persone, van genoteerde effekte van 'n soort in subartikel (3) vermeld, dryf nie tensy hy—
- (a) 'n effektemakelaar is; of
- (b) 'n aksepbank is wat anders as voorlopig kragtens die Bankwet, 1965, geregistreer is; of
- (c) iemand is wat deur die Registrateur goedgekeur is op die voorwaardes wat hy bepaal.
- (5) Niemand mag die besigheid van die koop en verkoop van effekte, uitgesonderd genoteerde effekte, dryf nie tensy hy—
- (a) 'n effektemakelaar is; of
- (b) 'n aksepbank is wat anders as voorlopig kragtens die Bankwet, 1965, geregistreer is; of
- (c) 'n diskontohuis is wat as sodanig kragtens die Bankwet, 1965, geregistreer is.

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(6) No person shall carry on the business of a carrier against shares unless he is—

- (a) a stock-broker; or
- (b) the holder of a licence referred to in section 33.

(7) For the purposes of the preceding provisions of this section—

- (a) a person shall not be deemed to be carrying on the business of buying and selling securities unless, in the opinion of the Registrar—
 - (i) it is a regular feature of his business to buy and sell securities on behalf of other persons or on his own account or on behalf of other persons and on his own account; and
 - (ii) he holds himself out to members of the public as a person who buys and sells securities;
- (b) the buying and selling of securities by a management company registered under the Unit Trusts Control Act, 1981, for the unit portfolio of such company shall be deemed to be buying and selling on such company's own account.

(8) Nothing in subsections (1) to (6), inclusive, contained shall in any way restrict the buying and selling of listed securities on behalf of other persons through a stock-broker.

Restrictions on administration and custody of investments in listed securities on behalf of other persons.

4. (1) No person shall, as a regular feature of his business, administer or hold in safe custody on behalf of any other person any investments in listed securities or any investments of which listed securities form part unless he is—

- (a) a stock-broker; or
- (b) a banking institution registered under the Banks Act, 1965 (Act No. 23 of 1965); or
- (c) a company which is registered as a management company under the Unit Trusts Control Act, 1981 (Act No. 54 of 1981), or a company or institution which is registered as a trustee under that Act; or
- (d) an attorney practising as such on his own account or in partnership or as a member of a professional company; or
- (e) an accountant or auditor registered in terms of the Public Accountants' and Auditors' Act, 1951 (Act No. 51 of 1951), as an accountant and auditor and engaged in public practice as such; or
- (f) a person approved by the Registrar or a person who is a member of a category of persons approved by the Registrar,

and complies with such conditions as the Minister may determine from time to time by notice in the *Gazette*.

(2) For the purposes of subsection (1) it shall be deemed that the administration or safe custody of listed securities is not a regular feature of the business of any person—

- (a) unless he—
 - (i) either for himself or for any other person, directly or indirectly, canvasses or advertises or touts for any work being the administration or safe custody of such securities; or
 - (ii) receives any valuable consideration (other than fees normally charged by an attorney or an accountant or auditor referred to in subsection (1) for services rendered) for the administration or custody of such securities; or
- (b) if such securities form part of the assets—
 - (i) in any deceased or insolvent estate and he is the executor, administrator or trustee concerned or a person administering or holding in safe custody such securities on behalf of that executor, administrator or trustee; or

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- (6) Niemand mag die besigheid van geldskierter teen aandele dryf nie tensy hy—
 (a) 'n effektemakelaar is; of
 (b) die houer is van 'n lisensie in artikel 33 bedoel.
- 5 (7) By die toepassing van die voorafgaande bepalings van hierdie artikel—
 (a) word 'n persoon nie geag die koop en verkoop van effekte as besigheid te dryf nie tensy, na die-Registrateur se oordeel—
 10 (i) dit 'n staande kenmerk van sy besigheid is om effekte ten behoeve van ander persone of vir eie rekening of ten behoeve van ander persone en vir eie rekening te koop en verkoop;
 (ii) hy homself aan lede van die publiek voordoen as
 15 'n persoon wat effekte koop en verkoop; en
 (b) word die koop en verkoop van effekte deur 'n bestuursmaatskappy wat kragtens die Wet op Beheer van Effekte-trustskemas, 1981, geregistreer is, vir die effektegroep van sodanige bestuursmaatskappy, geag koop en
 20 verkoop vir sodanige maatskappy se rekening te wees.
- (8) Die bepalings van subartikels (1) tot en met (6) beperk op geen wyse die koop en verkoop van genoteerde effekte ten behoeve van ander persone deur bemiddeling van 'n effektemakelaar nie.
- 25 4. (1) Niemand mag, as 'n staande kenmerk van sy besigheid, beleggings in genoteerde effekte of beleggings waarvan genoteerde effekte 'n deel uitmaak, namens iemand anders administreer of in veilige bewaring hou nie tensy hy—
 (a) 'n effektemakelaar is; of
 30 (b) 'n bankinstelling is wat kragtens die Bankwet, 1965 (Wet No. 23 van 1965), geregistreer is; of
 (c) 'n maatskappy is wat as 'n bestuursmaatskappy kragtens die Wet op Beheer van Effekte-trustskemas, 1981 (Wet No. 54 van 1981), geregistreer is, of 'n maatskappy of instelling is wat as 'n trustee kragtens daardie
 35 Wet geregistreer is; of
 (d) 'n prokureur is wat vir eie rekening of in vennootskap of as lid van 'n professionele maatskappy as prokureur praktiseer; of
 40 (e) 'n rekenmeester of ouditeur is wat kragtens die Wet op Openbare Rekenmeesters en Ouditeurs, 1951 (Wet No. 51 van 1951), as 'n rekenmeester en ouditeur geregistreer is en openbare praktyk as sodanige beoefen; of
 45 (f) iemand is wat deur die Registrateur goedgekeur is of iemand is wat lid is van 'n kategorie persone wat deur die Registrateur goedgekeur is,
 en voldoen aan die voorwaardes wat die Minister van tyd tot tyd by kennisgewing in die *Staatskoerant* bepaal.
- (2) By die toepassing van subartikel (1) word daar geag dat
 50 die administrasie of veilige bewaring van genoteerde effekte nie 'n staande kenmerk van iemand se besigheid is nie—
 (a) tensy hy—
 (i) vir homself of vir iemand anders, regstreeks of onregstreeks, werk werf wat die administrasie of bewaring van sodanige effekte uitmaak, of daarvoor adverteer of daarmee smous; of
 55 (ii) 'n geldwaardige teenprestasie (behalwe gelde wat 'n prokureur of 'n rekenmeester of ouditeur bedoel in subartikel (1) normaalweg vir gelewerde dienste hef) ontvang vir die administrasie of bewaring van sodanige effekte; of
 60 (b) indien sodanige effekte deel uitmaak van die bates—
 (i) in 'n bestorwe of insolvente boedel en hy die betrokke eksekuteur, administrateur of kurator is of iemand is wat namens daardie eksekuteur, administrateur of kurator sodanige effekte administreer of in veilige bewaring hou; of
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Beperkings op administrasie en bewaring van beleggings in genoteerde effekte namens ander persone.

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- (ii) of any person under curatorship and he is the curator concerned or a person administering or holding in safe custody such securities on behalf of that curator; or
- (iii) of a company in liquidation or under judicial management and he is the liquidator or judicial manager concerned or a person administering or holding in safe custody such securities on behalf of that liquidator or judicial manager; or
- (iv) of a trust *inter vivos* and he is the trustee concerned or a person administering or holding in safe custody such securities on behalf of that trustee; or
- (v) of a minor and he is the guardian concerned or a person administering or holding in safe custody such securities on behalf of that guardian.

Restriction on use of name or description implying connection with stock exchange.

5. No person shall apply to any company, society, firm, business or undertaking a name or description signifying or implying some connection between the company, society, firm, business or undertaking and a stock exchange in the Republic when in fact no such connection exists.

Prohibition of publications.

6. (1) No person, other than a licensed stock exchange, shall, as a regular feature of his business, enter into or carry on a scheme or arrangement in pursuance of which particulars are published, issued or circulated of securities which he or any other person desires to buy or to sell.

(2) The provisions of subsection (1) shall not—

- (a) apply in respect of a scheme or arrangement permitting the publication of particulars of securities of a kind mentioned in section 3 (3) and which the Registrar has exempted from the provisions of this Act subject to such conditions (if any) as he may deem fit to impose;
- (b) be construed as limiting, amending, repealing or otherwise modifying any of the provisions of the Companies Act, 1973 (Act No. 61 of 1973), or as exempting any person from any duty imposed by the said Act or as prohibiting any person from complying with any of the provisions of the said Act.

Applications for certificates authorizing issue or renewal of stock exchange licences.

7. (1) Notwithstanding the provisions of the Companies Act, 1973 (Act No. 61 of 1973), 30 persons or more may form an association to carry on the business of a stock exchange, and the association may apply to the Registrar for a certificate authorizing a receiver of revenue to issue to the association a licence to carry on the business of a stock exchange or to renew any such licence: Provided that for the purposes of this subsection a partnership shall be reckoned as one person.

(2) Every application relating to the issue of such a licence shall be in the form prescribed and be accompanied by not less than five copies of the rules of the association.

(3) Upon receipt of an application relating to the issue of such a licence the Registrar shall cause to be published at the expense of the association, in the *Gazette* and in every province and the Territory once in each of three consecutive weeks in an English and an Afrikaans newspaper approved by the Registrar, a notice, in accordance with subsection (4), that the application has been received.

(4) The said notice shall state the name, address and occupation of every member of the association and the place in each province and the Territory where the rules of the association shall lie open for inspection by any member of the public, and shall call upon all interested persons who have any objections to the grant of the certificate, to lodge their objections with the Registrar within a period specified in the notice, not being less than 14 days from the date of the last publication thereof.

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- (ii) van iemand wat onder kuratele is en hy die betrokke kurator is of namens daardie kurator sodanige effekte administreer of in veilige bewaring hou; of
- 5 (iii) van 'n maatskappy wat in likwidatie of onder geregtelike bestuur is en hy die betrokke likwidateur of geregtelike bestuurder is of namens daardie likwidateur of geregtelike bestuurder sodanige effekte administreer of in veilige bewaring hou; of
- 10 (iv) van 'n trust *inter vivos* en hy die betrokke trustee is of namens daardie trustee sodanige effekte administreer of in veilige bewaring hou; of
- (v) van 'n minderjarige en hy die betrokke voog is of namens daardie voog sodanige effekte administreer of in veilige bewaring hou.
- 15

5. Niemand mag vir 'n maatskappy, vereniging, firma, besigheid of onderneming 'n naam of beskrywing gebruik wat die een of ander verband tussen die maatskappy, vereniging, firma, besigheid of onderneming en 'n effektebeurs in die Republiek aandui of te kenne gee wanneer daar in werklikheid geen sodanige verband bestaan nie.

Beperking op gebruik van naam of beskrywing wat verband met effektebeurs te kenne gee.

6. (1) Niemand behalwe 'n gelisensieerde effektebeurs mag as 'n staande kenmerk van sy besigheid 'n skema of reëling aangaan of voortsit nie ingevolge waarvan besonderhede gepubliseer, uitgereik of gesirkuleer word van effekte wat hy of 'n ander persoon wil koop of verkoop.

Verbod op publikasies.

(2) Die bepalings van subartikel (1)—

- (a) is nie van toepassing nie ten opsigte van 'n skema of reëling wat die publikasie van besonderhede van effekte van 'n soort in artikel 3 (3) vermeld, toelaat en wat die Registrateur van die bepalings van hierdie Wet vrygestel het onderworpe aan die voorwaardes (indien daar is) wat hy na goeddunke opleë;
- 30 (b) word nie so uitgelê dat dit enige bepaling van die Maatskappywet, 1973 (Wet No. 61 van 1973), beperk, wysig, herroep of andersins verander of dat dit iemand onthef van 'n verpligting deur genoemde Wet opgelê of dat dit iemand verbied om aan enige van die bepalings van genoemde Wet te voldoen nie.
- 35

40 7. (1) Ondanks die bepalings van die Maatskappywet, 1973 (Wet No. 61 van 1973), kan 30 of meer persone 'n vereniging stig om die besigheid van 'n effektebeurs te dryf, en die vereniging kan by die Registrateur aansoek doen om 'n sertifikaat wat 'n ontvanger van inkomste magtig om aan die vereniging 'n lisensie uit te reik om die besigheid van 'n effektebeurs te dryf, of

45 om so 'n lisensie te hernieu: Met dien verstande dat 'n vennootskap by die toepassing van hierdie subartikel as een persoon beskou word.

Aansoek om sertifikaat wat uitreiking of hernuwing van effektebeurslisensies magtig.

(2) Iedere aansoek wat op die uitreiking van so 'n lisensie betrekking het, moet in die voorgeskrewe vorm wees en moet vergesel gaan van minstens vyf afskrifte van die reëls van die vereniging.

(3) By ontvangs van 'n aansoek wat op die uitreiking van so 'n lisensie betrekking het, laat die Registrateur op koste van die vereniging, in die *Staatskoerant* en in elke provinsie en die Gebied een maal in elk van drie opeenvolgende weke in 'n Afrikaanse en 'n Engelse nuusblad deur die Registrateur goedgekeur, 'n kennisgewing ooreenkomstig subartikel (4) publiseer dat die aansoek ontvang is.

60 (4) Genoemde kennisgewing moet die naam, adres en beroep van elke lid van die vereniging vermeld, asook die plek in elke provinsie en die Gebied waar die reëls van die vereniging ter insae deur lede van die publiek sal lê, en moet alle belanghebbendes wat beswaar het teen die toestaan van die sertifikaat, aansê om hul besware by die Registrateur in te lewer binne 'n in die kennisgewing vermelde tydperk, wat nie korter as 14 dae vanaf die datum van die laaste publikasie daarvan mag wees nie.

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Grant of certificates
authorizing
issue of stock
exchange licences.

8. (1) On the expiry of the period referred to in section 7 (4) the Registrar may, after consideration of any objection lodged with him under the said subsection, grant to the association a certificate authorizing a receiver of revenue to issue to the association a licence to carry on the business of a stock exchange, if the Registrar is satisfied—

- (a) that the interests of the public will be served by the issue of the licence; and
- (b) that at least 30 members of the association will carry on business mainly as buyers and sellers of securities on behalf of other persons, independently of and in competition with one another.

(2) Such certificate shall specify the place or places at which the business of the stock exchange may be carried on, and that business shall not be carried on at any other place without the approval of the Registrar.

Stock exchange
licences.

9. (1) A stock exchange licence shall, subject to the provisions of subsections (3) and (4), be issued by the receiver of revenue of the district in which the head office of the association concerned is situate.

(2) Any such licence shall expire on 31 December of the year for which it is issued, but may, subject to the provisions of subsections (3) and (4), be renewed from year to year.

(3) No such licence shall be issued or renewed except in pursuance of a certificate by the Registrar authorizing its issue or renewal, as the case may be.

(4) A fee of R2 000 shall be payable in respect of the issue or renewal of any such licence: Provided that if the liability in respect of the issue of the licence arises after 30 June in any year, one-half of that amount shall be payable for its issue.

Circumstances
under which
certificate
authorizing
renewal of
stock exchange
licence may
be refused.

10. (1) The Registrar may refuse to grant a certificate authorizing the renewal of a stock exchange licence—

- (a) if he is not satisfied that the rules of the association were properly enforced during the year preceding the year for which the licence is to be renewed, or that during the said year the association complied with the provisions of this Act or of the regulations made thereunder, or that during the year for which the licence is to be renewed at least 30 members of the association will carry on business mainly as buyers and sellers of securities on behalf of other persons independently of and in competition with one another; or
- (b) if, during the year preceding the year for which the licence is to be renewed, the association failed to give effect to a decision of the board referred to in section 21.

(2) The Registrar shall not refuse to grant such a certificate on any ground as to which the association concerned has not had an opportunity of making representations to the Registrar.

Juristic
personality
of stock
exchange.

11. (1) A stock exchange shall as from the date on which it is licensed be a juristic person capable of suing or being sued in the name in which it is licensed, and of acquiring, owning, hiring, letting and alienating property, and, subject to the provisions of this Act, of doing such things as may be necessary for or incidental to the exercise of its powers or the performance of its functions in terms of its rules.

(2) A stock exchange which was licensed on 26 February 1984 (hereinafter referred to as the effective date) and which was licensed at the commencement of section 12 of the Financial Institutions Amendment Act, 1984 (Act No. 86 of 1984), shall be deemed to have become a juristic person in terms of subsection (1) on the effective date, and—

- (a) a committee which managed the affairs of any such stock exchange on the effective date, and the members

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8. (1) By verloop van die tydperk bedoel in artikel 7 (4) kan die Registrateur, na oorweging van enige beswaar wat kragtens genoemde subartikel by hom ingelewer is, aan die vereniging 'n sertifikaat toestaan wat 'n ontvanger van inkomste magtig om aan die vereniging 'n lisensie uit te reik om die besigheid van 'n effektebeurs te dryf, mits die Registrateur oortuig is—

Toestaan van
sertifikate
wat die uit-
reiking van
effektebeurs-
lisensies
magtig.

- (a) dat die belange van die publiek deur die uitreiking van die lisensie gedien sal word; en
- (b) dat minstens 30 lede van die vereniging, onafhanklik van mekaar en as mededingers die een met die ander, hoofsaaklik as kopers en verkopers van effekte ten behoeve van ander persone besigheid sal dryf.

(2) Sodanige sertifikaat moet die plek of plekke noem waar die besigheid van die effektebeurs gedryf mag word, en daardie besigheid mag nie sonder die goedkeuring van die Registrateur op enige ander plek gedryf word nie.

9. (1) 'n Effektebeurslisensie word, behoudens die bepalings van subartikels (3) en (4), uitgereik deur die ontvanger van inkomste vir die distrik waarin die hoofkantoor van die betrokke vereniging geleë is.

Effektebeurs-
lisensies.

(2) So 'n lisensie verval op 31 Desember van die jaar waarvoor dit uitgereik word, maar kan, behoudens die bepalings van subartikels (3) en (4), van jaar tot jaar hernieu word.

(3) So 'n lisensie word nie uitgereik of hernieu nie, behalwe ingevolge 'n sertifikaat deur die Registrateur wat die uitreiking of, na gelang van die geval, die hernuwing daarvan magtig.

(4) Lisensiegeld ten bedrae van R2 000 is ten opsigte van die uitreiking of hernuwing van so 'n lisensie betaalbaar: Met dien verstande dat indien die aanspreeklikheid ten opsigte van die uitreiking van die lisensie na 30 Junie in 'n jaar ontstaan, die helfte van daardie bedrag vir die uitreiking daarvan betaalbaar is.

10. (1) Die Registrateur kan weier om 'n sertifikaat wat die hernuwing van 'n effektebeurslisensie magtig, toe te staan—

Omstandighede
waaronder ser-
tificaat wat
hernuwing van
effektebeurs-
lisensie magtig,
geweer kan
word.

- (a) indien hy nie oortuig is nie dat die reëls van die vereniging na behore afgedwing is gedurende die jaar wat die jaar waarvoor die lisensie hernieu moet word, voorafgegaan het, of dat die vereniging gedurende genoemde jaar die bepalings van hierdie Wet of van die regulasies daarkragtens uitgevaardig, nagekom het, of dat minstens 30 lede van die vereniging gedurende die jaar waarvoor die lisensie hernieu moet word, onafhanklik van mekaar en as mededingers die een met die ander, hoofsaaklik as kopers en verkopers van effekte ten behoeve van ander persone, besigheid sal dryf; of
- (b) indien die vereniging, gedurende die jaar wat die jaar voorafgegaan het waarvoor die lisensie hernieu moet word, versuim het om aan 'n besluit van die raad bedoel in artikel 21 gevolg te gee.

(2) Die Registrateur weier nie om so 'n sertifikaat toe te staan op 'n grond ten opsigte waarvan die betrokke vereniging geen geleentheid gehad het om vertoë tot die Registrateur te rig nie.

11. (1) 'n Effektebeurs is vanaf die datum waarop hy gelisensieer word 'n regspersoon wat bevoeg is om in die naam waarin hy gelisensieer is, as eiser en verweerder op te tree, en eiendom te verkry, te besit, te huur, te verhuur en te vervreem, en om, onderworpe aan die bepalings van hierdie Wet, alle dinge te doen wat vir die uitoefening van sy bevoegdhede of die verrigting van sy werksaamhede ingevolge sy reëls nodig is of daarmee in verband staan.

Regspersoon-
likheid van
effektebeurs.

(2) 'n Effektebeurs wat op 26 Februarie 1984 (hieronder die effektiewe datum genoem) gelisensieer was en by die inwerking-treding van artikel 12 van die Wysigingswet op Finansiële Instellings, 1984 (Wet No. 86 van 1984), gelisensieer was, word geag op die effektiewe datum ingevolge subartikel (1) 'n regspersoon te geword het, en—

- (a) 'n komitee wat op die effektiewe datum die sake van so 'n effektebeurs bestuur het, en die lede op daardie da-

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on that date of any such stock exchange, shall be deemed on that date to have become a committee and members, respectively, of the juristic person;

- (b) rules and regulations of any such stock exchange and directives and decisions of any such committee of the stock exchange which were in force on the effective date, shall be deemed on that date to have become rules and regulations of the juristic person and directives and decisions of such committee of the juristic person;
- (c) assets, liabilities, rights and obligations which on the effective date vested in any such stock exchange or in its members, as such, or with which that stock exchange or those members, as such, were charged (including assets which were on that date held in trust for the stock exchange or its members, as such, by any person), shall be deemed on that date to have become assets, liabilities, rights and obligations of the juristic person and to have been assets held in trust for the juristic person; and
- (d) any other thing done before the effective date by, on behalf of or in respect of any such stock exchange, or a committee or members, as such, of the stock exchange and in force on that date, shall be deemed to have been done by, on behalf of or in respect of the juristic person, or such committee or members, as such, of the juristic person.

(3) Any asset or right and liability or obligation acquired or incurred during the period from the effective date to the date of commencement of section 12 of the Financial Institutions Amendment Act, 1984, by a stock exchange referred to in subsection (2), shall be deemed to have been acquired or incurred by the juristic person referred to in the said subsection, and any other thing done by, on behalf of or in respect of that stock exchange, or a committee or members, as such, of the stock exchange during that period, shall be deemed to have been done by, on behalf of or in respect of that juristic person, or a committee or members, as such, of the juristic person.

(4) On production by the juristic person referred to in subsection (2) of a relevant title deed or other deed or document, and of the relevant valid licence issued in terms of section 5, to a registrar or other officer charged with the maintenance of a register under any law, such registrar or officer shall effect all such alterations, endorsements or entries in his registers as may be necessary as a result of the acquisition of juristic personality by the stock exchange concerned in terms of the said subsection (2).

(5) No transfer duty or stamp or other fees shall be payable by the juristic person referred to in subsection (2) in respect of any asset or right and liability or obligation which under subsection (2) or (3) vest in the juristic person or are acquired or incurred by him.

(6) A stock exchange incorporated in terms of this section and which ceases to be a licensed stock exchange, shall be dissolved in terms of its rules.

Rules of stock exchange.

12. (1) The rules of a stock exchange shall be so designed as to ensure, to the satisfaction of the Registrar—

- (a) that no natural person is admitted or allowed to continue as a member unless he is of good character and high business integrity;
- (b) that no natural person is admitted as a member unless he complies with the prescribed minimum requirements in regard to experience and education;
- (c) that members comply with the provisions of section 15;
- (d) that a member who is a stock-broker does not directly, on his own account, or on behalf of a company in which he has an interest, or for the purposes of any arrangement to which he is a party, buy or sell listed se-

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- tum van so 'n effektebeurs, word geag op daardie datum onderskeidelik 'n komitee en lede van die regspersoon te geword het;
- (b) reëls en regulasies van so 'n effektebeurs en voorskrifte en besluite van so 'n komitee van die effektebeurs wat op die effektiwiteit van krag was, word geag op daardie datum reëls en regulasies van die regspersoon en voorskrifte en besluite van so 'n komitee van die regspersoon te geword het;
- (c) bates, laste, regte en verpligtinge wat op die effektiwiteit van krag in so 'n effektebeurs of in sy lede, as sodanig, gevestig het of waarmee dié beurs of daardie lede, as sodanig, belas was (met inbegrip van bates wat op daardie datum in trust vir die effektebeurs of sy lede, as sodanig, deur iemand gehou is), word geag op daardie datum bates, laste, regte en verpligtinge van die regspersoon te geword het, en bates te gewees het wat in trust vir die regspersoon gehou is; en
- (d) enigiets anders voor die effektiwiteit van krag deur, namens of ten opsigte van so 'n effektebeurs, of 'n komitee of lede, as sodanig, van die effektebeurs gedoen en op daardie datum van krag, word geag deur, namens of ten opsigte van die regspersoon, of sodanige komitee of lede, as sodanig, van die regspersoon, gedoen te gewees het.
- (3) Enige bate of reg en las of verpligting wat gedurende die tydperk vanaf die effektiwiteit van krag tot die datum van inwerkingtreding van artikel 12 van die Wysigingswet op Finansiële Instellings, 1984, deur 'n effektebeurs in subartikel (2) bedoel, verkry of opgeloop is, word geag deur die regspersoon in genoemde subartikel bedoel, verkry of opgeloop te wees, en enigiets anders deur, namens of ten opsigte van daardie effektebeurs, of 'n komitee of lede, as sodanig, van die effektebeurs gedurende daardie tydperk gedoen, word geag deur, namens of ten opsigte van daardie regspersoon, of 'n komitee of lede, as sodanig, van die regspersoon, gedoen te wees.
- (4) By voorlegging deur die regspersoon in subartikel (2) bedoel van 'n betrokke titelbewys of ander akte of dokument, en van die betrokke geldende lisensie ingevolge artikel 5 uitgereik, aan 'n registrateur of ander beamppte belas met die instandhouding van 'n register kragtens 'n wet, bring sodanige registrateur of beamppte al die wysigings, endossemente of inskrywings in sy registers aan wat nodig is as gevolg van die verkryging deur die betrokke effektebeurs van regspersoonlikheid ingevolge genoemde subartikel (2).
- (5) Geen hereregte of seël- of ander gelde is deur die regspersoon in subartikel (2) bedoel, betaalbaar ten opsigte van enige bate of reg en las of verpligting wat kragtens subartikel (2) of (3) in die regspersoon vestig of deur hom verkry of opgeloop word nie.
- (6) 'n Effektebeurs wat ingevolge hierdie artikel ingelyf is en wat ophou om 'n gelisensieerde effektebeurs te wees, word ooreenkomstig sy reëls ontbind.

12. (1) Die reëls van 'n effektebeurs moet daarop bereken wees om, ten genoë van die Registrateur, te verseker—

Reëls van
effektebeurs.

- (a) dat geen natuurlike persoon as lid aangeneem word of toegelaat word om as lid aan te bly nie, tensy hy van goeie karakter en van hoogstaande onkreukbaarheid in sy besigheid is;
- (b) dat geen natuurlike persoon as lid aangeneem word nie tensy hy voldoen aan die voorgeskrewe minimum vereistes met betrekking tot ondervinding en onderwys;
- (c) dat lede aan die bepalings van artikel 15 voldoen;
- (d) dat 'n lid wat 'n effektemakelaar is, nie regstreeks vir eie rekening, of namens 'n maatskappy waarin hy 'n belang het, of vir die doeleindes van 'n reëling waarby hy 'n party is, genoteerde effekte, uitgesonderd geno-

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- curities other than listed bills, bonds and debentures and the securities referred to in section 3 (3), except—
- (i) when buying from or through or selling to or through another stock-broker; or
 - (ii) for the purposes of correcting a mistake; or
 - (iii) for effecting a transaction in which he sells securities for cash to a person and simultaneously buys the same securities from such person for delivery at a future date, or in which he buys securities for cash from a person and simultaneously sells the same securities to such person for delivery at a future date; or
 - (iv) when effecting an odd-lot transaction; or
 - (v) when buying from or selling to a person in a foreign country, any part of whose regular business in such country is the buying and selling of securities;
- (e) that a member who is a stock-broker and knowingly buys securities from a client of his or sells securities to such a client on his own account and through another stock-broker, notifies the client concerned in writing that those securities were bought or sold by the member on his own account;
- (f) that adequate steps are taken against any member who contravenes or fails to comply with the provisions of this Act or of the regulations made thereunder, or of such rules;
- (g) that the membership of a member who is a stock-broker is not terminated on any ground as to which he has not had an opportunity of making representations to the committee, and that a member who has so made representations to the committee shall be entitled to be supplied with a copy of a record of the meeting at which his representations were considered;
- (h) that any qualifying right to be held by any person in order to be admitted as a member, is available for acquisition by any applicant for admission, at not more than the price stated in the rules;
- (i) that every member who is a stock-broker provides sureties or security to the satisfaction of the committee of the stock exchange, in an amount of not less than R8 000, for the discharge, during the first three years in which he is entitled to carry on business as a stock-broker, after he has been excused, of his liabilities arising out of transactions entered into by him in respect of securities;
- (j) that every member who is a stock-broker contributes to the fund referred to in section 30;
- (k) that members who are stock-brokers will charge reasonable fees for their services;
- (l) that a member who is a stock-broker submits weekly a report in writing to the committee in which—
- (i) particulars are furnished of securities which the member is, in compliance with the provisions of sections 22, 23, 24, 25, 26 and 27, required to buy or sell for the account of a person who failed to pay for securities purchased or to deliver securities sold, within the period prescribed by the said sections, but which the member has not yet purchased or sold; and
 - (ii) reasons are furnished for his failure to complete a purchase or sale contemplated in subparagraph (i);
- (m) that the president, during his term of office—
- (i) may be remunerated by the committee; and
 - (ii) does not himself buy and sell securities on behalf of other persons; and

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teerde wissels, skuldbriewe en obligasies en die effekte in artikel 3 (3) bedoel, koop of verkoop nie behalwe—

- (i) wanneer hy koop van of deur bemiddeling van of verkoop aan of deur bemiddeling van 'n ander effektemakelaar; of
 - (ii) om 'n fout reg te stel; of
 - (iii) om 'n transaksie te bewerkstellig waarby hy effekte vir kontant aan iemand verkoop en terselfdertyd dieselfde effekte van so iemand koop vir lewering op 'n toekomstige datum, of waarby hy effekte vir kontant van iemand koop en terselfdertyd dieselfde effekte aan so iemand verkoop vir lewering op 'n toekomstige datum; of
 - (iv) wanneer hy 'n los-hoeveelhede-transaksie bewerkstellig; of
 - (v) wanneer hy koop van of verkoop aan iemand in 'n ander land, indien 'n deel van so iemand se gereelde besigheid in daardie land die koop en verkoop van effekte is;
- (e) dat 'n lid wat 'n effektemakelaar is en vir eie rekening deur bemiddeling van 'n ander effektemakelaar wetens effekte van 'n kliënt van die lid koop of aan so 'n kliënt verkoop, die betrokke kliënt skriftelik in kennis stel dat daardie effekte deur die lid vir eie rekening gekoop of verkoop is;
- (f) dat toereikende stappe gedoen word teen 'n lid wat die bepalings van hierdie Wet of van die regulasies daarkragtens uitgevaardig of van bedoelde reëls, oortree of versuim om daaraan te voldoen;
- (g) dat die lidmaatskap van 'n lid wat 'n effektemakelaar is nie beëindig word nie op 'n grond ten opsigte waarvan hy nie die geleentheid gehad het om vertoë tot die komitee te rig nie, en dat 'n lid wat aldus vertoë tot die komitee gerig het, die reg het om voorsien te word van 'n afskrif van 'n verslag van die vergadering waarop sy vertoë oorweeg is;
- (h) dat 'n bevoegdheid-verlenende reg wat iemand moet besit ten einde as lid toegelaat te word, beskikbaar is vir verkryging deur enige aansoeker om toelating, en wel teen nie meer nie as die prys in die reëls vermeld;
- (i) dat elke lid wat 'n effektemakelaar is borge gee of sekerheid stel ten gunste van die komitee van die effektebeurs vir 'n bedrag van minstens R8 000, vir die betaling, gedurende die eerste drie jaar waarin hy geregtig is om besigheid as 'n effektemakelaar te dryf, nadat hy uitgewin is, van sy verpligtings wat ontstaan het uit transaksies wat hy ten opsigte van effekte aangegaan het;
- (j) dat elke lid wat 'n effektemakelaar is, bydra tot die fonds bedoel in artikel 30;
- (k) dat lede wat effektemakelaars is redelike gelde vir hul dienste vra;
- (l) dat 'n lid wat 'n effektemakelaar is weekliks 'n skriftelike verslag aan die komitee voorlê waarin—
- (i) besonderhede verstrek word van effekte wat die lid ter voldoening aan die bepalings van artikels 22, 23, 24, 25, 26 en 27 moet koop of verkoop vir die rekening van iemand wat in gebreke gebly het om binne die tydperk by genoemde artikels voorgeskryf vir effekte wat gekoop is, te betaal of effekte wat verkoop is, te lewer, maar wat die lid nog nie gekoop of verkoop het nie; en
 - (ii) redes verstrek word vir sy versuim om 'n koop of verkoop in subparagraaf (i) beoog, af te handel;
- (m) dat die president gedurende sy ampstermyn—
- (i) deur die komitee besoldig kan word; en
 - (ii) nie self effekte ten behoeve van ander persone koop en verkoop nie; en

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(n) generally, that the business of the stock exchange is carried on with due regard to the public interest.

(2) If under the rules of a licensed stock exchange members who are stock-brokers are permitted to grant a rebate of any portion of their fees to persons who are not stock-brokers, the basis of such rebate shall be determined in such rules. 5

(3) The rules of a stock exchange shall prescribe the conditions subject to which a member who is a stock-broker may establish a company the main object of which is to hold shares on his behalf or on behalf of his clients, and the objects and powers of such a company. 10

(4) The Registrar shall as soon as may be after he has granted a certificate authorizing the issue of a stock exchange licence, cause the rules of the stock exchange concerned to be published in the *Gazette* in both official languages and at the expense of the stock exchange concerned. 15

(5) No addition to or alteration (other than a suspension) of the rules of an association which is the holder of a stock exchange licence shall be valid, unless it has been approved by the Registrar: Provided that if the Registrar does not disapprove of any such addition or alteration within a period of two months after the expiry of the period referred to in subsection (7), he shall be deemed to have approved thereof, and if he approves or is deemed to have approved thereof, such approval shall take effect on the day immediately following upon the date of expiry of the aforesaid period of two months. 20 25

(6) Upon receipt of an application for his approval under subsection (5) the Registrar shall cause to be published at the expense of the association, in both official languages in the *Gazette*, a notice setting forth the proposed additions to or alterations of the rules. 30

(7) The said notice shall call upon all interested persons (other than members of the stock exchange concerned) who have any objections to the proposed additions or alterations, to lodge their objections with the Registrar within a period of 30 days from the date of publication of the notice in the *Gazette*. 35

(8) Whenever the Registrar deems it desirable in the public interest, he may, after consultation with the committee of a licensed stock exchange and with the consent of the Minister, by notice in the *Gazette* amend, add to or rescind the rules of such stock exchange with effect from the date immediately following upon the date of publication of the notice or such later date as may be specified therein. 40

(9) Subject to the prior approval of the Registrar, the committee of a licensed stock exchange may suspend any of its rules for a period not exceeding 30 days at a time. 45

(10) The provisions of this section shall not be construed as prohibiting a president from being the owner of the business of a stock-broker or from having a financial interest in such a business as a partner or a creditor. 50

Stock exchange
membership of
corporate bodies.

13. (1) A corporate body shall not be capable of becoming a member of any licensed stock exchange, unless it is a corporate body which is a private company having a share capital, incorporated and registered under the Companies Act, 1973 (Act No. 61 of 1973), and whose memorandum of association states that its directors and former directors shall be liable, jointly and severally, together with the company, for such debts and liabilities of the company as are or were contracted during their periods of office. 55

(2) Notwithstanding anything to the contrary contained in the Companies Act, 1973, the following provisions shall apply to such company: 60

(a) Only natural persons who are stock-brokers and members of the same stock exchange as that of which the

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- (n) in die algemeen, dat die besigheid van die effektebeurs met behoorlike inagneming van die openbare belang gedryf word.
- (2) Indien lede wat effektemakelaars is kragtens die reëls van 'n gelisensieerde effektebeurs toegelaat word om 'n korting van 'n gedeelte van hulle gelde aan persone wat nie effektemakelaars is nie toe te staan, word die grondslag van sodanige korting in die reëls bepaal.
- (3) Die reëls van 'n effektebeurs moet die voorwaardes voorskryf waarop 'n lid wat 'n effektemakelaar is, 'n maatskappy mag stig waarvan die hoofdoel is om effekte namens hom of sy kliënte te besit, asook die doelstellings en bevoegdheid van so 'n maatskappy.
- (4) Die Registrateur laat so gou doenlik nadat hy 'n sertifikaat toegestaan het wat die uitreiking van 'n effektebeurslisensie magtig, die reëls van die betrokke effektebeurs in albei amptelike tale in die *Staatskoerant* op koste van die betrokke effektebeurs publiseer.
- (5) Geen toevoeging by of wysiging (behalwe 'n opskorting) van die reëls van 'n vereniging wat die houer van 'n effektebeurslisensie is, is geldig nie, tensy dit deur die Registrateur goedgekeur is: Met dien verstande dat indien die Registrateur so 'n toevoeging of wysiging nie binne 'n tydperk van twee maande na verstryking van die tydperk bedoel in subartikel (7) afkeur nie, hy geag word dit goed te gekeur het, en indien hy dit goedkeur of geag word dit goed te gekeur het, tree sodanige goedkeuring in werking op die dag wat onmiddellik volg op die datum van verstryking van voormelde tydperk van twee maande.
- (6) By ontvangs van 'n aansoek om sy goedkeuring kragtens subartikel (5) laat die Registrateur, op koste van die vereniging, in die *Staatskoerant* 'n kennisgewing in albei amptelike tale publiseer waarin die voorgestelde toevoegings by of wysigings van die reëls uiteengesit word.
- (7) Genoemde kennisgewing moet alle belanghebbendes (uitgesonderd lede van die betrokke effektebeurs) wat beswaar het teen die voorgestelde toevoegings of wysigings, aansê om hul besware binne 'n tydperk van 30 dae vanaf die datum van publikasie van die kennisgewing in die *Staatskoerant*, by die Registrateur in te lewer.
- (8) Wanneer die Registrateur dit in die openbare belang wenslik ag, kan hy, na oorlegpleging met die komitee van 'n gelisensieerde effektebeurs en met die toestemming van die Minister, by kennisgewing in die *Staatskoerant* die reëls van dié effektebeurs wysig, aanvul of herroep met ingang van die datum wat onmiddellik volg op die datum van publikasie van die kennisgewing of die later datum wat daarin aangegee word.
- (9) Onderworpe aan die voorafgaande goedkeuring van die Registrateur kan die komitee van 'n gelisensieerde effektebeurs enige van sy reëls vir 'n tydperk van hoogstens 30 dae op 'n keer opskort.
- (10) Die bepalings van hierdie artikel word nie so uitgelê dat dit 'n president verbied om die eienaar van die besigheid van 'n effektemakelaar te wees of om 'n finansiële belang in so 'n besigheid as 'n vennoot of skuldeiser te hê nie.

- 55 13. (1) 'n Regspersoon kan nie 'n lid word van 'n gelisensieerde effektebeurs nie, tensy dit 'n regspersoon is wat 'n private maatskappy is wat 'n aandeelkapitaal het en kragtens die Maatskappywet, 1973 (Wet No. 61 van 1973), geïnkorporeer en geregistreer is en wie se akte van oprigting bepaal dat sy direkteure en voormalige direkteure gesamentlik en afsonderlik, te-
- 60 same met die maatskappy, aanspreeklik is vir die skulde en verpligtings van die maatskappy wat gedurende hulle ampstermyne aangegaan word of is.

Effektebeurs-
lidmaatskap
van regspersone.

- (2) Ondanks andersluidende bepalings van die Maatskappywet, 1973, geld die volgende bepalings ten opsigte van so 'n maatskappy:

- (a) Slegs natuurlike persone wat effektemakelaars is en lede is van dieselfde effektebeurs as dié waarvan die

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company is a member, may hold the shares of such company or have any interest in those shares: Provided that in the event of any person dying or ceasing to qualify so to hold shares of the company, any shares of the company so held by him prior to such an event, may 5 continue to be held by him or his estate for such period as the committee of the stock exchange concerned may determine, but no voting rights shall attach to the relevant shares during that period;

- (b) every holder of shares of such company, other than a 10 person referred to in the proviso to paragraph (a), shall be deemed to be a director of the company in question, and no other person who is not such a holder shall be a director of the company;
- (c) a holder of such shares shall not dispose of any of his 15 shares without the prior consent of the committee of the stock exchange concerned; and
- (d) the memorandum and articles of association of such company, and any amendment thereof, shall be subject to the approval, and the conduct of its business shall be 20 subject to the control, of the committee of the stock exchange concerned in terms of the rules of that exchange.

Stock exchange membership of natural persons.

14. No natural person who is not a South African citizen shall become a member of a licensed stock exchange. 25

Financial requirements in regard to stock exchange members.

15. No person shall be admitted as or allowed to continue to be a member of a licensed stock exchange unless at the time of his admission and thereafter while he is authorized under the rules of that exchange to carry on the business of a stock-broker, he has in the Republic assets (other than a loan referred to in 30 section 34 (4) (d)) which exceed his liabilities by at least R20 000 plus, if the provisions of section 12 (1) (i) apply to him, the amount referred to therein: Provided that—

- (a) a person who carries on business as a stock-broker in partnership with any other person who is a stock- 35 broker, shall be deemed so to have such assets if and so long as the partnership has in the Republic assets of which the aggregate value exceeds the amount of its liabilities by at least R40 000, plus R10 000 multiplied by the number of partners in excess of two; and 40
- (b) a person who is a holder of shares of a private company referred to in section 13 (1), shall be deemed so to have such assets if and so long as the private company has in the Republic assets of which the aggregate value exceeds the amount of its liabilities by at least R40 000, 45 plus R10 000 multiplied by the number of holders of shares of that company in excess of two.

Stock exchange committee's duties in relation to listing of securities.

16. The committee of a licensed stock exchange—

- (a) shall keep a list of the securities which may be dealt in on the stock exchange, and shall, subject to the pro- 50 visions of section 17 (4), not permit dealings on the stock exchange in securities not included in the list, but may permit dealings on the stock exchange in securities of a company or corporate body not registered or incorporated in the Republic which are listed or quoted 55 on, or in respect of which permission to deal in has been granted and has not been withdrawn by, a stock exchange outside the Republic which has been recognized by the Registrar for the purposes of this paragraph; 60
- (b) shall receive, consider and grant, defer or refuse applications by the issuers of securities for the inclusion of securities in the list of securities; and

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- maatskappy 'n lid is, mag die aandele van so 'n maatskappy hou of 'n belang in daardie aandele hê: Met dien verstande dat ingeval iemand te sterwe kom of ophou om te kwalifiseer om aldus aandele van die maatskappy te hou, aandele van die maatskappy wat vóór so 'n gebeurtenis deur hom gehou is, nog deur hom of sy boedel gehou kan word vir die tydperk wat die komitee van die betrokke effektebeurs bepaal, maar dat daar gedurende daardie tydperk geen stemreg aan die betrokke aandele verbonde is nie;
- (b) elke houer van aandele van so 'n maatskappy, uitgesonderd iemand bedoel in die voorbehoudsbepaling by paragraaf (a), word geag 'n direkteur van die betrokke maatskappy te wees, en niemand wat nie so 'n houer is nie, mag 'n direkteur van die maatskappy wees nie;
- (c) 'n houer van sodanige aandele mag nie van sy aandele sonder die voorafverkreë toestemming van die komitee van die betrokke effektebeurs van die hand sit nie; en
- (d) die akte van oprigting en statute van so 'n maatskappy, en enige wysiging daarvan, is onderworpe aan die goedkeuring, en die bestuur van sy sake is onderworpe aan die beheer, van die komitee van die betrokke effektebeurs ingevolge die reëls van daardie beurs.

14. Geen natuurlike persoon wat nie 'n Suid-Afrikaanse burger is nie, mag 'n lid van 'n gelisensieerde effektebeurs word nie.

Effektebeurs-
lidmaatskap van
natuurlike
persone.

15. Niemand word toegelaat om 'n lid te word of as 'n lid aan te bly van 'n gelisensieerde effektebeurs nie, tensy ten tyde van sy toelating en daarna, terwyl hy kragtens die reëls van daardie effektebeurs gemagtig is om die besigheid van 'n effektemakelaar te dryf, hy in die Republiek bates (uitgesonderd 'n lening bedoel in artikel 34 (4) (d)) besit wat sy laste oorskry met minstens R20 000 plus, indien die bepaling van artikel 12 (1) (i) op hom van toepassing is, die bedrag daarin bedoel: Met dien verstande dat—

Finansiële
vereistes met
betrekking tot
lede van
effektebeurs.

- (a) iemand wat die besigheid van 'n effektemakelaar dryf in vennootskap met iemand anders wat 'n effektemakelaar is, geag word sodanige bates aldus te besit indien en vir so lank die vennootskap in die Republiek bates besit waarvan die totale waarde die bedrag van sy laste oorskry met minstens R40 000 plus R10 000 vermenigvuldig met die getal vennote vir sover hulle meer as twee is; en
- (b) iemand wat die houer is van aandele van 'n private maatskappy bedoel in artikel 13 (1), geag word sodanige bates aldus te besit indien en vir so lank die private maatskappy in die Republiek bates besit waarvan die totale waarde die bedrag van sy laste oorskry met minstens R40 000 plus R10 000 vermenigvuldig met die getal houders van aandele van daardie maatskappy vir sover hulle meer as twee is.

16. Die komitee van 'n gelisensieerde effektebeurs—

- (a) hou 'n lys van die effekte waarin op die effektebeurs sake gedoen kan word en mag, behoudens die bepaling van artikel 17 (4), geen sake op die effektebeurs in effekte wat nie in die lys opgeneem is nie, toelaat nie, maar kan toelaat dat sake op die effektebeurs gedoen word in effekte van 'n maatskappy of regspersoon wat nie in die Republiek geregistreer of geïnkorporeer is nie, wat genoteer is op, of ten opsigte waarvan toestemming om sake te doen verleen is en nie herroep is nie deur, 'n effektebeurs buite die Republiek wat deur die Registrateur vir die doeleindes van hierdie paragraaf erken is;
- (b) ontvang, oorweeg en staan toe, stel uit of weier aan soeke deur uitreikers van effekte om die opname van effekte in die lys van effekte; en

Pligte van
komitee van
effektebeurs
met betrekking
tot notering
van effekte.

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Removal or suspension of inclusion of securities from or in list, and omission of securities from price list.

- (c) shall revise the list at least once during every year and submit to the registrar in each year a certificate by the president that the list has been revised during that year, and may, notwithstanding any arrangement entered into before or after the commencement of this Act under which the securities may be dealt in on the stock exchange, charge such fees in respect of the revision as may be prescribed in the rules of the stock exchange.

17. (1) Notwithstanding any arrangement entered into under which securities may be dealt in on a stock exchange, the committee of the stock exchange may, subject to the other provisions of this section, if after investigation in accordance with the rules of the stock exchange the committee is of the opinion that it is desirable to do so—

- (a) remove from a list of securities referred to in section 16 (a) any securities previously included therein, or suspend the inclusion in the list of those securities; or
(b) omit from a list of quotations of prices of securities issued for publication on the authority of the stock exchange, the prices of any securities previously quoted in the list: Provided that a transfer of the price of securities from one section of the list to another section of that list shall not be regarded as an omission as contemplated in this paragraph.

(2) No removal, suspension or omission referred to in subsection (1) shall be effected by the committee on a ground in respect of which the person who issued the securities has not had the opportunity of making representations to the committee in support of the continued inclusion of the securities or prices in the relevant list.

(3) A suspension or an omission referred to in subsection (1) for a period not exceeding 30 days may be effected by the president after consultation with the head of the department of the stock exchange dealing with the listing of securities.

(4) In the case where the inclusion of securities in a list of securities has been suspended in terms of this section, the committee may, notwithstanding the provisions of section 16 (a), permit members of the stock exchange concerned to deal on that stock exchange in the securities concerned for the sole purpose of making such purchases of the securities concerned as may be necessary to fulfil their obligations entered into before the suspension.

(5) The committee shall not remove securities from the list of securities in terms of subsection (1), unless the inclusion of those securities in the list has first been suspended in terms of this section.

(6) Securities issued by a company and considered by the president, after consultation with the head of the department of the stock exchange dealing with the listing of securities, to be eligible for continued inclusion in the list of securities, shall not be removed from that list upon the request or application by the company concerned, unless the proposed removal has been approved by its shareholders at a general meeting.

(7) (a) Whenever a committee under section 16 (b) refuses an application for the inclusion of securities in the list of securities, or under subsection (1) of this section removes securities from the list or suspends the inclusion of securities in the list, it shall cause the committee of every other stock exchange in the Republic to be notified thereof as well as of the date of the refusal, removal or suspension, and thereupon no such committee shall, for a period of six months as from that date, grant an application for the inclusion of the securities concerned in the list kept by it under section 16 (a), unless the refusal, removal or suspension in question has been set aside on appeal by the board under section 20.

(b) If the first-mentioned committee withdraws any such refusal, removal or suspension before the expiry of the said period of six months, it shall likewise cause the

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- (c) hersien dié lys minstens een maal gedurende elke jaar en lê elke jaar aan die Registrateur 'n sertifikaat deur die president voor dat die lys gedurende daardie jaar hersien is, en kan ondanks 'n reëling voor of na die inwerkingtreding van hierdie Wet aangegaan waarkragtens in die effekte op die effektebeurs sake gedoen mag word, ten opsigte van dié hersiening die gelde vra wat in die reëls van die effektebeurs voorgeskryf word.

17. (1) Ondanks enige reëling aangegaan waarkragtens in effekte op die effektebeurs sake gedoen mag word, kan die komitee van die effektebeurs behoudens die bepalings van hierdie artikel, indien die komitee na ondersoek ooreenkomstig die reëls van die effektebeurs van oordeel is dat dit wenslik is om dit te doen—

Verwydering of opskorting van opname van effekte uit of in lys, en weglating van effekte uit pryslys.

15 (a) enige effekte wat voorheen in 'n lys van effekte bedoel in artikel 16 (a) opgeneem is daaruit verwyder, of die opname van daardie effekte in die lys opskort; of

20 (b) die pryse van effekte wat voorheen genoteer is op 'n lys van prysnoterings van effekte wat op gesag van die effektebeurs vir publikasie uitgereik word, uit die lys weglaat: Met dien verstande dat 'n oordrag van die prys van effekte van een afdeling van die lys na 'n ander afdeling van daardie lys nie as 'n weglating soos beoog in hierdie paragraaf beskou word nie.

25 (2) Geen verwydering, opskorting of weglating bedoel in subartikel (1) deur die komitee geskied op 'n grond ten opsigte waarvan die persoon wat die effekte uitgegee het nie 'n geleentheid gehad het om versoë tot die komitee te rig ter ondersteuning van die voortgesette opname van die effekte of pryse in die

30 betrokke lys nie.

(3) 'n Opskorting of weglating bedoel in subartikel (1) vir 'n tydperk van hoogstens 30 dae deur die president kan geskied na oorlegpleging met die hoof van die departement van die effektebeurs wat met die notering van effekte handel.

35 (4) In die geval waar die opname van effekte in 'n lys van effekte ingevolge hierdie artikel opgeskort is, kan die komitee, ondanks die bepalings van artikel 16 (a), lede van die betrokke effektebeurs toelaat om op daardie effektebeurs in die betrokke effekte sake te doen met die uitsluitlike doel om dié aankope

40 van die betrokke effekte te doen wat nodig is om hul verpligtings wat voor die opskorting aangegaan is, na te kom.

(5) Die komitee verwyder nie effekte uit die lys van effekte ingevolge subartikel (1) (a) nie, tensy die opname van daardie effekte in die lys eers ingevolge hierdie artikel opgeskort is.

45 (6) Effekte wat deur 'n maatskappy uitgegee is en deur die president, na oorlegpleging met die hoof van die departement van die effektebeurs wat met die notering van effekte handel, geskik geag word vir voortgesette opname in die lys van effekte, word nie op versoek of aansoek van die betrokke maatskappy

50 uit die lys verwyder nie, tensy die voorgestelde verwydering deur die aandeelhouders van die betrokke maatskappy op 'n algemene vergadering goedgekeur is.

(7) (a) Wanneer 'n komitee kragtens artikel 16 (b) 'n aansoek om die opname van effekte in die lys van effekte weier, of kragtens subartikel (1) van hierdie artikel effekte uit die lys verwyder of die opname van effekte in die lys opskort, laat hy die komitee van elke ander effektebeurs in die Republiek daarvan in kennis stel, asook van die datum van die weiering, verwydering of opskorting, en daarna mag geen sodanige komitee vir 'n tydperk van ses maande vanaf daardie datum 'n aansoek om die opname van die betrokke effekte in die lys wat hy kragtens artikel 16 (a) hou, toestaan nie, tensy die betrokke weiering, verwydering of opskorting deur die raad op appèl kragtens artikel 20 ter syde gestel is.

65 (b) Indien eersgenoemde komitee so 'n weiering, verwydering of opskorting voor verloop van genoemde tydperk van ses maande intrek, laat hy insgelyks die komitee

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committee of every other stock exchange in the Republic to be notified thereof, and thereupon the restriction upon the granting of any such application shall lapse.

Application of
new conditions
to existing
listed
securities.

18. (1) Notwithstanding any conditions on which the committee of a stock exchange may have consented to the inclusion of any securities in the list referred to in section 16 (a), any conditions imposed thereafter and in force from time to time in respect of the inclusion, may be applied by the committee also to securities in respect of which consent was granted prior to the imposition of the latter conditions, by notice in writing to the person who issued the securities concerned: Provided that—

- (a) such conditions so applied to any securities shall take effect in respect of such securities from a date determined by the committee concerned, which shall not be earlier than three months from the date on which the committee so notifies such person, but that the committee may extend the first-mentioned date on written application by the person who issued the securities; and
- (b) conditions relating to the capital structure of a company or the voting rights of shareholders of a company shall not be so applied to the existing shares of a company unless the conditions on which the committee consented to the inclusion of the securities of the company concerned in the said list, empower the committee so to do.

(2) Conditions applied by the committee of a stock exchange to securities under the circumstances contemplated in subsection (1) and of which the committee has notified the person who issued the securities concerned in writing within a period of two years before the commencement of section 13 of the Financial Institutions Amendment Act, 1984 (Act No. 86 of 1984), shall take effect in respect of those securities on the expiration of a period of three months after that commencement: Provided that the committee concerned may, on written application by the said person, extend the date on which the conditions shall take effect.

(3) If the committee of a stock exchange refuses an application for extension in terms of paragraph (a) of the proviso to subsection (1) or in terms of subsection (2), the person concerned may make representations in writing to the Registrar, and if the Registrar is satisfied that the application for an extension is reasonable and in the interest of the shareholders of the company concerned, he may in his discretion, after consultation with the committee concerned, extend the date on which such conditions shall take effect by not more than three months, and shall in writing inform the committee accordingly.

Disclosure of
information by
persons whose
securities
are listed.

19. (1) (a) The president of a stock exchange may require any person whose securities are included in the list referred to in section 16 (a) to disclose to him, within a period specified by him, such information at such person's disposal as the president may determine, and if the president is satisfied, after such person has had an opportunity of making representations to him, that the disclosure of that information to the registered holders of the securities in question will be in the public interest, he may by notice in writing require such person so to disclose that information within the period specified in the notice.

(b) If such person has any objection to the disclosure of the information in question to the president or such registered holders, such person may, after notice in writing thereof to the president, and within the relative period so specified by the president, submit the information required by or furnished to the president, as the case may be, to the Registrar, together with a statement of the reasons for such person's objection, and if the Registrar is satisfied, after such person has had an opportunity of making representations to him, that the disclosure of that information to the registered holders of the securities in question will be in the public interest, he may by notice in writing require such person so to disclose that information within the period specified in the notice.

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van elke ander effektebeurs in die Republiek daarvan in kennis stel, en daarna verval die beperking op die toestaan van so 'n aansoek.

18. (1) Ondanks die voorwaardes waarop die komitee van 'n effektebeurs ingestem het dat effekte opgeneem word in die lys vermeld in artikel 16 (a), kan voorwaardes wat daarna opgelê word en van tyd tot tyd van krag is ten opsigte van opname, deur die komitee ook op effekte ten opsigte waarvan instemming voor die oplegging van laasgenoemde voorwaardes verleen is, toegepas word by skriftelike kennisgewing aan die persoon wat die betrokke effekte uitgegee het: Met dien verstande dat—

Toepassing van nuwe voorwaardes op bestaande genoteerde effekte.

(a) sodanige voorwaardes wat aldus op effekte toegepas word, ten opsigte van dié effekte van krag word vanaf 'n datum deur die betrokke komitee bepaal, wat nie vroeër is nie as drie maande vanaf die datum waarop die komitee sodanige persoon aldus in kennis stel, maar dat die komitee op skriftelike aansoek deur die persoon wat die effekte uitgegee het, eersbedoelde datum kan verleng; en

(b) voorwaardes met betrekking tot die kapitaalstruktuur van 'n maatskappy of die stemreg van aandeelhouders in 'n maatskappy nie op die bestaande effekte van 'n maatskappy aldus toegepas word nie, tensy die voorwaardes waarop die komitee tot die opname van die effekte van die betrokke maatskappy in genoemde lys ingestem het, die komitee magtig om dit te doen.

(2) Voorwaardes wat in die omstandighede beoog in subartikel (1) deur die komitee van 'n effektebeurs op effekte toegepas word en waarvan die komitee binne 'n tydperk van twee jaar voor die inwerkingtreding van artikel 13 van die Wysigingswet op Finansiële Instellings, 1984 (Wet No. 86 van 1984), die persoon wat die betrokke effekte uitgegee het skriftelik in kennis gestel het, word by die verstryking van 'n tydperk van drie maande na genoemde inwerkingtreding ten opsigte van daardie effekte van krag: Met dien verstande dat die betrokke komitee op skriftelike aansoek deur genoemde persoon, die datum waarop die voorwaardes van krag word, kan verleng.

(3) Indien die komitee van 'n effektebeurs 'n aansoek om verlenging ingevolge paragraaf (a) van die voorbehoudsbepaling by subartikel (1) of ingevolge subartikel (2) weier, kan die betrokke persoon skriftelik verhoë tot die Registrateur rig, en indien die Registrateur oortuig is dat die aansoek om verlenging redelik en in belang van die aandeelhouders van die betrokke maatskappy is, kan hy, na goeë dink, na oorlegpleging met die betrokke komitee, die datum waarop sodanige voorwaardes van krag word met hoogstens drie maande verleng, en stel hy die komitee dienooreenkomstig skriftelik in kennis.

19. (1) (a) Die president van 'n effektebeurs kan vereis dat iemand wie se effekte opgeneem is in die lys bedoel in artikel 16(a), binne 'n tydperk deur die president vermeld, aan hom die inligting tot so iemand se beskikking wat die president bepaal, bekend maak, en indien die president oortuig is, nadat so iemand 'n geleentheid gehad het om verhoë tot hom te rig, dat die bekendmaking van daardie inligting aan die geregistreerde houders van die betrokke effekte in die openbare belang sal wees, kan hy by skriftelike kennisgewing vereis dat so iemand daardie inligting binne die tydperk in die kennisgewing vermeld, aldus bekend maak.

Bekendmaking van inligting deur persone wie se effekte genoteer is.

(b) Indien so iemand enige beswaar het teen die bekendmaking van die betrokke inligting aan die president of daardie geregistreerde houders, kan so iemand, na skriftelike kennisgewing daarvan aan die president en binne die toepaslike tydperk aldus deur die president vermeld, die inligting deur die president aangevra of aan die president verstrek, na gelang van die geval, tesame met besonderhede van die redes vir so iemand se beswaar, aan die Registrateur voorlê, en indien die

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portunity of making representations to the Registrar, that the disclosure of the information in question to the registered holders of the securities in question will be in the public interest, the Registrar may by notice in writing require such person so to disclose that information 5 and to disclose it to the committee of the stock exchange within the period specified in the notice.

(2) Such person shall, subject to the provisions of paragraph (b) of subsection (1), comply with the requirements of the president in terms of that subsection, and shall comply with the requirements of the Registrar in terms of the said paragraph, within the relative period specified or within such further period as the president or the Registrar, as the case may be, may allow. 10

(3) If such person discloses information to registered holders of the securities concerned which may influence the price of those securities, he shall at the same time make it available, for immediate publication, to— 15

- (a) the South African Press Association and at least two English and two Afrikaans daily newspapers in the Republic; and 20
- (b) the president of the stock exchange concerned.

Right of appeal.

20. (1) (a) If the committee of a licensed stock exchange—

- (i) terminates the membership of any person;
- (ii) under section 16 (b) defers or refuses any application for the inclusion of securities in, or under section 17 (1) (a) removes securities from, or suspends, for a period which together with any suspension in terms of section 17 (3) exceeds 30 days, the inclusion of securities in the list referred to in section 16 (a), or omits, for a period which together with any omission in terms of section 17 (3) exceeds 30 days, the price of securities from a list of quotations referred to in section 17 (1) (b); or
- (iii) grants an application for the inclusion of securities in the list referred to in section 16 (a), and the Registrar is of opinion that the listing requirements of the stock exchange were not complied with in respect of those securities or that the inclusion of the securities in such list is not in the public interest, 40

such person, or the person who issued the securities, or the Registrar, as the case may be, shall be entitled to be furnished with the reason for the termination, deferment, refusal, removal, suspension, omission or inclusion and may appeal against the decision of the committee to the board referred to in section 21, and the board may confirm, vary or set aside the decision, and, whether or not the appeal is withdrawn, make such award as to costs as it may deem fit. 50

- (b) (i) The board shall deal with an appeal only on the relevant information which the committee had before it.
- (ii) The appellant shall, except if he is the Registrar, within the period prescribed, lodge with the secretary of the board such sum of money as the chairman of the board may have determined, as security for the payment of any costs that may be awarded against the appellant. 55

(2) In the case of a termination, removal, suspension or omission referred to in subsection (1), the committee may, subject to such conditions as it may impose and in accordance with the rules of the stock exchange (if any), suspend its decision pending any such appeal, and in the case of an inclusion referred to in subsection (1), the committee shall suspend its decision immediately after such an appeal has been noted and while it is pending. 60 65

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- 5 Registrateur, nadat so iemand 'n geleentheid gehad het om vertoë tot die Registrateur te rig, oortuig is dat die bekendmaking van die betrokke inligting aan die geregistreerde houers van die betrokke effekte in die openbare belang sal wees, kan die Registrateur by skriftelike kennisgewing vereis dat so iemand binne die tydperk in die kennisgewing vermeld, daardie inligting aldus, en ook aan die komitee van die effektebeurs, bekend maak.
- 10 (2) So iemand moet, behoudens die bepalings van paragraaf (b) van subartikel (1), aan die vereistes van die president ingevolge daardie subartikel, en moet aan die vereistes van die Registrateur ingevolge genoemde paragraaf, voldoen binne die toepaslike tydperk vermeld of binne die verdere tydperk wat die
- 15 president of die Registrateur, na gelang van die geval, toelaat.
- (3) Indien so iemand inligting aan geregistreerde houers van die betrokke effekte bekend maak wat die prys van daardie effekte kan beïnvloed, moet hy dit terselfdertyd vir onmiddellike publikasie beskikbaar stel aan—
- 20 (a) die Suid-Afrikaanse Persassosiasie en minstens twee Afrikaanse en twee Engelse dagblaie in die Republiek; en
- (b) die president van die betrokke effektebeurs.
20. (1) (a) Indien die komitee van 'n gelisensieerde effektebeurs—
- 25 (i) die lidmaatskap van iemand beëindig;
- (ii) kragtens artikel 16 (b) 'n aansoek om die opname van effekte in die lys bedoel in artikel 16 (a) uitstel of van die hand wys, of kragtens artikel 17 (1) (a)
- 30 effekte uit dié lys verwyder of hul opname daarin opskort vir 'n tydperk wat, tesame met 'n opskorting kragtens artikel 17 (3), 30 dae oorskry, of vir 'n tydperk wat, tesame met 'n weglating kragtens artikel 17 (3), 30 dae oorskry, die prys van effekte uit 'n lys van prysnoterings bedoel in artikel 17 (1)
- 35 (b) weglaat; of
- (iii) 'n aansoek om die opname van effekte in die lys bedoel in artikel 16 (a) toestaan, en die Registrateur van oordeel is dat daar ten opsigte van daardie effekte nie aan die noteringsvereistes van die effektebeurs voldoen is nie of dat die opname van die effekte in dié lys nie in die openbare belang is nie,
- 40 dan het so iemand of die persoon wat die effekte uitgegee het of die Registrateur, na gelang van die geval, die reg om voorsien te word van die reë vir die beëindiging, uitstel, van-die-hand-wysing, verwydering, opskorting, weglating of opname en kan hy teen die besluit van die komitee na die raad bedoel in Artikel 21 in hoër beroep gaan, en die raad kan die besluit bekragtig, wysig of tersyde stel, en kan, ongeag of die appèl teruggetrek word of nie, die kostebevel uitreik wat hy goedvind.
- 45 (b) (i) Die raad handel met 'n appèl slegs op grond van die ter sake dienende inligting wat voor die komitee was.
- (ii) Die appellant, behalwe indien hy die Registrateur is, moet by die sekretaris van die raad binne die voorgeskrewe tydperk die bedrag wat die voorsitter van die raad bepaal het, stort as sekerheid vir die betaling van koste wat teen die appellant toegewys word.
- 50 (2) In die geval van 'n in subartikel (1) bedoelde beëindiging, verwydering, opskorting of weglating kan die komitee op voorwaardes wat hy oplê en ooreenkomstig die reëls van die effektebeurs (as daar is) sy besluit opskort terwyl so 'n appèl aanhangig is, en in die geval van 'n opname bedoel in subartikel (1) moet die komitee sy besluit opskort onmiddellik nadat so 'n appèl aangeteken is en terwyl dit aanhangig is.
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(3) The decision of the board on appeal shall be binding upon the committee and all other interested parties, but nothing in this Act contained or in the rules of the association concerned shall limit in any way the right of the persons who under subsection (1) may appeal, to have the decision of the committee or of the board, or the right of the committee to have the decision of the board, reviewed by a court of competent jurisdiction. 5

Board for hearing
appeals.

21. (1) There is hereby established a board for the hearing of appeals under section 20.

(2) The board shall consist of an advocate of one of the divisions of the Supreme Court of the Republic of not less than 10 years standing, who shall be the chairman of the board, an accountant of not less than 10 years standing, and a person selected by virtue of his knowledge of stock exchange matters in the Republic. 15

(3) The members of the board shall be appointed by the Minister for such period and upon such conditions as he may in each case determine.

(4) The Minister may, subject to the provisions of subsection (2), likewise appoint an alternate member in respect of any member so appointed by him.

(5) If any member or alternate member of the board is for any reason unable to act, the Minister may, subject to the provisions of subsection (2), appoint another person to act in his stead.

(6) Meetings of the board shall be held at such times and 25 places as the chairman may direct.

Purchase of
securities by
stock-broker
for payment
against offer of
delivery of
securities.

22. (1) If a stock-broker buys securities on behalf of any person, such person shall, subject to the provisions of section 23, pay to the stock-broker the purchase price in cash either against offer of delivery of those securities or, if such offer is not made 30 within a period of seven business days after the purchase, before expiry of that period, unless such person—

(a) had, before the securities were purchased, made arrangements with and given instructions to a banking institution registered in terms of the Banks Act, 1965 35 (Act No. 23 of 1965), or a corporate body referred to in paragraph (b), or a subsidiary of such a corporate body, to pay for the securities against delivery thereof, and had notified the stock-broker of the arrangements and instructions; or 40

(b) is a corporate body whose last audited balance sheet as at a date not earlier than 15 months prior to the date on which the securities are purchased, shows that its assets exceed its liabilities (excluding liabilities in respect of paid-up share capital and reserves) by at least R1 000 000, or is a subsidiary of such corporate body, and that corporate body is capable of paying for the securities against delivery thereof, or, as the case may be, has furnished the stock-broker with a written guarantee by itself for payment, by such subsidiary, for 50 the securities against delivery thereof.

(2) If a stock-broker has purchased securities on behalf of any person and such person is in terms of subsection (1) obliged to pay for the securities against offer of delivery thereof or within a period of seven business days after the purchase thereof, the stock-broker shall, if he is not paid for the securities within the seven business days following upon such offer or the expiry of that period, as the case may be, as soon thereafter as is reasonably possible, but within 60 days thereafter or such further period as the Registrar may allow in the particular case— 60

(a) sell the securities for the account of the purchaser; and

(b) sell for the purchaser's account so much of any other securities held by or to be delivered to the stock-broker in respect of any transaction in connection with securities previously entered into on behalf of the purchaser as 65 may be necessary to realize an amount equal to the amount still owing, after the sale of securities in terms

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(3) Die besluit van die raad op appèl bind die komitee en alle ander belanghebbende partye, maar geen bepaling van hierdie Wet of van die reëls van die betrokke vereniging beperk op enige wyse die reg van die persone wat kragtens subartikel (1) in 5 hoër beroep kan gaan, om die besluit van die komitee of van die raad, of die reg van die komitee om die besluit van die raad, deur 'n bevoegde hof te laat hersien nie.

21. (1) Daar word hierby 'n raad ingestel vir die verhoor van appèlle kragtens artikel 20. Raad vir verhoor van appèlle.

10 (2) Die raad bestaan uit 'n advokaat van een van die afdelings van die Hooggeregshof van die Republiek, met 'n beroepstyd van minstens 10 jaar, wat die voorsitter van die raad moet wees, 'n rekenmeester met 'n beroepstyd van minstens 10 jaar, en iemand wat gekies word uit hoofde van sy kennis van effekte- 15 beursaangeleenthede in die Republiek.

(3) Die lede van die raad word deur die Minister aangestel vir die tydperk en op die voorwaardes wat hy in elke geval bepaal.

(4) Die Minister kan, behoudens die bepalinge van subartikel (2), insgelyks 'n plaasvervangende lid aanstel ten opsigte van 'n 20 lid aldus deur hom aangestel.

(5) Indien 'n lid of plaasvervangende lid van die raad om die een of ander rede nie in staat is om op te tree nie, kan die Minister, behoudens die bepalinge van subartikel (2), iemand anders aanstel om in sy plek waar te neem.

25 (6) Vergaderings van die raad word gehou op die tye en plekke wat die voorsitter gelas.

22. (1) Indien 'n effektemakelaar ten behoeve van iemand effekte koop, moet so iemand, behoudens die bepalinge van artikel 23, aan die effektemakelaar die koopprys in kontant betaal 30 of by aanbidding van lewering van daardie effekte of, indien sodanige aanbidding nie geskied nie binne 'n tydperk van sewe besigheidsdae na die koop, voor verstryking van dié tydperk, tensy so iemand— Koop van effekte deur effektemakelaar teen betaling by aanbidding van lewering van effekte.

(a) voordat die effekte gekoop is, reëlins getref het met, 35 en opdrag gegee het aan, 'n bankinstelling wat ingevolge die Bankwet, 1965 (Wet No. 23 van 1965), geregistreer is, of 'n regspersoon bedoel in paragraaf (b), of 'n filiaal van so 'n regspersoon, om vir die effekte teen lewering daarvan te betaal, en die effektemakelaar van 40 die reëlins en opdrag verwittig het; of

(b) 'n regspersoon is wie se laaste geouditeerde balansstaat op 'n datum nie vroeër nie as 15 maande voor 45 die datum waarop die effekte gekoop word, toon dat sy bates sy laste (uitgesonderd laste ten opsigte van volgestorte aandeelkapitaal en reserwes) met ten minste R1 000 000 oorskry, of 'n filiaal van sodanige regspersoon is, en daardie regspersoon in staat is om vir die effekte teen lewering daarvan te betaal, of, na gelang van 50 die geval, 'n skriftelike waarborg deur homself aan die effektemakelaar verstrek het vir betaling, deur dié filiaal, vir die effekte teen lewering daarvan.

(2) Indien 'n effektemakelaar ten behoeve van iemand effekte gekoop het en so iemand ingevolge subartikel (1) verplig is om 55 by aanbidding van lewering van die effekte of binne 'n tydperk van sewe besigheidsdae na die koop van die effekte vir die effekte te betaal, moet dié effektemakelaar, indien hy nie vir die effekte betaal word nie binne die sewe besigheidsdae wat volg op sodanige aanbidding of verstryking van daardie tydperk, na gelang van die geval, so gou daarna as wat redelikerwys doenlik 60 is, maar binne 60 dae daarna of die verdere tydperk wat die Registrateur in die bepaalde geval toelaat—

(a) die effekte vir rekening van die koper verkoop; en

(b) soveel van enige ander effekte wat deur die effektemakelaar gehou word of wat aan hom gelewer moet word 65 ten opsigte van 'n transaksie in verband met effekte wat voorheen ten behoeve van die koper aangegaan is, as wat nodig is om 'n bedrag op te lewer gelyk aan die bedrag wat na die verkoop van effekte ingevolge para-

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of paragraph (a), in respect of the securities purchased on behalf of the purchaser.

(3) If a stock-broker has been notified of arrangements and instructions as is contemplated in subsection (1) (a), he shall, before purchasing the securities concerned, satisfy himself that in fact the arrangements have been made and the instructions given, and if he has purchased securities on behalf of any person in the circumstances contemplated in the said subsection, the stock-broker shall as soon as the securities purchased or any portion thereof is available for delivery by him, offer to deliver the same to the banking institution or corporate body concerned against payment of the amount payable to the stock-broker, and, if such payment is not made forthwith, shall as soon thereafter as is reasonably possible, but within 60 days thereafter or such further period as the Registrar may allow in the particular case—

- (a) sell the securities so offered for the account of the purchaser; and
- (b) sell for the purchaser's account so much of any other securities held by or to be delivered to the stock-broker in respect of any transaction in connection with securities previously entered into on behalf of the purchaser as may be necessary to realize an amount equal to the amount still owing, after the sale of securities in terms of paragraph (a), in respect of the securities purchased on behalf of the purchaser.

(4) Before purchasing securities on behalf of any person in the circumstances contemplated in subsection (1) (b), a stock-broker shall satisfy himself that such person is such a corporate body or subsidiary as is contemplated in the said subsection, and either shall satisfy himself that such corporate body is capable of paying for the securities against delivery thereof or, as the case may be, shall have been placed in possession of a guarantee as is contemplated in the said subsection, and if he has purchased securities on behalf of such person as is contemplated in the said subsection, the stock-broker shall, as soon as the securities purchased or any portion thereof is available for delivery by him, offer to deliver the same to such person against payment of the amount payable to the stock-broker, and, if such payment is not made forthwith, shall as soon thereafter as is reasonably possible, but within 60 days thereafter or such further period as the Registrar may allow in the particular case—

- (a) sell the securities so offered for the account of the purchaser; and
- (b) sell for the purchaser's account so much of any other securities held by or to be delivered to the stock-broker in respect of any transaction in connection with securities previously entered into on behalf of the purchaser as may be necessary to realize an amount equal to the amount still owing, after the sale of securities in terms of paragraph (a), in respect of the securities purchased on behalf of the purchaser.

(5) In determining the amount paid or owing by any person to a stock-broker for the purposes of this section, the purchase price paid or payable to the stock-broker in respect of securities sold on behalf of such person but not yet delivered to the stock-broker, as well as any minimum cover deposited with the stock-broker for the purposes of section 24 (3), shall be left out of account.

Purchase of securities by stock-broker otherwise than for payment against offer of delivery of securities.

23. (1) If a stock-broker has bought securities on behalf of any person on condition that such person is not obliged to pay for those securities when they are available for delivery to him, such person shall not later than seven business days after the purchase—

- (a) pay to the stock-broker so much of the purchase price in cash as will make the securities so purchased suf-

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graaf (a) nog verskuldig is ten opsigte van die effekte ten behoeve van die koper gekoop, vir die koper se rekening verkoop.

(3) Indien 'n effektemakelaar van reëlins en 'n opdrag ver-
5 wittig is soos in subartikel (1) (a) beoog, moet hy, voordat hy
die betrokke effekte koop, homself oortuig dat die reëlins wel
getref en die opdrag wel gegee is, en indien hy ten behoeve van
iemand effekte gekoop het in die omstandighede in genoemde
subartikel beoog, moet dié effektemakelaar, sodra die gekoopte
10 effekte of 'n gedeelte daarvan beskikbaar is vir lewering deur
hom, aanbied om dit aan die betrokke bankinstelling of regspers-
soon teen betaling van die bedrag betaalbaar aan die effektema-
kelaar te lewer, en, indien sodanige betaling nie onverwyld ge-
skied nie, moet hy so gou daarna as wat redelikerwys doenlik is,
15 maar binne 60 dae daarna of die verdere tydperk wat die Regi-
strateur in die bepaalde geval toelaat—

(a) die effekte aldus aangebied vir rekening van die koper
verkoop; en

(b) soveel van enige ander effekte wat deur die effektema-
20 kelaar gehou word of wat aan hom gelewer moet word
ten opsigte van 'n transaksie in verband met effekte
wat voorheen ten behoeve van die koper aangegaan is,
as wat nodig is om 'n bedrag op te lewer gelyk aan die
bedrag wat na die verkoop van effekte ingevolge para-
25 graaf (a) nog verskuldig is ten opsigte van die effekte
ten behoeve van die koper gekoop, vir die koper se re-
kening verkoop.

(4) Voordat 'n effektemakelaar effekte ten behoeve van ie-
mand koop onder die omstandighede beoog in subartikel (1)
30 (b), moet hy homself oortuig dat so iemand 'n regspersoon of
filiaal is soos in genoemde subartikel beoog, en moet hy of hom-
self oortuig dat die regspersoon in staat is om vir die effekte teen
lewering daarvan te betaal, of, na gelang van die geval, in besit
gestel wees van 'n waarborg soos in genoemde subartikel beoog,
35 en indien hy ten behoeve van so iemand effekte gekoop het
soos in genoemde subartikel beoog, moet dié effektemakelaar,
sodra die gekoopte effekte of 'n gedeelte daarvan beskikbaar is
vir lewering deur hom, aanbied om dit aan so iemand teen beta-
ling van die bedrag betaalbaar aan die effektemakelaar te lewer,
40 en indien sodanige betaling nie onverwyld geskied nie, moet hy
so gou daarna as wat redelikerwys doenlik is, maar binne 60 dae
daarna of die verdere tydperk wat die Registrateur in die be-
paalde geval toelaat—

(a) die effekte aldus aangebied vir rekening van die koper
45 verkoop; en

(b) soveel van enige ander effekte wat deur die effektema-
kelaar gehou word of wat aan hom gelewer moet word
ten opsigte van enige transaksie in verband met effekte
wat voorheen ten behoeve van die koper aangegaan is,
50 as wat nodig is om 'n bedrag op te lewer gelyk aan die
bedrag wat na die verkoop van effekte ingevolge para-
graaf (a) nog verskuldig is ten opsigte van die effekte
ten behoeve van die koper gekoop, vir die koper se re-
kening verkoop.

(5) By die bepaling van die bedrag wat iemand aan 'n effekte-
makelaar vir die doeleindes van hierdie artikel betaal het of ver-
skuldig is, word die koopprys wat aan die effektemakelaar be-
taal of betaalbaar is ten opsigte van effekte wat ten behoeve van
so iemand verkoop is maar nog nie aan die effektemakelaar ge-
60 lewer is nie, asook enige minimum dekking wat vir die doelein-
des van artikel 24 (3) by die effektemakelaar gedeponeer is,
buite rekening gelaat.

23. (1) Indien 'n effektemakelaar effekte ten behoeve van ie-
mand gekoop het op voorwaarde dat so iemand nie verplig is om
65 vir daardie effekte te betaal wanneer dit vir lewering aan hom
beskikbaar is nie, moet so iemand nie later nie as sewe be-
sigheidsdae na die koop—

(a) aan die effektemakelaar soveel van die koopprys in
kontant betaal as wat die effekte wat aldus gekoop is

Koop van effekte
deur effektemake-
laar anders as
teen betaling by
aanbieding van
lewering van
effekte.

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ficient to provide minimum cover for the balance of the purchase price; or

- (b) if he is not indebted to the stock-broker in respect of any transaction in connection with securities previously entered into on his behalf, deposit with the stock-broker such securities as (together with the securities purchased) may be necessary to provide minimum cover in respect of the amount owing in pursuance of the purchase; or
- (c) if he is indebted to the stock-broker in respect of any transaction in connection with securities previously entered into on his behalf, deposit with the stock-broker such securities as (together with the securities purchased, and any other securities which may be held by the stock-broker in respect of such indebtedness) may be necessary to provide minimum cover in respect of the aggregate of the amount owing in pursuance of the purchase and the amount of such indebtedness.

(2) If minimum cover is not provided in terms of subsection (1) within the seven business days following upon the expiry of the period of seven days mentioned in the said subsection, the stock-broker in question shall as soon thereafter as is reasonably possible, but within 60 days thereafter or such further period as the Registrar may allow in the particular case, sell, for the account of such person, all the securities bought by him as contemplated in that subsection, or so much of—

- (a) the securities so bought; and
- (b) other securities held by or to be delivered to the stock-broker in respect of a transaction in connection with securities previously entered into on behalf of such person,

as is necessary to make the securities referred to in paragraphs (a) and (b) and which are not so sold sufficient to provide minimum cover for—

- (i) the amount owing in respect of such purchase; and
- (ii) any amount owing in respect of any transaction referred to in paragraph (b).

(3) In determining the amount owing by any person to a stock-broker for the purposes of subsection (1) (c), the purchase price paid or payable to the stock-broker in respect of securities sold on behalf of such person but not yet delivered to the stock-broker, as well as any minimum cover deposited with such stock-broker for the purposes of section 24 (3), shall be left out of account.

Sale of securities by means of bear sale.

24. (1) (a) If any person requests a stock-broker to sell securities on his behalf and the sale of those securities will be or is a bear sale, such person shall at the same time inform the stock-broker in question, and on the day on which the request is made, by telegram or by letter sent by registered post or delivered to him, confirm to that stock-broker, that the sale will be a bear sale.
- (b) A letter referred to in paragraph (a) and delivered to a stock-broker but for which no receipt was furnished immediately after the delivery, shall for the purposes of that paragraph be left out of account.

(2) If any person requests a stock-broker to sell securities on his behalf, or if a stock-broker sells securities on his own behalf and any of those sales will be or is a bear sale—

- (a) the stock-broker who sells the securities shall inform the stock-broker who buys the securities that the sale is a bear sale; and

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voldoende maak om minimum dekking vir die balans van die koopprys te voorsien; of

- (b) indien hy nie by die effektemakelaar in die skuld is ten opsigte van 'n transaksie in verband met effekte wat voorheen ten behoeve van hom aangegaan is nie, by die effektemakelaar die effekte deponeer wat (tesame met die gekoopte effekte) nodig is om minimum dekking te voorsien ten opsigte van die bedrag verskuldig uit hoofde van die koop; of
- (c) indien hy by die effektemakelaar in die skuld is ten opsigte van 'n transaksie in verband met effekte wat voorheen ten behoeve van hom aangegaan is, by die effektemakelaar die effekte deponeer wat (tesame met die gekoopte effekte, en ander effekte wat die effektemakelaar ten opsigte van so 'n skuld hou) nodig is om minimum dekking te voorsien ten opsigte van die totaal van die bedrag verskuldig uit hoofde van die koop en die bedrag van so 'n skuld.

(2) Indien minimum dekking nie ingevolge subartikel (1) voorsien word nie binne die sewe besigheidsdae wat volg op die verstryking van die tydperk van sewe dae in genoemde subartikel vermeld, moet die betrokke effektemakelaar so gou daarna as wat redelikerwys doenlik is, maar binne 60 dae daarna of die verdere tydperk wat die Registrateur in die bepaalde geval toelaat, vir die rekening van so iemand al die effekte verkoop wat deur hom gekoop is soos in daardie subartikel beoog, of soveel van—

- (a) die effekte aldus gekoop; en
- (b) ander effekte wat deur die effektemakelaar gehou word of wat aan hom gelewer moet word ten opsigte van 'n transaksie in verband met effekte wat voorheen ten behoeve van so iemand aangegaan is,

as wat nodig is om die effekte bedoel in paragrawe (a) en (b) en wat nie aldus verkoop word nie, voldoende te maak om minimum dekking te voorsien vir—

- (i) die bedrag verskuldig ten opsigte van sodanige koop; en
- (ii) 'n bedrag verskuldig ten opsigte van 'n transaksie bedoel in paragraaf (b).

(3) By die bepaling van die bedrag wat iemand aan 'n effektemakelaar vir die doeleindes van subartikel (1) (c) verskuldig is, word die koopprys wat aan die effektemakelaar betaal is of betaalbaar is ten opsigte van effekte wat ten behoeve van so iemand verkoop is maar nog nie aan die effektemakelaar gelewer is nie, asook enige minimum dekking wat vir die doeleindes van artikel 24 (3) by die effektemakelaar gedeponeer is, buite rekening gelaat.

24. (1) (a) Indien iemand 'n effektemakelaar versoek om effekte ten behoeve van hom te verkoop, en die verkoop van daardie effekte 'n daalverkoop sal wees of is, moet so iemand terselfdertyd die betrokke effektemakelaar meedeel, en moet hy op die dag waarop die versoek gedoen is aan sodanige effektemakelaar per telegram of per brief per aangetekende pos aan hom gestuur of aan hom gelewer, bevestig, dat die verkoop 'n daalverkoop sal wees.

(b) 'n Brief bedoel in paragraaf (a) wat aan 'n effektemakelaar afgelewer is maar waarvoor nie 'n ontvangsbewys onmiddellik na die aflewering verstrek is nie, word by die toepassing van daardie paragraaf buite rekening gelaat.

(2) Indien iemand 'n effektemakelaar versoek om effekte ten behoeve van hom te verkoop, of indien 'n effektemakelaar effekte ten behoeve van homself verkoop en enige van daardie verkope 'n daalverkoop sal wees of is—

- (a) moet die effektemakelaar wat die effekte verkoop die effektemakelaar wat die effekte koop, meedeel dat die verkoop 'n daalverkoop is; en

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- (b) the stock-brokers who are concerned in the transaction shall, by means of endorsements on their respective brokers' notes, notify the person on whose behalf such securities were sold and the person on whose behalf the securities were bought, that the transaction was a bear sale: 5

(3) No stock-broker shall enter into a bear sale on behalf of any person unless such person has deposited with him minimum cover in respect of an amount equal to the value of the securities to be sold, calculated on the basis of the last price at which, before the request for the bear sale was made, the securities in question were sold on the stock exchange on which the bear sale is to take place. 10

(4) Subject to the provisions of subsection (5) no person shall for his own account or on behalf of any other person enter into a bear sale on a stock exchange— 15

- (a) at a price below the cash sale price of the securities in question last recorded by such stock exchange; or
(b) at the cash sale price of the securities in question last recorded by such stock exchange, unless the cash sale price is higher than the last preceding different cash sale price so recorded. 20

(5) The provisions of subsection (4) shall not apply to—

- (a) an arbitrage transaction; or
(b) an odd-lot transaction, provided the stock-broker who enters into the transaction, notified the stock-broker through whom the transaction is concluded, before the sale was concluded, that the transaction was an odd-lot transaction. 25

(6) If on any day after a bear sale has been entered into, but before the securities sold are delivered to the stock-broker who sold them or before those securities are bought in by the stock-broker, the last cash sale price of the securities on that day on the stock exchange on which the bear sale was entered into, is more than the price at which the securities were sold, the stock-broker concerned may at any time after the next succeeding business day after that day buy in the securities on behalf of the person on whose behalf the bear sale was entered into, unless such person before the closing of that stock exchange on the said next succeeding business day either delivers to the stock-broker the securities sold or deposits with him minimum cover which, together with the minimum cover deposited in terms of subsection (3), is sufficient to provide minimum cover for an amount equal to the value of the securities sold, calculated on the basis of the said cash sale price. 30 35 40 45

Sale of securities otherwise than by means of bear sale.

25. (1) If a stock-broker sells securities on behalf of any person and the stock-broker was not prior to the sale advised that the sale would be a bear sale or that such person was not in possession of the securities, such person shall within seven business days after the sale deliver the securities to the stock-broker, and if the stock-broker does not receive the securities within the seven business days following upon the expiration of the first-mentioned seven days, he shall as soon thereafter as is reasonably possible, but within 60 days thereafter or such further period as the Registrar may allow in the particular case, buy the securities for the account of such person. 50 55

(2) (a) If any person requests a stock-broker to sell securities on his behalf and he advises the stock-broker that he is the owner thereof or is entitled to become the owner thereof by virtue of an inheritance or in terms of any transaction entered into before the sale, but that he is not in possession of the securities, the stock-broker shall, before he sells the securities, satisfy himself by means of proof in writing that such person is the owner thereof or entitled so to become the owner thereof, and ascertain by means of such proof on which date such 60 65

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- (b) moet die effektemakelaars wat by die transaksie betrokke is, die persoon ten behoeve van wie die effekte verkoop is en die persoon ten behoeve van wie die effekte gekoop is, in kennis stel, deur middel van aantekeninge op hulle onderskeie makelaarsnotas, dat die transaksie 'n daalverkoop was.
- (3) 'n Effektemakelaar gaan nie 'n daalverkoop ten behoeve van iemand aan nie tensy so iemand by hom minimum dekking gedeponeer het ten opsigte van 'n bedrag gelykstaande met die waarde van die effekte wat verkoop moet word, bereken op die grondslag van die laaste prys waarteen die betrokke effekte op die effektebeurs waarop die daalverkoop moet plaasvind, verkoop is voordat die versoek om die daalverkoop gedoen is.
- (4) Behoudens die bepalinge van subartikel (5) mag niemand vir eie rekening of ten behoeve van iemand anders 'n daalverkoop op 'n effektebeurs aangaan nie—
- (a) teen 'n prys onder die kontant-verkoopprys van die betrokke effekte wat die laaste deur daardie effektebeurs aangeteken is; of
- (b) teen die kontant-verkoopprys van die betrokke effekte wat die laaste deur daardie effektebeurs aangeteken is, tensy die kontant-verkoopprys hoër is as die laaste voorgaande ander kontant-verkoopprys aldus aangeteken.
- (5) Die bepalinge van subartikel (4) is nie van toepassing nie—
- (a) op 'n arbitrasie-transaksie; of
- (b) op 'n los-hoeveelhede-transaksie, mits die effektemakelaar wat die transaksie aangaan, die effektemakelaar deur bemiddeling van wie die transaksie gesluit word, in kennis gestel het, voordat die verkoop gesluit is, dat die transaksie 'n los-hoeveelhede-transaksie is.
- (6) Indien op 'n dag nadat 'n daalverkoop aangegaan is maar voordat die verkoopte effekte gelewer is aan die effektemakelaar wat dit verkoop het of voordat daardie effekte deur die effektemakelaar ingekoop is, die laaste kontant-verkoopprys van die effekte op daardie dag op die effektebeurs waarop die daalverkoop aangegaan is, meer is as die prys waarteen die effekte verkoop is, kan die betrokke effektemakelaar te eniger tyd na die eersvolgende besigheidsdag na daardie dag die effekte inkoop ten behoeve van die persoon namens wie die daalverkoop aangegaan is, tensy dié persoon voor die sluiting van daardie effektebeurs op genoemde eersvolgende besigheidsdag of die effekte wat verkoop is aan dié effektemakelaar lewer of by hom minimum dekking deponeer wat, saam met die minimum dekking gedeponeer ingevolge subartikel (3), voldoende is om minimum dekking te voorsien vir 'n bedrag gelykstaande met die waarde van die effekte wat verkoop is, bereken op die grondslag van genoemde kontant-verkoopprys.

25. (1) Indien 'n effektemakelaar effekte ten behoeve van iemand verkoop en die effektemakelaar nie voor die verkoop ver-
 50 wittig is nie dat die verkoop 'n daalverkoop sal wees of dat so iemand nie die effekte besit nie, moet so iemand die effekte binne sewe besigheidsdae na die verkoop aan die effektemakelaar lewer, en indien die effektemakelaar nie die effekte binne sewe besigheidsdae wat volg op die verstryking van eersgenoemde
 55 sewe dae ontvang nie, moet hy so gou daarna as wat redelikerwys doenlik is, maar binne 60 dae daarna of die verdere tydperk wat die Registrateur in die bepaalde geval toelaat, die effekte vir rekening van so iemand koop.

Verkoop van effekte anders as by wyse van daalverkoop.

(2) (a) Indien iemand 'n effektemakelaar versoek om effekte
 60 ten behoeve van hom te verkoop en hy die effektemakelaar meedeel dat hy die eienaar daarvan is of dat hy geregtig is om die eienaar daarvan te word uit hoofde van 'n erflating of ingevolge 'n transaksie wat voor die verkoop aangegaan is, maar dat hy die effekte nie besit
 65 nie, moet die effektemakelaar, voordat hy die effekte verkoop, homself deur middel van skriftelike bewys oortuig dat so iemand die eienaar daarvan is of geregtig is om aldus die eienaar daarvan te word, en deur middel van sodanige bewys vasstel op watter datum so iel-

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person will acquire possession thereof, and sell the securities for delivery on a date not earlier than that date.

- (b) If any person sells securities in the circumstances contemplated in paragraph (a) and the stock-broker who sells them on his behalf is not the person who is to give possession thereof to him as is contemplated in that paragraph, such first-mentioned person shall within seven business days after the receipt of the securities by him deliver them to such stock-broker. 5
- (c) If any person sells securities in the circumstances contemplated in paragraph (a) and the stock-broker does not receive the securities within the seven business days following upon the date for delivery referred to in that paragraph, the stock-broker shall as soon thereafter as is reasonably possible, but within 60 days thereafter or 15 such further period as the Registrar may allow in the particular case, buy the securities for the account of such person. 10

Minimum cover.

26. (1) No stock-broker shall return securities deposited with him or held by him as minimum cover under section 23 or 24, or any part thereof, to the depositor or person on whose behalf the securities are so held as minimum cover, or deliver them to any other person to be held or dealt with on behalf of or for the benefit of the depositor or person on whose behalf the securities are so held as minimum cover, if the effect of the return or delivery of the securities would be to reduce the value of the securities held by the stock-broker concerned in respect of the amount owing to him by the depositor or person on whose behalf the securities are so held as minimum cover, below the value necessary to provide minimum cover in respect of the said amount. 25 30

(2) If securities are held by a stock-broker as minimum cover in relation to an amount owing to him, and if—

- (a) by reason of a fall of the buyers' price contemplated in the definition of "minimum cover" in section 1, of those securities, or by reason of a reduction by the Minister of the percentage of the buyers' price to be taken into account in calculating minimum cover in relation to that amount, the securities concerned are insufficient to be minimum cover for that amount; and 35
- (b) the person owing that amount does not within seven business days after those securities have become insufficient so to be minimum cover, by a reduction of the amount owing by him or by the provision of additional securities provide minimum cover for the amount owing by him, 40 45

the stock-broker shall as soon thereafter as is reasonably possible but within 60 days thereafter or such further period as the Registrar may allow in the particular case, sell for the account of that person so much of those securities as is necessary to make, as far as possible, the securities not so sold sufficient to provide minimum cover in relation to the amount still owing to him after the sale. 50

(3) If securities are held by a stock-broker as minimum cover in relation to a bear sale, and if—

- (a) by reason of a fall of the buyers' price contemplated in the definition of "minimum cover" in section 1, of those securities, or by reason of a reduction by the Minister of the percentage of the buyers' price to be taken into account in calculating minimum cover in relation to that bear sale, those securities and any cash 55 60

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mand besit daarvan sal verkry, en die effekte verkoop vir lewering op 'n datum nie vroeër as daardie datum nie.

5 (b) Indien iemand effekte verkoop in omstandighede beoog in paragraaf (a) en die effektemakelaar wat dit ten behoeve van hom verkoop nie die persoon is nie wat hom in besit daarvan moet stel soos in daardie paragraaf bedoel, moet so iemand die effekte binne 10 sewe besigheidsdae na ontvangs daarvan deur hom aan die effektemakelaar lewer.

(c) Indien iemand effekte verkoop in omstandighede beoog in paragraaf (a) en die effektemakelaar nie die effekte ontvang nie binne die sewe besigheidsdae wat 15 volg op die datum vir lewering bedoel in daardie paragraaf, moet die effektemakelaar so gou daarna as wat redelikerwys doenlik is, maar binne 60 dae daarna of die verdere tydperk wat die Registrateur in die bepaalde geval toelaat, die effekte vir rekening van so iemand koop.

20 26. (1) 'n Effektemakelaar mag nie effekte of 'n gedeelte daarvan wat kragtens artikel 23 of 24 by hom gedeponeer is of deur hom as minimum dekking gehou word, aan die deposant of persoon ten behoeve van wie die effekte aldus as minimum dekking gehou word, teruggee nie, of dié effekte aan iemand anders 25 oorhandig om dit te hou of daarmee te handel ten behoeve van of ten bate van die deposant of persoon ten behoeve van wie die effekte aldus as minimum dekking gehou word nie, indien die uitwerking van die teruggawe of oorhandiging van die effekte sou wees om die waarde van die effekte wat deur die betrokke 30 effektemakelaar gehou word ten opsigte van die bedrag aan hom verskuldig deur die deposant of persoon ten behoeve van wie die effekte aldus as minimum dekking gehou word, te verminder benede die waarde wat nodig is om minimum dekking ten opsigte van genoemde bedrag te voorsien.

35 (2) Indien effekte deur 'n effektemakelaar gehou word as minimum dekking met betrekking tot 'n bedrag aan hom verskuldig, en indien—

(a) weens 'n daling in die kopersprys bedoel in die omskrywing van "minimum dekking" in artikel 1 van 40 daardie effekte, of weens 'n vermindering deur die Minister van die persentasie van die kopersprys wat in aanmerking geneem moet word by die berekening van minimum dekking met betrekking tot daardie bedrag, die betrokke effekte onvoldoende is om minimum dekking vir daardie bedrag te wees; en

45 (b) die persoon wat daardie bedrag verskuldig is nie binne sewe besigheidsdae nadat daardie effekte onvoldoende geword het om aldus minimum dekking te wees, deur 'n vermindering van die bedrag deur hom verskuldig of 50 deur die voorsiening van bykomende effekte minimum dekking vir die bedrag deur hom verskuldig, voorsien nie,

moet die effektemakelaar so gou daarna as wat redelikerwys doenlik is, maar binne 60 dae daarna of die verdere tydperk wat 55 die Registrateur in die bepaalde geval toelaat, vir rekening van daardie persoon soveel van daardie effekte verkoop as wat nodig is om sover moontlik die effekte wat nie aldus verkoop is nie, voldoende te maak om minimum dekking te voorsien met betrekking tot die bedrag wat na die verkoop nog aan hom verskuldig is.

(3) Indien effekte deur 'n effektemakelaar gehou word as minimum dekking met betrekking tot 'n daalverkoop, en indien—

65 (a) weens 'n daling in die kopersprys bedoel in die omskrywing van "minimum dekking" in artikel 1 van daardie effekte, of weens 'n vermindering deur die Minister van die persentasie van die kopersprys wat in aanmerking geneem moet word by die berekening van minimum dekking met betrekking tot daardie daalver-

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deposited for the purpose are insufficient to be minimum cover for an amount equal to the cash sale price of the securities representing the bear sale; and

- (b) the person on whose behalf the bear sale has been entered into does not, within seven business days after those securities have become insufficient so to be minimum cover, by the provision of additional securities or cash or such securities and cash, provide minimum cover for that amount,

the stock-broker shall as soon thereafter as is reasonably possible, but within 60 days thereafter or such further period as the Registrar may allow in the particular case, sell for the account of that person so much of those securities as is necessary to make, as far as possible, the securities not so sold, and any cash deposited for the purpose, together with the proceeds of the securities so sold, sufficient to provide minimum cover for that amount.

Limitations and qualifications in respect of sections 22, 23, 24, 25 and 26.

27. (1) Sections 22, 23, 24 and 25 shall not apply if the person on whose behalf securities are purchased or sold is a person in any other country, and any part of his regular business in that country consists of the buying and selling of securities.

(2) Sections 22, 23, 24 (1) (a) and (3) and 25 shall not apply to a stock-broker who buys or sells securities to execute an order placed by any other stock-broker.

(3) The provisions of sections 22, 23, 24, 25, 26 and this section or any act performed thereunder shall not affect the provisions of a contract in so far as they are not in conflict with the first-mentioned provisions.

(4) If a stock-broker who is in terms of section 22, 23, 24, 25 or 26, read with this section, obliged to buy or sell securities within a specified period fails to do so, he shall continue to be obliged to buy or sell those securities, as the case may be, but his rights against and his liabilities to the person on whose behalf he is obliged to buy or sell the securities, shall be the rights and liabilities that would have existed if he had bought or sold those securities within the prescribed period.

Prohibition of bear sales by directors and certain shareholders.

28. (1) A director of a company or a person entitled to the financial rights attaching to more than 10 per cent in value of any class of securities issued by a company and which are listed securities shall not directly or indirectly effect a bear sale of the securities of the company in question.

(2) For the purposes of subsection (1) a bear sale includes a sale of securities by a director or any person referred to in the said subsection, where, prior to completion of the transaction by delivery, such director or person repurchases the securities.

Repudiation of purchase of securities.

29. If a stock-broker buys securities on behalf of any person for delivery to such person within a specified period and fails to deliver them to such person within that period, such person may call upon the stock-broker in writing to deliver to him the securities in a negotiable form within a period determined by him but not ending earlier than 14 business days thereafter, and if the stock-broker fails to do so, such person may, without prejudice to any other rights he may have, repudiate the transaction.

Establishment and maintenance of guarantee fund.

30. (1) The committee of a stock exchange shall establish and maintain, to the satisfaction of the Registrar, a fund out of which shall, after excussion of a stock-broker, be paid, up to an amount specified in the rules referred to in subsection (3), his liabilities arising out of the buying and selling of securities by

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- koop, daardie effekte en kontant vir dié doel gedeponeer, onvoldoende is om minimum dekking te wees vir 'n bedrag gelykstaande met die kontant-verkoopprys van die effekte wat die daalverkoop verteenwoordig; en
- (b) die persoon ten behoeve van wie die daalverkoop aangegaan is nie binne sewe besigheidsdae nadat daardie effekte onvoldoende geword het om aldus minimum dekking te wees, deur die voorsiening van bykomende effekte of kontant of sodanige effekte en kontant minimum dekking vir daardie bedrag voorsien nie,
- moet die effektemakelaar so gou daarna as wat redelikerwys doenlik is, maar binne 60 dae daarna of die verdere tydperk wat die Registrateur in die bepaalde geval toelaat, vir rekening van daardie persoon soveel van daardie effekte verkoop as wat nodig is om, sover moontlik, die effekte wat nie aldus verkoop is nie, en kontant wat vir die doel gedeponeer is, tesame met die opbrengs van die effekte wat aldus verkoop is, voldoende te maak om minimum dekking vir daardie bedrag te voorsien.
27. (1) Artikels 22, 23, 24 en 25 is nie van toepassing nie indien die persoon ten behoeve van wie effekte gekoop of verkoop word iemand in 'n ander land is en 'n deel van sy gereelde besigheid in daardie land die koop en verkoop van effekte is.
- (2) Artikels 22, 23, 24 (1) (a) en (3) en 25 is nie van toepassing nie op 'n effektemakelaar wat effekte koop of verkoop om 'n opdrag wat deur 'n ander effektemakelaar gegee is, uit te voer.
- (3) Die bepalinge van artikels 22, 23, 24, 25, 26 en hierdie artikel of 'n handeling daarkragtens verrig, raak nie die bepalinge van 'n kontrak vir sover dit nie in stryd met eersgenoemde bepalinge is nie.
- (4) Indien 'n effektemakelaar wat ingevolge artikel 22, 23, 24, 25 of 26, gelees met hierdie artikel, verplig is om binne 'n bepaalde tydperk effekte te koop of te verkoop, dit nie doen nie, bly hy verplig om daardie effekte te koop of te verkoop, na gelang van die geval, maar is sy regte teen, en verpligtinge teenoor, die persoon ten behoeve van wie hy die effekte moet koop of verkoop, die regte en verpligtinge wat sou bestaan het indien hy daardie effekte binne die voorgeskrewe tydperk gekoop of verkoop het.
28. (1) 'n Direkteur van 'n maatskappy of iemand wat geregtig is op die geldelike regte verbonde aan meer as 10 persent volgens waarde van enige klas effekte wat deur 'n maatskappy uitgereik en genoteerde effekte is, mag nie, hetsy regstreeks of onregstreeks, 'n daalverkoop van die effekte van die betrokke maatskappy bewerkstellig nie.
- (2) By die toepassing van subartikel (1) beteken 'n daalverkoop ook 'n verkoop van effekte deur 'n direkteur of iemand anders bedoel in genoemde subartikel, waar sodanige direkteur of iemand, voor uitvoering van die transaksie deur lewering, die effekte terugkoop.
29. Indien 'n effektemakelaar ten behoeve van iemand effekte koop vir lewering aan so iemand binne 'n vermelde tydperk en die effektemakelaar versuim om dit binne daardie tydperk aan so iemand te lewer, kan so iemand die effektemakelaar skriftelik aansê om die effekte in 'n verhandelbare vorm aan hom te lewer binne die tydperk wat hy bepaal maar wat nie eerder as 14 besigheidsdae daarna mag eindig nie, en indien die effektemakelaar versuim om dit te doen, kan so iemand, sonder benadeling van ander regte wat hy het, die transaksie repudieer.
30. (1) Die komitee van 'n effektebeurs moet 'n fonds ten goeie van die Registrateur stig en in stand hou waaruit, nadat 'n effektemakelaar uitgewin is, sy verpligtinge wat ontstaan het uit die koop en verkoop van effekte deur hom ten behoeve van ander persone terwyl hy 'n lid van die betrokke effektebeurs was,

Beperkings en kwalifikasies ten opsigte van artikels 22, 23, 24, 25 en 26.

Verbod op daalverkope deur direkteure en sekere aandeelhouders.

Repudiasie van koop van effekte.

Stigting en instandhouding van waarborgfonds.

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him on behalf of other persons, while a member of the stock exchange in question.

(2) Every stock-broker shall contribute to the fund on such basis as may be determined in the rules referred to in subsection (3).

(3) The committee shall make rules to control the administration of the fund, and such rules shall be approved by the Registrar after he has in his discretion added to or amended them, if necessary.

Grant of certificate authorizing issue or renewal of licence to carry on business of carrier against shares.

31. (1) The Registrar may, upon application made in the prescribed form and manner, grant to any person a certificate authorizing a receiver of revenue to issue to that person a licence to carry on the business of a carrier against shares, or to renew such licence.

(2) Such a certificate may be refused—

(a) if such person—

(i) in the case of the issue of a licence by virtue of this Act, has not deposited with the Treasury an amount of not less than R20 000; or

(ii) in the case of the renewal of such licence, has not kept so deposited an amount of R20 000 until he has held the licence for three years and thereafter an amount of R12 000,

in cash or in securities approved by the Registrar, or in cash and in such securities, to be made available in the prescribed manner, after that person has been ex-cused, for the discharge of any liability of such person arising out of any transaction entered into by him in respect of securities; or

(b) if the Registrar is not satisfied that—

(i) the person concerned has assets (except a loan referred to in section 34 (4) (d)) in the Republic, other than the relative amount deposited in terms of paragraph (a), of an aggregate value of at least R20 000 in excess of his liabilities; or

(ii) the public interest will be served by the issue or renewal of the licence.

(3) For the purposes of subsection (2) (a) securities shall have the value which they have in terms of the definition of "minimum cover" in section 1.

(4) Any person who has made a deposit for the purposes of subsection (2) (a) (in this section referred to as the depositor) may at any time—

(a) withdraw so much thereof as exceeds the relative amount referred to in the said subsection; or

(b) substitute for any securities so deposited any money or other securities approved by the Registrar of an equivalent value.

(5) If at any time the value of the deposit made by a depositor is less than the relative amount referred to in subsection (2) (a), the Treasury may, by notice in writing, call upon the depositor to make good the deficiency by a further deposit in cash or in securities, approved by the Registrar, or in cash and in such securities, and if the depositor fails to comply with the notice within a period of 30 days from the date thereof, or within such further period as the Registrar may allow, the Registrar may cancel the depositor's licence to carry on the business of a carrier against shares.

(6) If a depositor has deposited any money for the said purposes, the Treasury shall, at his request, invest it in securities specified by the depositor and approved by the Registrar, and those securities shall be deemed to have been so deposited by the depositor.

(7) A depositor shall be entitled to the income derived from securities deposited or deemed to have been deposited with the Treasury for the said purposes.

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betaal kan word, tot 'n bedrag bepaal in die reëls vermeld in subartikel (3).

(2) Elke effektemakelaar dra tot die fonds by op 'n grondslag bepaal in die reëls vermeld in subartikel (3).

- 5 (3) Die komitee stel reëls op om die werking van die fonds te beheer, en dié reëls moet deur die Registrateur goedgekeur word, nadat hy dit na goeddunke aangevul of gewysig het, indien nodig.

31. (1) Die Registrateur kan, op aansoek op die voorgeskrewe vorm en wyse gedoen, aan 'n persoon 'n sertifikaat toestaan wat 'n ontvanger van inkomste magtig om aan daardie persoon 'n lisensie uit te reik om die besigheid van geldskieteer teen aandele te dryf, of om so 'n lisensie te hernieu.

Toestaan van
sertifikaat
wat uitreiking
of hernuwing
van lisensie
magtig om
besigheid van
geldskieteer
teen aandele
te dryf.

- (2) So 'n sertifikaat kan geweier word—

- 15 (a) indien so iemand—

- (i) in die geval van die uitreiking van 'n lisensie uit hoofde van hierdie Wet, nie 'n bedrag van minstens R20 000 by die Tesourie gedeponeer het nie; of

- 20 (ii) in die geval van die hernuwing van so 'n lisensie, totdat hy 'n lisensie vir drie jaar gehou het, nie 'n bedrag van minstens R20 000, en daarna 'n bedrag van minstens R12 000, aldus gedeponeer gehou het nie,

- 25 by wyse van kontant of deur die Registrateur goedgekeurde effekte of van kontant en sodanige effekte, om op die voorgeskrewe wyse, nadat daardie persoon uitgewin is, beskikbaar gestel te word ter betaling van die skuld van so iemand wat ontstaan uit 'n transaksie wat hy ten opsigte van effekte aangegaan het; of

- 30 (b) indien die Registrateur nie oortuig is nie dat—

- (i) die betrokke persoon bates (uitgesonderd 'n lening bedoel in artikel 34 (4) (d)) in die Republiek besit, uitgesonderd die toepaslike bedrag gedeponeer ingevolge paragraaf (a), wat in die geheel minstens R20 000 meer as sy laste is; of

- 35 (ii) die openbare belang deur die uitreiking of hernuwing van die lisensie gedien sal word.

- (3) By die toepassing van subartikel (2) (a) het effekte die waarde wat hulle ingevolge die omskrywing van "minimum dekking" in artikel 1 het.

- (4) Iemand wat vir die doeleindes van subartikel (2) (a) 'n deposito gestort het (in hierdie artikel die deposant genoem), kan te eniger tyd—

- 45 (a) soveel daarvan opvra as wat meer is as die toepaslike bedrag in genoemde subartikel bedoel; of

- (b) aldus gedeponeerde effekte vervang deur geld of deur ander effekte van gelyke waarde wat deur die Registrateur goedgekeur is.

- 50 (5) Indien die waarde van die deposito deur die deposant gestort te eniger tyd minder is as die toepaslike bedrag bedoel in subartikel (2) (a), kan die Tesourie die deposant by skriftelike kennisgewing aansê om die tekort aan te suiwer deur 'n verdere deposito van geld of effekte deur die Registrateur goedgekeur, of van sowel geld as sodanige effekte, en indien die deposant versuim om aan die kennisgewing te voldoen binne 'n tydperk van 30 dae vanaf die datum daarvan, of binne die verdere tydperk wat die Registrateur toestaan, kan die Registrateur die deposant se lisensie om die besigheid van 'n geldskieteer teen aandele te dryf, intrek.

- (6) Indien 'n deposant vir genoemde doeleindes geld gedeponeer het, belê die Tesourie dit op sy versoek in effekte deur die deposant aangewys en deur die Registrateur goedgekeur, en word daardie effekte geag aldus deur die deposant gedeponeer te gewees het.

- 65 (7) 'n Deposant is geregtig op die inkomste verkry uit effekte wat vir genoemde doeleindes by die Tesourie gedeponeer is of geag word aldus gedeponeer te gewees het.

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(8) If a depositor has ceased to carry on the business of a carrier against shares for a period of not less than three months, or has become a stock-broker and has been a stock-broker for such a period, the Registrar shall, subject to the provisions of subsections (9), (10) and (11), authorize the Treasury to return to the depositor so much of any deposit made or deemed to have been made by him, as is held by the Treasury. 5

(9) Before authorizing the return of such deposit the Registrar shall cause to be published at the expense of the depositor, in the *Gazette* and in every province and in the Territory once in each of three consecutive weeks in an English and an Afrikaans newspaper approved by the Registrar, a notice calling upon all persons who have claims against the depositor arising out of transactions entered into by him in respect of securities and who object against the return of the deposit in question to the depositor, to lodge their objections with the Registrar within a period specified in the notice, not being less than 30 days as from the date of the last publication thereof. 15

(10) If any objection is lodged under subsection (9) and the depositor admits the claim of the objector, the Registrar shall not authorize the Treasury to return such deposit until the claim has been satisfied. 20

(11) If any objection is so lodged and the depositor does not admit the claim of the objector, the Registrar shall not authorize the Treasury to return the deposit— 25

- (a) unless the objector fails to institute legal proceedings against the depositor in pursuance of the objector's claim within a period of two months after the expiry of the period referred to in subsection (9) or within such further period as the Registrar may allow; or 30
- (b) if the objector does institute such proceedings within the said period, unless his claim is dismissed or withdrawn, or until a judgment given against the depositor has been satisfied. 35

(12) (a) If a depositor dies or if his estate is sequestrated, the Registrar shall authorize the Treasury to hand over so much of a deposit made or deemed to have been made by the depositor, as is held by the Treasury, to the executor or trustee of the depositor's deceased or insolvent estate, as the case may be. 40

(b) Whenever the estate of the depositor is insolvent, a deposit so handed over shall be applied towards the satisfaction of a claim arising out of a transaction entered into by the depositor in respect of securities, in priority to any other claim. 45

Exemption of persons from provisions relating to carriers against shares.

32. The Registrar may in writing exempt any person except a person whose main business in the Republic is that of a carrier against shares, subject to such conditions as he may determine, from any provision of this Act relating to carriers against shares, and may likewise at any time withdraw such exemption. 50

Issue and renewal of licence to carry on business of carrier against shares.

33. (1) The provisions of section 9 (1), (2) and (3) shall *mutatis mutandis* apply in respect of the issue and renewal of a licence to carry on the business of a carrier against shares.

(2) A fee of R20 shall be payable in respect of the issue or renewal of any such licence: Provided that if the liability in respect of the issue of the licence arises after 30 June in any year, one-half of that amount shall be payable for the issue thereof. 55

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- (8) Indien 'n deposant vir 'n tydperk van minstens drie maande opgehou het om die besigheid van 'n geldskieder teen aandeel te dryf, of 'n effektemakelaar geword het en vir so 'n tydperk 'n effektemakelaar was, moet die Registrateur, behoudens die bepalings van subartikels (9), (10) en (11), die Tesourie magtig om aan die deposant soveel terug te gee van 'n deposito wat hy gestort het of wat geag word deur hom gestort te gewees het, as wat deur die Tesourie gehou word.
- (9) Alvorens magtiging verleen word vir die teruggawe van so 'n deposito, laat die Registrateur op koste van die deposant in die *Staatskoerant* en in elke provinsie en die Gebied een maal in elk van drie agtereenvolgende weke in 'n Afrikaanse en 'n Engelse nuusblad deur die Registrateur goedgekeur, 'n kennisgewing publiseer waarby almal met vorderings teen die deposant wat ontstaan uit transaksies wat hy ten opsigte van effekte aangegaan het en met besware teen die teruggawe van die betrokke deposito aan die deposant, aangesê word om hul besware binne 'n tydperk in die kennisgewing vermeld, maar van minstens 30 dae vanaf die datum van die jongste publikasie daarvan, by die Registrateur in te lewer.
- (10) Indien 'n beswaar kragtens subartikel (9) ingelewer word en die deposant die vordering van die beswaarmaker erken, magtig die Registrateur nie die Tesourie om dié deposito terug te gee voordat die vordering vereffen is nie.
- (11) Indien 'n beswaar aldus ingelewer word en die deposant nie die vordering van die beswaarmaker erken nie, magtig die Registrateur nie die Tesourie om die deposito terug te gee nie—
- (a) tensy die beswaarmaker versuim om binne 'n tydperk van twee maande na verloop van die tydperk bedoel in subartikel (9), of binne die verdere tydperk wat die Registrateur toestaan, 'n regseding uit hoofde van die beswaarmaker se vordering teen die deposant in te stel; of
- (b) indien die beswaarmaker wel binne genoemde tydperk so 'n geding instel, tensy sy vordering van die hand gewys of teruggetrek word, of voordat voldoen is aan 'n uitspraak wat teen die deposant gedoen is.
- (12) (a) Indien 'n deposant sterf of sy boedel gesekwestreer word, moet die Registrateur die Tesourie magtig om soveel van 'n deposito wat die deposant gestort het of wat geag word deur hom gestort te wees, as wat deur die Tesourie gehou word, aan die eksekuteur of kurator van die deposant se bestorwe of insolvente boedel, na gelang van die geval, te oorhandig.
- (b) Indien die boedel van die deposant insolvent is, word 'n deposito wat aldus oorhandig is met voorrang bo enige ander vordering aangewend ter vereffening van 'n vordering wat ontstaan uit 'n transaksie wat die deposant ten opsigte van effekte aangegaan het.
32. Die Registrateur kan, onderworpe aan die voorwaardes wat hy bepaal, iemand, uitgesonderd iemand wie se hoofbesigheid in die Republiek dié van 'n geldskieder teen aandeel is, skriftelik vrystel van enige bepaling van hierdie Wet betreffende geldskieders teen aandeel, en kan so 'n vrystelling te eniger tyd insgelyks intrek.
33. (1) Die bepalings van artikel 9 (1), (2) en (3) is *mutatis mutandis* van toepassing ten opsigte van die uitreiking en hernuwing van 'n lisensie om die besigheid van geldskieder teen aandeel te dryf.
- (2) Lisensiegeld ten bedrae van R20 is ten opsigte van die uitreiking of hernuwing van so 'n lisensie betaalbaar. Met dien verstande dat indien die aanspreeklikheid ten opsigte van die uitreiking van die lisensie na 30 Junie in enige jaar ontstaan, die helfte van daardie bedrag vir die uitreiking daarvan betaalbaar is.

Vrystelling van persone van bepalings betreffende geldskieders teen aandeel.

Uitreiking en hernuwing van lisensie om besigheid van geldskieder teen aandeel te dryf.

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Restriction on loans by stock-brokers and carriers against shares.

34. (1) No stock-broker or carrier against shares shall in the course of his business lend money to any person against any security other than listed securities.

(2) No stock-broker or carrier against shares shall in the course of his business—

- (a) lend any amount to any person unless that person has deposited with him such securities as may be necessary to provide minimum cover in respect of that amount; or
- (b) if any person is indebted to him in respect of a previous loan made in the course of his business, lend any amount to that person unless that person has deposited with him such securities as (either alone or together with other securities which may be held by the stock-broker or carrier in respect of the debt) may be necessary to provide minimum cover in respect of the aggregate of that amount and of the debt.

(3) The provisions of section 26 (1) shall *mutatis mutandis* apply to the securities so deposited.

(4) The provisions of this section shall not apply—

- (a) if the lender and the borrower concerned are stock-brokers in the Republic;
- (b) with reference to a deposit made by a stock-broker or carrier against shares with a banking institution registered otherwise than provisionally in terms of the Banks Act, 1965 (Act No. 23 of 1965), or with a building society registered otherwise than provisionally in terms of the Building Societies Act, 1965 (Act No. 24 of 1965);
- (c) with reference to a loan made to a licensed stock exchange by a member of that stock exchange; and
- (d) with reference to a loan made by a stock-broker or carrier against shares for purposes other than the buying and selling of securities.

Issue or receipt to depositor of or borrower against securities.

35. Whenever securities are deposited with a stock-broker in terms of section 23 or 24 or deposited with a stock-broker or carrier against shares in respect of a loan referred to in section 34 or for safe custody, the stock-broker or carrier against shares shall forthwith issue to the depositor or borrower, as the case may be, a receipt, signed by him or on his behalf, setting forth the purpose for which the securities have been deposited and containing a description of the particular securities sufficient to identify them.

Stock-broker or carrier against shares to mark securities in his possession.

36. Whenever a document of title relating to securities comes into the possession of a stock-broker or carrier against shares, he shall mark it, as soon as it is practicable to do so, in a manner which will render it possible at any time thereafter to establish readily the identity of the person entitled to those securities.

Restriction on alienation of securities which have been deposited or are held as security in respect of loan.

37. Subject to the provisions of sections 22 (2), (3) and (4), 23 (2) and 26 (2) and (3), no stock-broker shall alienate securities which have been deposited with him in terms of section 23 or 24 and no stock-broker or carrier against shares shall alienate securities held by him as security in respect of a loan, unless the person who deposited the securities or to whom the loan was made, as the case may be, has before or after the deposit or loan, authorized him thereto in writing.

Restriction on borrowing against and repledging of clients' securities.

38. A stock-broker or carrier against shares shall not—

- (a) borrow against securities which a client has pledged with him an amount in excess of the outstanding balance of any amount he may have lent the client concerned against such securities;
- (b) repledge securities which a client has pledged with him without the written consent of the client concerned; or

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34. (1) Geen effektemakelaar of geldskierter teen aandele mag in die loop van sy besigheid aan iemand geld op ander sekuriteit as genoteerde effekte leen nie. Beperking op lenings deur effektemakelaars en geldskierters teen aandele.
- (2) Geen effektemakelaar of geldskierter teen aandele mag in 5 die loop van sy besigheid—
- (a) aan iemand enige bedrag leen nie, tensy so iemand by hom die effekte gedeponeer het wat nodig is om minimum dekking ten opsigte van daardie bedrag te voorsien; of
- 10 (b) indien iemand by hom in die skuld is ten opsigte van 'n vorige lening wat in die loop van sy besigheid verstrek is, aan so iemand enige bedrag leen nie, tensy so iemand by hom die effekte gedeponeer het wat (of alleen of tesame met ander effekte wat die effektemakelaar of 15 geldskierter ten opsigte van die skuld hou) nodig is om minimum dekking ten opsigte van die totaal van daardie bedrag en die skuld te voorsien.
- (3) Die bepalinge van artikel 26 (1) is *mutatis mutandis* van toepassing op die effekte aldus gedeponeer.
- 20 (4) Die bepalinge van hierdie artikel is nie van toepassing nie—
- (a) as die betrokke uitlener en die betrokke lener effektemakelaars in die Republiek is;
- 25 (b) met betrekking tot 'n deposito gemaak deur 'n effektemakelaar of geldskierter teen aandele by 'n bankinstelling wat anders as voorlopig kragtens die Bankwet, 1965 (Wet No. 23 van 1965), geregistreer is, of by 'n bouvereniging wat anders as voorlopig kragtens die Bouverenigingswet, 1965 (Wet No. 24 van 1965), geregistreer is;
- 30 (c) met betrekking tot 'n lening aan 'n gelisensieerde effektebeurs deur 'n lid van daardie effektebeurs gemaak; en
- 35 (d) met betrekking tot 'n lening gemaak deur 'n effektemakelaar of geldskierter teen aandele vir ander doeleindes as die koop en verkoop van effekte.
35. Wanneer effekte ingevolge artikel 23 of 24 by 'n effektemakelaar gedeponeer word of by 'n effektemakelaar of geldskierter teen aandele gedeponeer word ten opsigte van 'n lening bedoel in artikel 34, of vir veilige bewaring, moet die effektemakelaar of geldskierter teen aandele onverwyld 'n kwitansie, deur of ten behoeve van hom onderteken, aan die deposant of lener, na gelang van die geval, uitreik waarin die doel waarvoor die effekte gedeponeer is, vermeld word, en wat 'n beskrywing 45 bevat van die bepaalde effekte wat voldoende is om hulle te kan identifiseer. Uitreiking van kwitansie aan deposant van of lener teen effekte.
36. Indien 'n titelbewys betreffende effekte in die besit van 'n effektemakelaar of geldskierter teen aandele kom, moet hy dit so gou as wat doenlik is, merk op 'n wyse wat dit moontlik sal maak 50 om te eniger tyd daarna die identiteit van die persoon wat op daardie effekte geregig is, geredelik vas te stel. Effektemakelaar of geldskierter teen aandele moet effekte in sy besit merk.
37. Geen effektemakelaar mag, behoudens die bepalinge van artikels 22 (2), (3) en (4), 23 (2) en 26 (2) en (3), effekte wat ingevolge artikel 23 of 24 by hom gedeponeer is, vervreem nie, en 55 geen effektemakelaar of geldskierter teen aandele mag effekte wat hy as sekuriteit ten opsigte van 'n lening hou, vervreem nie, tensy die persoon wat die effekte gedeponeer het of aan wie die lening verstrek is, na gelang van die geval, hom voor of na die deposito of lening skriftelik daartoe gemagtig het. Beperking op vervreemding van effekte wat gedeponeer is of gehou word as sekuriteit ten opsigte van lening.
- 60 38. 'n Effektemakelaar of geldskierter teen aandele mag nie—
- (a) teen effekte wat 'n kliënt aan hom verpand het, 'n bedrag leen nie wat meer is as die uitstaande balans van 'n bedrag wat hy aan die betrokke kliënt teen sodanige effekte uitgeleen het;
- 65 (b) effekte wat 'n kliënt aan hom verpand het, sonder die skriftelike toestemming van die betrokke kliënt herverpand nie; of Beperking op leen teen en herverpanding van kliënte se effekte.

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- (c) repledge more of the securities which a client has pledged with him than would be required by a lender to lend to him an amount not exceeding the outstanding balance of the amount which he has lent to such client: Provided that he may repledge a certificate for 100 shares or for securities other than shares of a nominal value of R100 (or of R200 where no smaller certificate is available), notwithstanding the fact that the number of shares or the nominal value of such securities so required for a loan of such amount, is less than 100, or R100 or R200, as the case may be. 5 10

Advertising by stock-brokers and carriers against shares.

39. (1) Subject to the provisions of subsection (2), no person shall orally or by means of written matter, either for himself or for any other person, directly or indirectly, canvass, advertise or tout for work forming part of the business of a stock-broker or carrier against shares. 15

(2) The provisions of subsection (1) shall not prohibit a stock-broker or carrier against shares who is entitled to carry on business as such, from making known by a simple statement on a nameplate or signboard exhibited in or on the premises in which he carries on his business or on his stationery or on a document issued in connection with a transaction relating to securities entered into by him, that he is a stock-broker or carrier against shares or a member of a specified stock exchange, as the case may be. 20 25

Manipulative practices.

40. No person shall by means of any statement, promise or forecast which he knows to be misleading induce any other person to buy or sell listed securities, or directly or indirectly, whether within or outside a stock exchange, by means of the creation of fictitious transactions or the spreading of false reports attempt to stimulate activities or influence the prices of securities on a licensed stock exchange.

Certain written matter to bear names of certain persons.

41. No person shall publish or issue to the public or circulate any written comment which relates to the trading results of a company or which may influence the value of the securities of a company unless such comment is accompanied by— 35

- (a) the name of the person or persons who compiled it or the name of the person or persons on the editorial staff of a newspaper or periodical who, in the opinion of the editor thereof, compiled it; or 40
(b) disclosure of the source from which it was obtained.

Appointment of auditor.

42. (1) Every stock-broker and carrier against shares shall appoint an auditor registered as an accountant and auditor under the Public Accountants' and Auditors' Act, 1951 (Act No. 51 of 1951), who engages in public practice as contemplated in that Act and who has no direct or indirect financial interest in the business carried on by such broker or carrier. 45

(2) No director or employee of a stock-broker or of a carrier against shares, no member of a stock exchange and no firm of which such director, employee or member is a member or employee, shall be appointed as an auditor of that stock-broker or carrier against shares. 50

(3) Every stock-broker and carrier against shares shall within 30 days of the date of appointment of an auditor under this section, apply to the Registrar for his approval of that appointment. 55

(4) The Registrar may, without assigning any reason therefor, refuse to approve the appointment of an auditor or may withdraw his prior approval of such appointment, and thereupon the auditor concerned shall vacate his office as auditor of the stock-broker or carrier against shares concerned. 60

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- (c) meer van die effekte wat 'n kliënt aan hom verpand het, herverpand nie as wat deur 'n uitlener vereis sou word vir die leen aan hom van 'n bedrag wat nie meer is nie as die uitstaande balans van die bedrag wat hy aan dié kliënt geleen het: Met dien verstande dat hy 'n sertifikaat vir 100 aandele of vir ander effekte as aandele van 'n nominale waarde van R100 (of van R200 as 'n kleiner sertifikaat nie beskikbaar is nie) mag herverpand, nieteenstaande die feit dat die getal aandele of die nominale waarde van sodanige effekte wat aldus vir 'n lening van so 'n bedrag vereis word, minder is as 100, of R100 of R200, na gelang van die geval.

39. (1) Behoudens die bepalinge van subartikel (2) mag niemand mondeling of deur middel van 'n geskrif, vir homself of vir iemand anders, regstreeks of onregstreeks, werk wat deel uitmaak van die besigheid van 'n effektemakelaar of geldskieder teen aandele, werf of daarvoor adverteer of daarmee smous nie.

Advertering deur effektemakelaars en geldskieders teen aandele.

(2) Die bepalinge van subartikel (1) verbied nie 'n effektemakelaar of geldskieder teen aandele wat geregtig is om as sodanig besigheid te dryf, om by wyse van 'n blote verklaring op 'n naamplaat of uithangbord vertoon in of op die perseel waar hy sy besigheid dryf, of op sy skryfpapier of op 'n stuk uitgereik in verband met 'n transaksie met betrekking tot effekte wat hy aangegaan het, bekend te maak nie dat hy 'n effektemakelaar of 'n geldskieder teen aandele of 'n lid van 'n bepaalde effektebeurs, na gelang van die geval, is.

40. Niemand mag deur middel van 'n verklaring, belofte of voorspelling ten opsigte waarvan hy weet dat dit misleidend is, iemand anders oorhaal om genoteerde effekte te koop of te verkoop, of regstreeks of onregstreeks, hetsy binne of buite 'n effektebeurs, deur middel van die skepping van skyntransaksies of die verspreiding van valse berigte poog om die bedrywighede op 'n gelisensieerde effektebeurs te stimuleer of die pryse van effekte op so 'n effektebeurs te beïnvloed nie.

Manipulasiepraktieke.

41. Niemand mag enige geskrewe kommentaar wat betrekking het op die bedryfsresultate van 'n maatskappy of wat die waarde van effekte van 'n maatskappy kan beïnvloed, publiseer of aan die publiek uitreik of versprei nie tensy sodanige kommentaar vergesel is van—

Sekere geskrewe stukke moet name van sekere persone aangee.

- (a) die naam van die persoon of persone wat dit saamgestel het of die naam van die persoon of persone van die redaksie van 'n nuusblad of tydskrif wat volgens die mening van die redakteur dit saamgestel het; of
- (b) bekendmaking van die bron vanwaar dit verkry is.

42. (1) Elke effektemakelaar en geldskieder teen aandele moet 'n ouditeur aanstel wat kragtens die Wet op Openbare Rekenmeesters en Ouditeurs, 1951 (Wet No. 51 van 1951), as 'n rekenmeester en ouditeur geregistreer is, wat openbare praktyk beoefen soos beoog in daardie Wet en wat geen regstreekse of onregstreekse geldelike belang het by die besigheid wat deur dié makelaar of geldskieder gedryf word nie.

Aanstelling van ouditeur.

(2) Geen direkteur of werknemer van 'n effektemakelaar of van 'n geldskieder teen aandele, geen lid van 'n effektebeurs en geen firma waarvan so 'n direkteur, werknemer of lid 'n lid of werknemer is, mag as ouditeur van daardie effektemakelaar of geldskieder teen aandele aangestel word nie.

(3) Elke effektemakelaar en geldskieder teen aandele moet binne 30 dae vanaf die datum van aanstelling van 'n ouditeur kragtens hierdie artikel, by die Registrateur om sy goedkeuring van daardie aanstelling aansoek doen.

(4) Die Registrateur kan, sonder om enige rede daarvoor aan te gee, weier om 'n aanstelling van 'n ouditeur goed te keur of kan sy vorige goedkeuring van so 'n aanstelling intrek, en daarna ontruim die betrokke ouditeur sy amp as ouditeur van die betrokke effektemakelaar of geldskieder teen aandele.

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(5) When the Registrar has in terms of subsection (4) refused to approve or has withdrawn his approval of the appointment of an auditor, or whenever for any other reason an auditor vacates his office as auditor of a stock-broker or carrier against shares, the stock-broker or carrier against shares concerned shall appoint some other person as auditor, but again subject to the approval of the Registrar. 5

(6) Where the auditor of a stock-broker or carrier against shares is a partnership, such auditor shall for the purposes of subsection (5) be deemed not to have vacated his office by reason of a change in the composition of the partnership, as long as not less than half the number of the partners in the reconstituted partnership are persons who were, as at the date when the appointment of the partnership as auditor was last approved by the Registrar, partners therein. 15

Accounting
records and
audit.

43. (1) Every stock-broker and carrier against shares shall—

- (a) keep such accounting records in one of the official languages of the Republic, as may be prescribed;
- (b) preserve such records in a safe place for a period of at least five years as from the date of the latest entry therein; and 20
- (c) cause such records to be audited, not later than 31 May of the year in question, or such later date as the Registrar may allow, in respect of each year ending upon the last day of February, or such other day as the Registrar may approve, by an auditor whose appointment has been approved by the Registrar in terms of section 42. 25

(2) The auditor who has in terms of this section audited the accounting records of a stock-broker or carrier against shares shall, not later than 30 June of the year in question, or such later date as the Registrar may allow, transmit to the Registrar, and in the case of a stock-broker also to the committee of the stock exchange concerned— 30

- (a) a copy of the balance sheet of that broker or carrier for the year to which the audit relates, signed by the broker or carrier, as the case may be, or, in the case of a partnership or company, by at least two members of the partnership or two directors of the company; 35
- (b) a report setting forth—
 - (i) whether or not all the necessary accounting records have been kept by the broker or carrier during the period to which the audit relates, whether or not they have been properly kept, and if not, in which respects they are defective; 40
 - (ii) whether or not he has obtained all the information and explanations he has required and if not, the nature of the information he has not obtained and the matters which have not been explained; 45
 - (iii) whether or not any securities which, according to the relevant accounting records, are held by the broker or carrier on behalf of any other person, including securities held in safe custody, are in possession of the broker or carrier, and if not, in whose possession or custody they are and for what purpose; 50
 - (iv) whether or not investigations carried out, as at the date of the balance sheet, indicate that the broker or carrier appears to comply with the provisions of sections 22, 23, 24, 25, 26 and 27 and whether or not the auditor during the course of his audit became aware of any contravention of the said provisions; and 55
 - (v) such other matters as may be prescribed. 60

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(5) Wanneer die Registrateur ingevolge subartikel (4) geweier het om die aanstelling van 'n ouditeur goed te keur of sy goedkeuring van die aanstelling van 'n ouditeur ingetrek het, of wanneer 'n ouditeur om enige ander rede sy amp as ouditeur van 'n effektemakelaar of geldskierter teen aandele ontruim, moet die betrokke effektemakelaar of geldskierter teen aandele 'n ander persoon as ouditeur aanstel, maar weer eens onderworpe aan die goedkeuring van die Registrateur.

(6) Waar die ouditeur van 'n effektemakelaar of geldskierter teen aandele 'n vennootskap is, word so 'n ouditeur, by die toepassing van subartikel (5), geag nie sy amp te ontruim het op grond van 'n verandering in die samestelling van die vennootskap nie solank minstens die helfte van die aantal vennote in die hersaamgestelde vennootskap persone is wat op die datum toe die vennootskap se aanstelling as ouditeur laas deur die Registrateur goedgekeur is, vennote daarin was.

43. (1) Elke effektemakelaar en geldskierter teen aandele moet— Rekeninge-aantekenings en audit.

(a) die rekeninge-aantekenings wat voorgeskryf word, in een van die amptelike tale van die Republiek hou;

(b) sodanige aantekenings op 'n veilige plek bewaar vir 'n tydperk van minstens vyf jaar vanaf die datum van die jongste inskrywing daarin; en

(c) sodanige aantekenings ten opsigte van elke jaar wat eindig op die laaste dag van Februarie of die ander dag wat die Registrateur goedkeur, nie later nie as 31 Mei van die betrokke jaar of die latere datum wat die Registrateur toestaan, laat ouditeer deur 'n ouditeur wie se aanstelling ingevolge artikel 42 deur die Registrateur goedgekeur is.

(2) 'n Ouditeur wat ingevolge hierdie artikel die rekeninge-aantekenings van 'n effektemakelaar of geldskierter teen aandele geouditeer het, moet nie later nie as 30 Junie van die betrokke jaar, of die latere datum wat die Registrateur toestaan, aan die Registrateur, en in die geval van 'n effektemakelaar ook aan die komitee van die betrokke effektebeurs, die volgende deurstuur, naamlik—

(a) 'n afskrif van die balansstaat van daardie makelaar of geldskierter vir die jaar waarop die audit betrekking het, onderteken deur die makelaar of geldskierter, na gelang van die geval, of, in die geval van 'n vennootskap of maatskappy, deur minstens twee lede van die vennootskap of twee direkteure van die maatskappy;

(b) 'n verslag waarin vermeld word—

(i) of al die nodige rekeninge-aantekenings deur die makelaar of geldskierter gedurende die tydperk waarop die audit betrekking het, gehou is of nie, of dit behoorlik gehou is of nie, en indien nie, in welke opsigte dit gebrekkig is;

(ii) of hy al die inligting en verduidelikings wat hy nodig gehad het, verkry het of nie, en indien nie, die aard van die inligting wat hy nie verkry het nie en die sake wat nie verduidelik is nie;

(iii) of effekte wat volgens die betrokke rekeninge-aantekenings deur die makelaar of geldskierter ten behoewe van iemand anders gehou word, met inbegrip van effekte wat in veilige bewaring gehou word, in besit van die makelaar of geldskierter is of nie, en indien nie, in wie se besit of bewaring dit is en vir watter doel;

(iv) of ondersoek wat, soos op die datum van die balansstaat, ingestel is, aantoon dat die makelaar of geldskierter die bepalinge van artikels 22, 23, 24, 25, 26 en 27 blyk na te kom of nie, en of die ouditeur in die loop van sy audit te wete gekom het van 'n oortreding van genoemde bepalinge of nie; en

(v) die ander sake wat voorgeskryf is.

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Report by auditor
of irregularities.

44. An auditor who in terms of section 43 audits the accounting records of a stock-broker or carrier against shares shall, if a failure on the part of the stock-broker or carrier to comply with a requirement of this Act which, in the auditor's opinion, is a material requirement, comes to his notice, report the matter 5 forthwith to the Registrar and, in the case of a stock-broker, also to the president of the stock exchange concerned.

Inspections.

45. (1) The provisions of the Inspection of Financial Institutions Act, 1984 (Act No. 38 of 1984), shall apply *mutatis mutandis* to a stock exchange, stock-broker or carrier against shares, 10 or to a person who in terms of the provisions of section 4 of this Act is entitled, as a regular feature of his business, to administer or hold in safe custody on behalf of any other person any investments in listed securities or any investments of which listed securities form part, and for the purposes of such application the 15 stock exchange, stock-broker, carrier against shares or person shall be deemed to be a financial institution, and the Registrar as defined in section 1 of this Act shall be the registrar in relation to the stock exchange, stock-broker, carrier against shares or person. 20

(2) In such application of the said provisions of the Inspection of Financial Institutions Act, 1984—

(a) section 4 (2) thereof shall be construed as if after the words "of the financial institution" the words "or any person who has had any dealings with such institution" 25 had been inserted; and

(b) section 8 (1) thereof shall be construed as if the following further proviso had been added at the end thereof:

"(c) the registrar may in his discretion communicate to the committee of a stock exchange information ob- 30 tained by him in the course of an inspection under this Act, or from a report by an inspector on an inspection, of the affairs of a stock-broker who is or was a member of that stock exchange."

(3) The committee of a stock exchange may in any disciplinary 35 proceedings in terms of the rules of the stock exchange against the member concerned or any other member of the stock exchange, take into consideration any relevant information furnished to the committee by virtue of the provisions of subsection (2) (b). 40

Attendance of
certain meetings
by Registrar
and furnishing
of certain
documents to
him.

46. (1) The Registrar or a person nominated by him may attend any meeting of the committee of a stock exchange or a sub-committee of that committee, and take part in all the proceedings at such meeting.

(2) The president of a stock exchange shall furnish the Registrar with all notices, minutes and documents which are furnished to members of the committee of the stock exchange concerned or a subcommittee of that committee, as if the Registrar were a member of that committee and subcommittee.

Furnishing of
information to
Registrar.

47. The Registrar may by notice in writing require any person 50 who is not a stock-broker or licensed carrier against shares and in respect of whom the Registrar has reason to suspect that he is carrying on the business of buying and selling securities in contravention of section 3 (2), (3), (4) or (5) or of a carrier against shares in contravention of section 3 (6), to transmit to the Registrar within a period stated in the notice any document or information at that person's disposal and relating to his affairs which the Registrar may require, and that person shall comply with the requirements of the Registrar to his satisfaction within the relevant period or within such further period as the Registrar may 55 allow.

Penalties.

48. (1) Any person who—

(a) contravenes a provision of section 3 (1);

(b) contravenes a provision of section 5;

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44. 'n Ouditeur wat ingevolge artikel 43 die rekeninge-aante-
kenings van 'n effektemakelaar of geldskieder teen aandeel oudi-
teer, moet, indien 'n versuim deur dié effektemakelaar of
geldskieder om aan 'n voorskrif van hierdie Wet te voldoen wat
5 volgens die ouditeur se oordeel 'n wesenlike voorskrif is, onder
sy aandag kom, die aangeleentheid onverwyld by die Registra-
teur en, in die geval van 'n effektemakelaar, ook by die presi-
dent van die betrokke effektebeurs aanmeld.

Aanmelding deur
ouditeur van
onreëlmatighede.

45. (1) Die bepalinge van die Wet op Inspeksie van Finansiële
10 Instellings, 1984 (Wet No. 38 van 1984), is *mutatis mutandis* van
toepassing op 'n effektebeurs, effektemakelaar of geldskieder
teen aandeel, of op 'n persoon wat ingevolge die bepalinge van
artikel 4 van hierdie Wet daartoe geregtig is om, as 'n staande
kenmerk van sy besigheid, beleggings in genoteerde effekte of
15 beleggings waarvan genoteerde effekte 'n deel uitmaak, namens
iemand anders te administreer of in veilige bewaring te hou, en
vir die doeleindes van sodanige toepassing word die effekte-
beurs, effektemakelaar, geldskieder teen aandeel of persoon
geag 'n finansiële instelling te wees, en is die Registrateur soos
20 omskryf in artikel 1 van hierdie Wet, die registrator met be-
trekking tot die effektebeurs, effektemakelaar, geldskieder teen
aandeel of persoon.

Inspeksies.

(2) By sodanige toepassing van genoemde bepalinge van die
Wet op Inspeksie van Finansiële Instellings, 1984—

25 (a) word artikel 4 (2) daarvan uitgelê asof na die woord
"was" die woorde "of iemand wat met so 'n instelling
sake gedoen het" ingevoeg was; en

(b) word artikel 8 (1) daarvan uitgelê asof die volgende
verdere voorbehoudsbepaling aan die end daarvan by-
gevoeg was:

30 "(c) die registrator na goëddunke aan die komitee van
'n effektebeurs inligting kan oordra wat deur hom
bekom is in die loop van 'n inspeksie kragtens
hierdie Wet, of uit 'n verslag deur 'n inspekteur
35 oor 'n inspeksie, van die sake van 'n effektemake-
laar wat 'n lid is of was van daardie effektebeurs."

(3) Die komitee van 'n effektebeurs kan, by enige dissiplinêre
geding ooreenkomstig die reëls van die effektebeurs teen die be-
trokke lid of enige ander lid van daardie effektebeurs, enige toe-
40 paslike inligting aan die komitee uit hoofde van die bepalinge
van subartikel (2) (b) verstrek, in ag neem.

46. (1) Die Registrateur of 'n persoon deur hom benoem, kan
enige vergadering van die komitee van 'n effektebeurs of 'n on-
derkomitee van daardie komitee bywoon en aan al die verrig-
45 tinge by so 'n vergadering deelneem.

Bywoning van
sekere verga-
derings deur
Registrateur
en voorsiening
van sekere
stukke aan
hom.

(2) Die president van 'n effektebeurs moet die Registrateur
van alle kennisgewings, notules en stukke voorsien wat aan lede
van die komitee van die betrokke effektebeurs of 'n onderkomi-
tee van daardie komitee besorg word, asof die Registrateur 'n
50 lid van daardie komitee en onderkomitee is.

47. Die Registrateur kan by skriftelike kennisgewing vereis
dat 'n persoon wat nie 'n effektemakelaar of 'n gelisensieerde
geldskieder teen aandeel is nie, en ten opsigte van wie die Regi-
strateur rede het om te vermoed dat hy die besigheid dryf van
55 koop en verkoop van effekte in stryd met artikel 3 (2), (3), (4)
of (5), of van 'n geldskieder teen aandeel in stryd met artikel 3
(6), aan die Registrateur binne 'n tydperk in die kennisgewing
vermeld, 'n stuk of inligting waarvoor daardie persoon beskik en
wat op sy sake betrekking het en wat die Registrateur nodig het,
60 aan die Registrateur deurstuur, en daardie persoon moet ten
genoeë van die Registrateur aan die betrokke vereiste voldoen
binne die betrokke tydperk of binne die verdere tydperk wat die
Registrateur toestaan.

Verstreking
van inligting
aan Registrateur.

48. (1) Iemand wat—

65 (a) 'n bepaling van artikel 3 (1) oortree;
(b) 'n bepaling van artikel 5 oortree;

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- (c) contravenes or fails to comply with a provision of section 4 or 6, or of section 22, 23, 24, 25 or 26, read with section 27, or of section 28, 34, 38 or 43 (1);
 - (d) contravenes or fails to comply with a provision of section 3 (2), (3), (4), (5) or (6), 19 (3), 35, 36, 37, 39 or 42 (1), (2), (3), (4) or (5);
 - (e) refuses or fails to comply with any requirement of a president under section 19 or of the registrar under the said section 19 or section 47;
 - (f) carries on the business of a stock-broker or carrier 10 against shares, at any time when in terms of a declaration under section 50 he is disqualified from doing so;
 - (g) makes any incorrect statement or entry in any accounting record kept under section 43, knowing the same to be incorrect; or 15
 - (h) contravenes a provision of section 40 or 41.
- shall be guilty of an offence and liable on conviction—
- (i) in the case of an offence referred to in paragraph (a) or (h), to a fine not exceeding R4 000 or to imprisonment for a period not exceeding four years, 20 or to both that fine and that imprisonment;
 - (ii) in the case of an offence referred to in paragraph (c), (e) or (g), to a fine not exceeding R2 000 or to imprisonment for a period not exceeding two years, or to both that fine and that imprisonment; 25 and
 - (iii) in the case of an offence referred to in paragraph (b), (d) or (f), to a fine not exceeding R400 or to imprisonment for a period not exceeding 12 months, or to both that fine and that im- 30 prisonment.
- (2) The provisions of section 37 read with paragraph (d) of subsection (1) of this section shall not prevent the institution against any person of criminal proceedings for an offence under the common law. 35

Evidence.

49. A record purporting to have been made or kept in the ordinary course of the carrying on of the business of a stock exchange, or the business of a stock-broker or carrier against shares as such, or a copy of or an extract from such record certified to be correct by an officer in the service of the State, shall 40 on its mere production by the public prosecutor in any criminal proceedings under this Act or any other law or the common law against the person who carries or carried on the business in question or any other person, be admissible in evidence and be *prima facie* proof of the facts contained in such record, copy or 45 extract.

Powers of court to declare stock-broker or carrier against shares disqualified.

50. (1) If a court—

- (a) convicts a stock-broker or carrier against shares of an offence under this Act or of an offence of which any dishonest act or omission is an element; or 50
- (b) finds, in proceedings to which a broker or carrier is a party or in which his conduct is called in question, that he has been guilty of dishonest conduct,

the court may (in addition, in a case referred to in paragraph (a), to any sentence it may impose) declare the broker or carrier 55 concerned to be disqualified, for an indefinite period or for a period specified by the court, from carrying on the business of a stock-broker or carrier against shares, as the case may be.

(2) The court may, on sufficient cause shown, vary a declaration made under subsection (1). 60

(3) The registrar or clerk of any court which has made any declaration under subsection (1), or varied any declaration under subsection (2), shall forthwith notify the Registrar and, in the case of such a declaration in respect of a stock-broker, also

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- (c) 'n bepaling van artikel 4 of 6, of van artikel 22, 23, 24, 25 of 26, gelees met artikel 27, of van artikel 28, 34, 38 of 43 (1) oortree of versuim om daaraan te voldoen;
- 5 (d) 'n bepaling van artikel 3 (2), (3), (4), (5) of (6), 19 (3), 35, 36, 37, 39 of 42 (1), (2), (3), (4) of (5) oortree of versuim om daaraan te voldoen;
- (e) weier of versuim om aan 'n vereiste van 'n president kragtens artikel 19 of van die Registrateur kragtens genoemde artikel 19 of artikel 47, te voldoen;
- 10 (f) die besigheid van 'n effektemakelaar of geldskieteer teen aandele dryf wanneer hy volgens 'n verklaring kragtens artikel 50 onbevoeg is om dit te doen;
- (g) in 'n rekeninge-aantekening wat ingevolge artikel 43 gehou word, 'n onjuiste verklaring of inskrywing doen, terwyl hy weet dat dit onjuis is; of
- 15 (h) 'n bepaling van artikel 40 of 41 oortree, is aan 'n misdryf skuldig en by skuldigbevinding strafbaar—
- (i) in die geval van 'n misdryf bedoel in paragraaf (a) of (h), met 'n boete van hoogstens R4 000 of met
- 20 gevangenisstraf vir 'n tydperk van hoogstens vier jaar, of met daardie boete sowel as daardie gevangenisstraf;
- (ii) in die geval van 'n misdryf bedoel in paragraaf (c), (e) of (g), met 'n boete van hoogstens R2 000 of
- 25 met gevangenisstraf vir 'n tydperk van hoogstens twee jaar, of met daardie boete sowel as daardie gevangenisstraf; en
- (iii) in die geval van 'n misdryf bedoel in paragraaf (b), (d) of (f), met 'n boete van hoogstens R400 of met
- 30 gevangenisstraf vir 'n tydperk van hoogstens 12 maande, of met daardie boete sowel as daardie gevangenisstraf.

(2) Die bepalings van artikel 37, gelees met paragraaf (d) van subartikel (1) van hierdie artikel, verhinder nie die instelling teen iemand van 'n strafsak weens 'n misdad ingevolge die gemene reg nie.

49. 'n Aantekening wat heet gemaak of gehou te gewees het in die gewone loop van die dryf van die besigheid van 'n effektebeurs of die besigheid van 'n effektemakelaar of geldskieteer teen

40 aandele as sodanig, of 'n afskrif van of uittreksel uit so 'n aantekening wat deur 'n beampte in die diens van die Staat as juis gewaarmerk is, is by blote oorlegging daarvan deur die Staatsaanklaer in 'n strafsak kragtens hierdie Wet of 'n ander wet of die gemene reg teen die persoon wat die betrokke besigheid dryf of

45 gedryf het, of enige ander persoon, as getuienis toelaatbaar en *prima facie*-bewys van die feite in so 'n aantekening, afskrif of uittreksel vervat.

Getuienis.

50. (1) Indien 'n hof—

- (a) 'n effektemakelaar of geldskieteer teen aandele skuldig bevind aan 'n misdryf ingevolge hierdie Wet of aan 'n misdryf waarvan 'n oneerlike doen of late 'n bestanddeel uitmaak; of
- 50 (b) in 'n geding waarby so 'n makelaar of geldskieteer 'n party is, of waarin sy gedrag in twyfel getrek word, bevind dat hy hom aan oneerlike gedrag skuldig gemaak het,
- 55

Bevoegdhe van hof om effekte-makelaar of geldskieteer teen aandele onbevoeg te verklaar.

kan die hof (benewens, in 'n geval bedoel in paragraaf (a), enige straf wat hy oplê), die betrokke makelaar of geldskieteer vir 'n onbepaalde tydperk of vir 'n tydperk deur die hof bepaal, onbevoeg verklaar om die besigheid van 'n effektemakelaar of geldskieteer teen aandele, na gelang van die geval, te dryf.

(2) Die hof kan, by aanvoering van voldoende gronde, 'n verklaring wat kragtens subartikel (1) uitgevaardig is, wysig.

(3) Die griffier of klerk van 'n hof wat 'n verklaring kragtens subartikel (1) uitgevaardig het of 'n verklaring kragtens subartikel (2) gewysig het, moet die Registrateur en, in die geval van so 'n verklaring ten opsigte van 'n effektemakelaar, ook die komi-

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the committee of the stock exchange of which the broker concerned is a member, of that declaration or variation.

(4) No declaration made under subsection (1) shall affect any right on the part of the committee of a stock exchange to take disciplinary action against the broker concerned.

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Regulations.

51. (1) The Minister may make regulations as to—

- (a) the manner in which and the period within which appeals under section 20 shall be noted and prosecuted;
- (b) the minimum requirements in regard to experience and education to be complied with by applicants for membership of a stock exchange;
- (c) the assets or classes of assets which a stock-broker shall hold for the purpose of section 15 or a carrier against shares for the purpose of section 31 (2) (b) (i), and the basis of their valuation;
- (d) the manner in which money paid by a purchaser of securities to a stock-broker should be safeguarded until the securities purchased are delivered to the purchaser;
- (e) all matters which by this Act are required or permitted to be prescribed; and
- (f) generally all matters which he considers it necessary or expedient to prescribe in order that the purposes of this Act may be achieved.

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(2) A regulation made under subsection (1) may, in respect of a contravention thereof or failure to comply therewith, prescribe a penalty not exceeding a fine of R200 or imprisonment for a period not exceeding three months.

(3) A regulation made under subsection (1) (c) shall commence on a date fixed by the Minister.

Application of Act in South-West Africa.

52. The provisions of this Act and any amendment thereof, whenever made, shall apply also in the Territory, including the Eastern Caprivi Zipfel.

Repeal and amendment of laws.

53. (1) Subject to the provisions of subsection (2), the laws set out in the Schedule are hereby repealed to the extent set out in the third column thereof.

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(2) Anything done or deemed to have been done by, under or in terms of any provision of a law repealed by subsection (1), shall be deemed to have been done by, under or in terms of the corresponding provision of this Act.

Short title.

54. This Act shall be called the Stock Exchanges Control Act, 1985.

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tee van die effektebeurs waarvan die betrokke makelaar 'n lid is, onverwyld van daardie verklaring of wysiging verwittig.

(4) 'n Verklaring kragtens subartikel (1) raak nie enige reg van die komitee van 'n effektebeurs om dissiplinêre stappe teen die betrokke makelaar te doen nie.

51. (1) Die Minister kan regulasies uitvaardig betreffende— Regulasies.
- (a) die wyse waarop en die tydperk waarin appèlle ingevolge artikel 20 aangeteken en voortgesit moet word;
 - (b) die minimum vereistes met betrekking tot ondervinding en onderwys waaraan aansoekers om lidmaatskap van 'n effektebeurs moet voldoen;
 - (c) die bates of klasse bates wat 'n effektemakelaar moet hou vir die doeleindes van artikel 15 of wat 'n geldskierter teen andele vir die doeleindes van artikel 31 (2) (b) (i) moet hou, en die waardasiegrondslag daarvan;
 - (d) die wyse waarop geld wat 'n koper van effekte aan 'n effektemakelaar betaal, beveilig moet word totdat die effekte wat gekoop is aan die koper gelever word;
 - (e) alle aangeleenthede wat ingevolge hierdie Wet voorgeskryf moet of kan word; en
 - (f) in die algemeen, alle aangeleenthede wat hy nodig of raadsaam ag om voor te skryf ten einde die oogmerke van hierdie Wet te bereik.
- 25 (2) 'n Regulasie kragtens subartikel (1) uitgevaardig, kan, ten opsigte van 'n oortreding daarvan of 'n versuim om daaraan te voldoen, 'n straf voorskryf wat 'n boete van R200 of gevangenisstraf vir 'n tydperk van drie maande nie te bowe gaan nie.
- (3) 'n Regulasie kragtens subartikel (1) (c) uitgevaardig, tree 30 in werking op 'n datum wat die Minister bepaal.

52. Die bepalings van hierdie Wet en enige wysiging daarvan, wanneer ook al aangebring, is van toepassing ook in die Gebied, met inbegrip van die Oostelike Caprivi Zipfel. Toepassing van Wet in Suidwes-Afrika.

53. (1) Behoudens die bepalings van subartikel (2) word die 35 wette in die Bylae vermeld hierby herroep in die mate in die derde kolom daarvan uiteengesit. Herroeping en wysiging van wette.
- (2) Enigiets gedoen of geag gedoen te gewees het by, kragtens of ingevolge 'n bepaling van 'n wet wat by subartikel (1) herroep word, word geag by, kragtens of ingevolge die ooreenstemmende bepaling van hierdie Wet gedoen te wees.
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54. Hierdie Wet heet die Wet op Beheer van Effektebeurse, Kort titel. 1985.

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Schedule

LAWS REPEALED

No. and year	Short title	Extent of repeal
Act No. 7 of 1947	Stock Exchanges Control Act, 1947	The whole
Act No. 1 of 1948	Stock Exchanges Control Amendment Act, 1948	The whole
Act No. 72 of 1951	Stock Exchanges Control Amendment Act, 1951	The whole
Act No. 44 of 1962	Licences Act, 1962	Section 15
Act No. 53 of 1963	Stock Exchanges Control Amendment Act, 1963	The whole
Act No. 93 of 1963	General Law Further Amendment Act, 1963	Section 3
Act No. 86 of 1971	Stock Exchanges Control Amendment Act, 1971	The whole
Act No. 67 of 1973	Financial Institutions Amendment Act, 1973	Sections 1, 2 and 3
Act No. 101 of 1976	Financial Institutions Amendment Act, 1976	Section 16
Act No. 80 of 1978	Financial Institutions Amendment Act, 1978	Sections 7, 8 and 9
Act No. 99 of 1980	Financial Institutions Amendment Act, 1980	Sections 23, 24 and 25
Act No. 36 of 1981	Financial Institutions Amendment Act, 1981	Section 5
Act No. 82 of 1982	Financial Institutions Amendment Act, 1982	Sections 3, 4, 5, 6, 7, 8, 9, 10, 11, 12 and 13
Act No. 86 of 1984	Financial Institutions Amendment Act, 1984	Sections 12 and 13

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Bylae

WETTE HERROEP

No. en jaar	Kort titel	Omvang van herroeping
Wet No. 7 van 1947	Wet op Beheer van Effektebeurse, 1947.....	Die geheel
Wet No. 1 van 1948	Wysigingswet op Beheer van Effektebeurse, 1948 ...	Die geheel
Wet No. 72 van 1951	Wysigingswet op Beheer van Effektebeurse, 1951 ...	Die geheel
Wet No. 44 van 1962	Wet op Lisensies, 1962	Artikel 15
Wet No. 53 van 1963	Wysigingswet op die Beheer van Effektebeurse, 1963	Die geheel
Wet No. 93 van 1963	Verdere Algemene Regswysigingswet, 1963	Artikel 3
Wet No. 86 van 1971	Wysigingswet op Beheer van Effektebeurse, 1971 ...	Die geheel
Wet No. 67 van 1973	Wysigingswet op Finansiële Instellings, 1973	Artikels 1, 2 en 3
Wet No. 101 van 1976	Wysigingswet op Finansiële Instellings, 1976	Artikel 16
Wet No. 80 van 1978	Wysigingswet op Finansiële Instellings, 1978	Artikels 7, 8 en 9
Wet No. 99 van 1980	Wysigingswet op Finansiële Instellings, 1980	Artikels 23, 24 en 25
Wet No. 36 van 1981	Wysigingswet op Finansiële Instellings, 1981	Artikel 5
Wet No. 82 van 1982	Wysigingswet op Finansiële Instellings, 1982	Artikels 3, 4, 5, 6, 7, 8, 9, 10, 11, 12 en 13
Wet No. 86 van 1984	Wysigingswet op Finansiële Instellings, 1984	Artikels 12 en 13

