

COMPANIES REGULATIONS, 2011

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GN R351 in GG 34239 of 26 April 2011

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GN R619 in GG 36759 of 20 August 2013

GN R82 in GG 37299 of 5 February 2014

Prescribed Forms

1 Authority	2 Purpose of Form	3 Form	4 Conditions
S.12(1) R.9	Application to reserve a company name	CoR 9.1	Must be accompanied by a filing fee of R75 if filed manually, or R50 if filed electronically; and any relevant documentation or evidence required in terms of regulation 8.
S.12(4) R.9	Application for extension of name reservation	CoR 9.2	Must be accompanied by [a] filing fee of R50 if filed manually, or R30 if filed electronically; and a statement required by in [sic] regulation 9(2)(b), and evidence required by regulation 9(2)(c), if applicable.
R.9(3)(a)	Notice requiring further particulars in respect of name reservation, issued by the Commission	CoR 9.3	
R.9(3)(b)	Confirming notice of name reservation, issued by the Commission	Cor 9.4	
R.9(3)(c)	Notice refusing name reservation or defensive registration, issued by the Commission	CoR 9.5	
S.12(3)(a) R.9(4)(a)	Notice of potentially contested name, issued by the Commission	CoR 9.6	
S.12(3)(b) R.9(4)(b)	Notice of potentially offensive name, issued by Commission	CoR 9.7	
S.12(9) R.10(1)	Application for Defensive Name Registration	CoR 10.1	Must be accompanied by a filing fee of R250 if filed manually, or R200 if filed electronically, and evidence of a direct and material interest in the name.
S.12(9) R.10(2)	Application for Renewal of Defensive Name Registration	CoR 10.2	Must be accompanied by a filing fee of R50 if filed manually, or R30 if filed electronically, and evidence of a direct and material interest in the name.
S.12(5) R.11	Application to transfer reserved or defensive name	CoR 11.1	Must be accompanied by a filing fee of R100 if filed manually, or R75 if filed electronically, and evidence as required by regulation 11(1)(b).
S.12(5) R.11	Notice refusing name transfer, issued by the Commission	CoR 11.2	
S.12(6) R.12	Notice alleging reservation system abuse, issued by the Commission	CoR 12.1	

1 Authority	2 Purpose of Form	3 Form	4 Conditions
S. 13(2) R.14	Notice of Incorporation	CoR 14.1	Payment of a filing fee, subject to a credit- (a) for any amount previously paid to reserve the company's name; or (b) of an amount equal to the fee for name reservation, if the company has chosen to be known by its registration number alone. Must have Memorandum of Incorporation attached. Refer to Annexure 2, Table CR 2B for Incorporation fees.
S.13(4) R.14(5)	Notice rejecting a Notice of Incorporation, issued by the Commission	CoR 14.2	
S.14(1)(b) R.14(6)	Registration Certificate	CoR 14.3	
S.13(1)(a) R.15(1)	Standard Form Memorandum of Incorporation	CoR 15.1	Refer to Annexure 2, Table CR 2B for Incorporation fees. May be in any of Form A, B, C, D or E as allowed by regulation 15(1).
S.16(1)(b) R15(2)	Notice of Amendment to the Memorandum of Incorporation	CoR 15.2	Payment of a filing fee, unless it is the first such filing by a pre-existing company, as contemplated in Schedule 5, item 4(2). Must be accompanied by either the Special Resolution of the company setting out- (a) the amendment to the Memorandum of Incorporation, or (b) a copy of the complete Memorandum of Incorporation, as amended. Payment of a filing fee of R250.
17(1)(a) R.15(5)	Notice of Alteration of Memorandum of Incorporation	CoR 15.3	Payment of filing fee of R250.
S.17(4) R.15(6)	Notice of Translation of Memorandum of Incorporation	CoR 15.4	Payment of a filing fee of R250. Must be accompanied by a copy of the translated Memorandum of Incorporation, and a sworn statement, as required by section 17(4).
S.17(6) R.15(7)	Notice of Consolidation of Memorandum of Incorporation	CoR 15.5	Payment of R250 fee. Must be accompanied by the consolidated revision of the Memorandum of Incorporation, together with a sworn statement, or a statement of an attorney or notary public, as required by section 17(6).
S. 15(3)-(5) R. 16(1)	Notice concerning company rules	CoR 16.1	Payment of a filing fee of R100.
S.15(3)-(5) R.16(2)	Notice of result of vote on company Rules	CoR 16.2	Payment of a filing fee of R100.
S.13(5) R.17	Application to transfer registration of foreign company	CoR 17.1	Must be accompanied by R400 fee and all materials listed in regulation 17.

1 Authority	2 Purpose of Form	3 Form	4 Conditions
S.13(6)-(7) R.17(2)	Notice requiring further particulars of foreign company	CoR 17.2	
S.13(6)-(7) R.17(2)	Registration Certificate of domesticated company	CoR 17.3	
S.13(6)-(7) R.17(3)	Notice of Refusal to transfer registration of a foreign company	CoR 17.4	
Schedule 2 R.18	Application to convert a close corporation	CoR 18.1	Must be accompanied by a filing fee, the Memorandum of Incorporation, and the consents required by regulation 18(1)(a). Refer to Annexure 2, Table CR 2B for fees related to Incorporation.
Schedule 2 R.18	Notice Requiring Further Particulars of conversion of close corporation	CoR 18.2	
Schedule 2 R.18	Registration Certificate	CoR 18.3	
S.22 R.19	Notice to show cause regarding reckless trading or trading under insolvent circumstances, to be issued by the Commission	CoR 19.1	
S.22 R.19	Confirmation notice	CoR 19.2	
S.23(3) R.20	Notice of Registration of External Company	CoR 20.1	Payment of R400 filing fee. Must be accompanied by a copy of the certificate of registration or comparable document issued by the jurisdiction within which the company was incorporated, and other items required by regulation 20.
S.23 R.20	Registration certificate of External Company	CoR 20.2	
S.23(3)(ii) R.21	Notice of change of Registered Office	CoR 21.1	The prescribed fee is Nil.
S.23 R.20	Notice of change of particulars of person to accept service	CoR 21.2	The prescribed fee is Nil.
S.25 R.22	Notice of Location of Company records	CoR 22	To be filed only if company records are not kept at its registered office.
S.26 R.24	Request for Access to company information	CoR 24	
S.27(4) R.25	Notice of Change of Financial year end	CoR 25	Payment of a filing fee of R100.
S.33 R.30	Annual return	CoR 30.1	Refer to Annexure 2, Table CR 2B for fees related to Annual Returns.
S.33 R.30(4)	Financial Accountability Supplement to Annual Return	CoR 30.2	To be filed only by companies that do not file audited or independently reviewed annual financial statements.
S.33 R.30(7)	Annual return for External companies	CoR 30.3	Refer to Annexure 2, Table CR 2B for fees related to Annual Returns.
Schedule 5 Item 6 R.31	Notice of Board Resolution to convert par value shares	CoR 31	No fee to be charged.
S.21 R.35	Notice of Pre-incorporation contract	CoR 35.1	
S.21 R.35	Notice of action concerning Pre-incorporation Contract	CoR 35.2	

1 Authority	2 Purpose of Form	3 Form	4 Conditions
Various sections R36	General security holder notice to company and proxy form	CoR 36.1	Not to be filed with commission.
Various section[s] R.36	General company notice to security holders	CoR 36.2	Not to be filed with commission.
R36(3)	General company notice to holders of beneficial interest	CoR 36.3	Not to be filed with commission.
S.75 R.36	Notice of directors personal financial interest	CoR 36.4	Not to be filed with commission.
S.70(6) R.39	Notice of Change of company and external company Directors	CoR 39	Prescribed fee is Nil.
S.80 to 82 R.40	Notice of special resolution to wind up solvent company	CoR 40.1	Payment of R250 filing fee.
S.80 to 82 R.40	Notice of foreign registration of Company	CoR 40.2	Payment of R250 filing fee.
S.80 to 82 R.40	Demand notice concerning inactive company or external company, to be issued by Commission	CoR 40.3	
S.80 to 82 R.40	Notice of pending de-registration of company or external company, to be issued by Commission	CoR 40.4	
S.80 to 82 R.40	Application for re-instatement of de-registered company or external company	CoR 40.5	Payment of R200 fee.
S.84(6), R.50(12) R.44	Notice of change of auditor or company officials	CoR 44	
S. 97(2) R.46	Notice of Employee Share Scheme	CoR 46.1	
S. 97(2) R.46	Annual certificate of Employee Shares Scheme	CoR 46.2	
S.99(7) R.46	Application concerning rights offer exclusion	CoR 46.3	Payment of R100 filing fee.
S.99 R.46	Registration of Prospectus or Letter of Allocation	CoR 46.4	Must have prospectus appended Refer to Annexure 2, Table CR 2B for fees.
S.99 R.46	Registration Certificate of Prospectus or Letter of Allocation	CoR 46.5	
S.99 R. 46	Application to exclude information from Prospectus	CoR 46.6	Payment of R300 filing fee.
S.116(3) R89	Notice of Amalgamation or Merger	CoR 89	Payment of R250 filing fee, plus ancillary fees for any registration of new company, or de-registration of existing company.
R.84	Declaration of coming into or out of concert	TRP 84	To be filed with the Panel.
R.98	Notice of disclosure of dealings in securities	TRP 98	To be filed with the Panel.
S.122(1) R.121	Notice of disclosure of acquisition or disposal of securities	TRP 121.1	
S.129, 131 R.123	Notice of beginning of Business Rescue Proceedings	CoR 123.1	
S.129(7) R.123(3)	Notice of appointment of Business Rescue Practitioner	CoR 123.2	
S.129(7) R.123(5)	Notice of decision not to begin business rescue proceedings	CoR 123.3	

1 Authority	2 Purpose of Form	3 Form	4 Conditions
S.132, 141 R.125	Notice of Business Rescue Status	CoR 125.1	
125(4)	Notice of Termination of Business Rescue Proceedings	CoR 125.2	
R.125(5)	Notice of Substantial Implementation of a Business Rescue Plan	CoR 125.3	
S.138 R.126	Application for Business Rescue Practitioners Licence	CoR 126.1	Payment of R500 application fee.
S.138 R.126	Certificate of Business Rescue Practitioner Licence	CoR 126.2	
S.166 R.132	Application for ADR	CTR 132.1	
S.166 R.132	Referral for ADR	CTR 132.2	
S.166 R.132	Certificate of failed ADR	CTR 132.3	
S.166 R.134	Application for accreditation (as ADR provider)	CoR 134.1	Payment of R500 application fee.
S.166 R.134	Registration certificate as ADR provider	CoR 134.2	
S.168 R.135	Complaint to Commission	CoR 135.1	
S.169 R.135	Commission Notice of Non-Investigation	CoR 135.2	
R.137	Commission Notice to Investigate	CoR 137.1	
R.137	Commission Summons	CoR 137.2	
R.137	Commission request for additional information	CoR 137.3	
R.137	Commission Demand for corrected information	CoR 137.4	
R.138	Consent to Order	CoR 138	
R.139	Compliance Notice	CoR 139.1	
R.139	Compliance Certificate	CoR 139.2	
R.140	Referral by Commission or Panel to another regulator	CoR 140.1	
R.140	Commission Notice of Non-referral	CoR 140.2	
R.140	Commission referral to Tribunal	CTR 140	
R.142	Application to Tribunal	CTR 142	
R.145	Notice of Motion	CTR 145	
R.147	Request for Condonation	CTR 147	
R.148	Notice of Withdrawal	CTR 148	
R.151	Tribunal Notice of Hearing	CTR 151	
R.160	Tribunal Summons	CTR 160	
R.168(6)	Notice challenging filed information	CTR 168	
S.9 R.178	Request for particulars regarding requested exemption	CoR 178	

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION

REPUBLIC OF SOUTH AFRICA

Form CoR 9.1

- This form is issued in terms of sections 11 and 12 of the Companies Act, 2008 and Regulations 8 and 9 of the Companies Regulations, 2011, which set out the requirements for allowable names.
- You may list up to 4 alternative names, which will be considered for reservation in the listed order. Only one name will be reserved.
- If the applicant is a juristic person, please attach a separate sheet providing contact details of the person authorised to discuss the application.
- A fee of R 50, for the names listed must accompany this application, if the application is submitted electronically, or R 75 for the names, in any other case.
- Every word of the proposed name must be expressed using the alphabet that is commonly used for writing in an official language of the Republic, and any number, other than a date, must be expressed in words, or Roman or Arabic numerals.
- A proposed name is not reserved for use until the Commission has issued a Confirmation Notice in Form CoR 9.4.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
 Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384

www.cipc.co.za

Application to Reserve a Name

Applicant: _____

Customer code: _____

(Name, Identity or registration number, and address of Applicant:)

The Applicant applies in terms of section 12 of the Companies Act, 2008 to reserve the first eligible name from among the following:

(Insert the proposed name or names to be considered in order for reservation)

- 1) _____
 2) _____
 3) _____
 4) _____

1. Does any proposed name -

(a) include any word in a language that is not an official language of the Republic?

Yes No

(b) include any word, number or other element that constitutes a registered trade mark, mark in respect of which an application for registration has been filed in the Republic, or a well-known trade mark as contemplated in section 35 of the Trade Marks Act, 1993?

Yes No

(c) fall within the category of names restricted in terms of section 11 (2)(c) of the Companies Act, or regulation 8 (5)?

Yes No

2. Is any proposed name similar to that of another company, close corporation or co-operative?

Yes No

If the answer to any question above is "Yes", please attach a separate sheet setting out the information or satisfactory evidence required by Regulation 8 (3) to (6), as applicable, with respect to each name.

I declare that the information in this application is true. If I am not the applicant, I declare that the Applicant has authorised me to make this application.

Signature

Date

**For Commission
Use Only:**

Commission file number:

Date filed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 9.2

- This form is issued in terms of sections 12 (4) of the Companies Act, 2008 and Regulations 8 & 9 of the Companies Regulations, 2011.
- A separate application must be filled for each reserved name and each extension of a reserved name.
- A fee of R 30 must accompany this application, if the application is submitted electronically, or R 50, in any other case.
- The reservation of a name is not extended until the Commission has issued a Confirmation Notice in Form CoR 9.4 in response to this application.

Application to Extend a Name Reservation**Applicant:** _____**Customer code:** _____*(Name, Identity or registration number, and address of Applicant:)*

The Applicant applies to extend the reservation of the following name in terms of s. 12 (4) of the Companies Act, 2008:

*(Insert the reserved name, and the reservation number, as shown on Form Cor 9.4)**Reserved name:* _____*Reservation number:* _____**Contacting the Commission**

The Companies and intellectual
Property Commission of South
Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

I declare that the information in this application is true. If I am not the applicant, I declare that the Applicant has authorised me to make this application.

Signature

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Date

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**For Commission
Use Only:****Commission file number:****Date filed:**

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COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Notice CoR 9.3**About this Notice**

- This notice is issued in terms of Regulation 9, 10, 11 or 14 of the Companies Regulations, 2011.
- The Commission will not proceed to consider the application in this matter further until the Applicant has provided the information required by this Notice.
- There is no fee for filling the information required by this Notice.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Notice Requiring Further Particulars in respect of Name Reservation

Date: _____

Concerning:

(Name, address and file number of Applicant:)

Name: _____

Address: _____

File number: _____

In order to complete its consideration of the application identified above, the Commission requires the Applicant to provide the following additional information:

Name and Title of person signing on behalf of the Commission:

Authorised signature

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COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Notice CoR 9.4**About this Notice**

- This notice is issued in terms of Regulation 9, 10 or 11 of the Companies Regulations, 2011.
- In terms of sections 12 (3) (b), and 160 of the Companies Act, 2008, any person with an interest in the use of the reserved name, or registered defensive name, as set out in this Notice, may apply to the Companies Tribunal for an order confirming or varying this Notice in whole or in part, or setting aside this Notice and directing the Commission to cancel the reservation, or defensive registration, of the name.
- An application to the Companies Tribunal as discussed above may be made in Form CTR 142 any time within 3 months after the date on which that person received a copy of this Notice, or later with leave of the Tribunal for good cause.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Confirmation Notice of Name Reservation

Date: _____

Concerning:

(Name, address and file number of Applicant:)

Name: _____

Address: _____

File number: _____

The commission confirms that the application identified above has been approved, and the name

(Insert the name reserved, or registered)

Name: _____

has been:

reserved in the name of the person shown below,
under reservation number # _____;

defensively registered in the name of the person shown below,
under reservation number # _____;

transferred to the person shown below.
(name) _____.

In conjunction with this notice, the Companies Commission:

Has not issued another Notice contemplated in s. 12 (3);

Has issued a Notice of a Potentially Contested Name;

Has issued a Notice of a Potentially Offensive Name;

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

Commission Seal

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COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Notice CoR 9.5**About this Notice**

- This notice is issued in terms of Regulation 9, 10 or 14 of the Companies Regulations, 2011.
- In terms of section 160 of the Companies Act, 2008, and Regulation 13 of the companies Regulations, 2011, the person to whom this notice is delivered may apply to the Companies Tribunal for an order confirming or varying this Notice in whole or in part, or setting aside this Notice and directing the Commission to reserve the name as applied for.
- An application to the Companies Tribunal as discussed above may be made in Form CTR 142 any time within 20 business days after the date of this notice, or later with leave of the Tribunal.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

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Notice Refusing Name Reservation or Defensive Registration

Date: _____

Concerning:

(Name, address and file number of Applicant:)

Name: _____

Address: _____

File number: _____

The Commission notifies the Applicant that the application identified above has been refused, because the proposed name

(Insert the name as applied for)

Name: _____

does not satisfy the requirements of section 11 of the Act, or Regulation 8, or both; or

is a name that the applicant is not entitled to use, in terms of section 12 (2) of the Act, or is not entitled to register in terms of section 12 (9) of the Act; or

is identical or confusingly similar to the following comparative names:

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

Commission seal

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Notice CoR 9.6**About this Notice**

- This notice is issued in terms of Section 12 (3) of the Companies Act, 2008, and Regulation 9, 10 or 14 of the Companies Regulations, 2010

Notice of Potentially contested Name

Date: _____

To:

(Name and Address of person for whom a name has been reserved or defensively registered and Commission file number)

Name: _____

Address: _____

File number: _____

Concerning the name:

(Insert the name that has been reserved or registered)

Name: _____

Which has been reserved or defensively registered as notified in Confirmation Notice # _____, dated _____.

The Commission advises that the Applicant's right, in term of Section 11 of the Companies Act, to use the reserved or defensively registered name may be contestable by one or more persons who appear to have an interest in the use of the name, or a substantially similar name.

Comparative name: _____

The Commission requires the Applicant to serve a copy of the Application, and Confirmation Notice # _____, on the following:

(Name and address of person or persons who may have an interest in the use of the reserved name)

Name: _____

Address: _____

Contacting the Commission

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Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

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COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Notice CoR 9.7

About this Notice

- This notice is issued in terms of Section 12 (30 of the Companies Act, 2008, and Regulation 9 or 10 of the Companies Regulations, 2011.
- In terms of section 12 (3)(b), and 160 of the Companies Act, 2008, the South African Human Rights Commission may apply to the Companies Tribunal for an order varying or cancelling the reservation of a name referred to in this Notice.
- An application to the Companies Tribunal as discussed above may be made in Form CTR 142 any time within 3 months after the date on which the South African Human rights Commission received a copy of this Notice, or later with leave of the Tribunal for good cause.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384

www.cipc.co.za

Notice of Potentially Offensive Name

Date: _____

To the South African Human Rights Commission, and to:

(Name and Address of person for whom a name has been reserved or registered and file number)

Name: _____

Address: _____

File number: _____

Concerning the name:

(Insert the name reserved)

Name: _____

Which has been reserved or defensively registered as notified in Confirmation Notice # _____, dated _____.

The commission advises that the Applicant's right, in term of Section 11 of the Companies Act, to use the reserved or defensively registered name may be contestable on the grounds that the name is not permitted to be used, in terms of section 11 (2)(d) of the Act.

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

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COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 10.1

- This form is issued in terms of sections 12(9) of the Companies Act, 2008 and Regulation 10 of the Companies Regulations, 2010.
- If the applicant is a juristic person, please attach a separate sheet providing contact details of the person authorised to discuss the application.
- Evidence that the applicant has a direct and material interest in the name to be reserved must accompany this application.
- A fee of R 200, must accompany this application if the application is submitted electronically, or R 250 in any other case.
- Every word of the proposed name must be expressed using the alphabet that is commonly used for writing in an official language of the Republic, and any number, other than a date, must be expressed in words, or Roman or Arabic numerals.
- A name is not defensively registered until the Commission has issued a Confirmation Notice in Form CoR 9.4.

Contacting the Commission

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www.cipc.co.za

Application For Defensive Name Registration**Applicant:** _____**Customer code:** _____*(Name, Identity or registration number, and address of Applicant:)*

Name: _____

Address: _____

Identity/Reg No: _____

The Applicant applies for a defensive registration of the following name in term of s.12 (9) of the Companies Act, 2008:

(Insert the proposed name to be reserved)

Name: _____

1. Does the name -

(a) include any word in a language that is not an official language of the Republic?

Yes No

(b) include any word, number or other element that constitutes a registered trade mark, mark in respect of which an application for registration has been filed in the Republic, or a well-known trade mark as contemplated in section 35 of the Trade Marks Act, 1993?

Yes No

(c) fall within the category of names restricted in terms of section 11 (2)(c) of the Companies Act, or regulation 8 (5)?

Yes No

2. Is the name similar to that of another company, close corporation or co-operative?

Yes No

If the answer to any question above is "Yes", please attach a separate sheet setting out the information or satisfactory evidence required by Regulation 8 (3) to (6), as applicable.

I declare that the information in this application is true. If I am not the applicant, I declare that the Applicant has authorised me to make this application.

Signature

Date

**For Commission
Use Only:****Commission file number:****Date filed:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 10.2

- This form is issued in terms of sections 12 (9) of the Companies Act, 2008 and Regulations 10 of the Companies Regulations, 2011.
- A fee of R 30 must accompany this application, if filled electronically, or R 50, in any other case.
- Evidence that the applicant still has a direct and material interest in the registered name must accompany this application.
- The registration of a name is not renewed until the Commission has issued a Confirmation Notice in Form CoR 9.4 in response to this application.

Applicant to Renew a Defensive Name Registration

Applicant: _____
Customer code: _____

(Name, Address and Identity or registration number of Applicant:)

Name: _____

Address: _____

Identity/Reg.No: _____

The Applicant applies to renew the registration of the following in terms of s. 12(9)(b) of the Companies Act, 2008:

(Insert the reserved name, and the reservation number, as shown on Form Cor 9.4)

Name: _____

Registration no: _____

I declare that the information in this application is true. If I am not the applicant, I declare that the Applicant has authorised me to make this application.

Signature

Date

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
Postal Address: PO Box 429
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Republic of South Africa
tel: 0861 843 384

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**For Commission
Use Only:**

Commission file number:

Date filed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 11.1

- This form is issued in terms of sections 12 (5) of the Companies Act, 2008 and Regulations 11 of the Companies Regulations, 2011.
- A separate application must be filled for each name to be transferred, and may be filed by or on behalf of either the transferor or transferee.
- If either the applicant or the transferee is a juristic person, please attach a separate sheet providing contact details of the person authorised to discuss the application, unless the person filing the application is the same person who filed the application to reserve or register the name.
- A fee of R 75 must accompany this application if the application is submitted electronically, or R 100 in any other case.
- If any question on Form CoR 9.1 relating to the reservation of this name was answered "Yes", or if this application seeks to transfer a defensive name registration, please attach a separate sheet setting out the satisfactory evidence required by Regulation 8(3) to (6), 10 (1)(b)(ii) and 11 (1)(b), as applicable.
- The reservation of a name is not transferred until the Commission has issued a Confirmation Notice in Form CoR 9.4 in response to this application.

Contacting the Commission

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Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Application to Transfer a Reserved or Defensively Registered Name

Applicant: _____
Customer code: _____

(Name, Address and Identity or registration number of Applicant:)

Name: _____
Address: _____

Identity/Reg.No: _____

The Applicant applies to transfers the reservation or registration of the following name in terms of s. 12(5) of the Companies Act, 2008:

(Insert the reserved name, and the reservation number, or defensive name or registration number as shown on Form CoR 9.4)

Name: _____
Number: _____

The reserved or registered name is to be transferred from the Applicant, as identified above to the following person:

(Name, Address and identity or registration number of Transferee:)

Name: _____
Address: _____

Identity/Reg.No : _____

(If the Applicant is not the Transferor of the name concerned, the Transferor must complete the following Declaration:)

I consent to the transfer of a name as applied for in this application.

Signature

Date

I declare that the information in this application is true. If I am not the applicant, I declare that the Applicant has authorised me to make this application.

Signature

Date

**For Commission
Use Only:**

Commission file number:

Date filed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Notice CoR 11.2**About this Notice**

- This notice is issued in terms of Regulation 11 of the Companies Regulations, 2011.
- In terms of sections 160 of the Companies Act, 2008, and Regulation 13 of the Companies Regulation, 2011, the person to whom this notice is delivered may apply to the Companies Tribunal for an order confirming or varying this Notice and directing the Commission to transfer the reserved name as applied for.
- An application to the Companies Tribunal as discussed above may be made in Form CTR 142 any time within 20 business days after the date of this Notice, or later with leave of the Tribunal.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384

www.cipc.co.za

Notice Refusing Name Transfer

Date: _____

Concerning:

(Name, address and file number of Applicant:)

Name: _____

Address: _____

File number: _____

The commission notifies the Applicant that the application identified above to transfer the reservation or defensive registration or defensive registration of the name

(Insert the name reserved, or registered)

Name: _____

has been refused, because the proposed transferee appears to be not entitled to use that name, in terms of section 12 (2) of the Act.

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Notice CoR 12.1**About this Notice**

- This notice is issued in terms of Section 12 (60 of the Companies Act, 2008, and Regulation 12 of the Companies Regulations, 2011.
- If this Notice requires a person to show cause, the person must respond within 40 business days after the date of this Notice, or the relevant Application will be refused.
- In terms of section 160 of the Companies Act, 2008, and Regulation 13, if this Notice serves any other purpose, the person to whom this notice is delivered may apply to the Companies Tribunal for an order confirming or varying this Notice in whole or in part, or setting aside this Notice and directing the Commission to reserve a name, or extend or transfer a reserved name, as applied for.
- An application to the Companies Tribunal as discussed above may be made in Form CTR 142 any time within 20 business days after the date of this Notice, or later with leave of the Tribunal.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Notice Alleging Reservation System Abuse

Date: _____

To:

(Name and Address of Applicant, or Transferee)

Name: _____

Address: _____

Concerning the name:

(insert the reserved, registered or proposed name)

Name: _____

The Commission advises that the Commission reasonably believes that the Applicant, Registrant, or Transferee in the application referred to above may be attempting to abuse the name reservation system for the purpose of selling access to names, or trading in or marketing name

The Companies Commission

requires the applicant to show cause why the application should be granted, as contemplated in section 12 (6)(a) of the Act.

refuses to extend the name reservation or registration, in terms of s 12 (6)(b).

refuses to transfer the reserved name, in terms of s. 12 (6)(c).

cancels the name reservation, in terms of s. 12 (6)(d).

Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 14.1

- This form is issued in terms of section 13 of the Companies Act, 2008 and Regulation 14 of the Companies Regulations, 2011.
- A profit company may be incorporated by an organ of state, or by one or more persons. A non-profit company may be incorporated by an organ of state, a juristic person, or by three or more persons.
- At each of Paragraphs 1, 2, 3, 6 and 7, you must select one option, by ticking the appropriate box.
- Annexure A must be completed and attached.
- Annexure B is required only if you tick the 3rd option at paragraph 6.
- Annexure C is required only if you tick the 2nd option at paragraph 7.
- The basic filing fee is R 175 if the company's Memorandum of Incorporation is in Form 15.1A or 15.1C, or R 475 in any other case.
- If you tick the 1st option at paragraph 6, the basic fee is reduced by R 50.
- An MOI in form CoR15.1A, 15.1B, 15.1C, 15.1D or 15.1E or unique to the company must attached.
- A company is not registered until the Commission has issued a Registration Certificate in Form CoR 14.3.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Notice of Incorporation

Customer code: _____

From:

(Name, address and identity or registration number of incorporator)

If there are multiple incorporators, each must be listed. Use a separate sheet)

Name: _____

Address: _____

Identity/Reg. No: _____

1. The incorporators have incorporated a juristic person to be registered as a:

<input type="checkbox"/> Stated owned company	<input type="checkbox"/> Public company
<input type="checkbox"/> Personal Liability company	<input type="checkbox"/> Private company
<input type="checkbox"/> Non Profit Company	
2. The incorporation of the company is to take effect on:

<input type="checkbox"/> The date the Registration Certificate is Issued;
<input type="checkbox"/> _____, if later than the registration date.
3. The company's first financial year will end on _____.
4. The company's registered office address is:

5. There are _____ initial directors of the company, as listed in Annexure A.
6. The company name is to be:

<input type="checkbox"/> The company's registration number, followed by the elements required by section 11 (3).
<input type="checkbox"/> The name currently reserved or registered under # _____ for use by _____.
<input type="checkbox"/> The first of the names set out on Annexure B that proves to be eligible, in terms of Regulation 14 (l)(b)(iii).
7. The company's Memorandum of Incorporation, attached In form CoR _____ (indicate form number) or unique (tick If appropriate).

<input type="checkbox"/> Has no provisions of the type contemplated in section IS (2)(b) or (c).
<input type="checkbox"/> Has provisions of the type contemplated in section 15 (2) (b) or (c), as listed in Annexure C

I declare that the information in this Notice and the Annexure is true. If I am not one of the incorporators, I declare that I have been authorised by the Incorporators(s) to file this Notice.

Signature _____

Date _____

For Commission Use Only:

Commission file number: _____

Date filed: _____

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION

REPUBLIC OF SOUTH AFRICA

Form CoR 14.1

Annexure A

- This form is issued in terms of section 13 of the Companies Act, 2008 and Regulation 14 of the Companies Regulations, 2011.
- Annexure A must be completed and attached to the Notice of incorporation when it is filed.
- A public company, or a state owned company, must have at least 3 initial directors.
- A Non. profit company must have at least 3 initial directors.
- A private company, or a personal liability company, must have at least 1 initial director.
- A company is not registered until the Commission has issued a Registration Certificate in Form CoR 14.3

Notice of Incorporation Initial Directors of the Company

The Incorporators confirm that each person named below has consented to being appointed in terms of s 66 (7) (b) as a director of the company, whose Memorandum of Incorporation is attached.

Full name/former name, if any: _____

Identity number: _____

Nationality: _____

Passport number, if not South African: _____

Date of appointment: _____

Designation in company: _____

Residential address: _____

Business address: _____

Postal address: _____

Occupation: _____

South African resident: _____ (yes) _____ (no)

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429

Pretoria 0001

Republic of South Africa

tel: 0861 843 384

www.cipc.co.za

**For Commission
Use Only:**

Commission file number:

Date filed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 14.1
Annexure B

- This form is issued in terms of section 13 of the Companies Act, 2008 and Regulation 14 of the Companies Regulations, 2011.
- Annexure B must be completed and attached to the Notice of Incorporation when it is filed only if the incorporators have chosen the third option at paragraph 6 of the Notice.
- You may list up to 4 alternative names, which will be considered for use in the listed order. Only one name will be assigned to the company. This form is not an application to reserve names for future use. Any name listed on this form that is not assigned to the company will be disregarded.
- Every word of each proposed name must be expressed using the alphabet that is commonly used for writing in an official language of the Republic, and any number, other than a date, must be expressed in words, or Roman or Arabic numerals.
- A company is not registered until the Commission has issued a Registration Certificate in Form CoR 14.3.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Notice of Incorporation
Alternative Names for the Company

The Incorporators request the Commission to assign to the company the first eligible name from among the following:
(Insert the proposed name or names in the order you wish them to be considered by the Commission.

- 1) _____
2) _____
3) _____
4) _____

1. Does any proposed name -
- (a) include any word in a language that is not an official language of the Republic?
- (b) include any word, number or other element that constitutes a registered trade mark, mark in respect of which an application for registration has been filed in the Republic, or a well-known trade mark as contemplated in section 35 of the Trade Marks Act, 1993?
- (c) fall within the category of names restricted in terms of section 11 (2)(c) of the Companies Act, or regulation 8 (5)?
2. Is any proposed name similar to that of another company, close corporation or co-operative?

If the answer to any question above is "Yes", please attach a separate sheet setting out the information or satisfactory evidence required by Regulation 8 (3) to (6), as applicable, with respect to each name.

**For Commission
Use Only:**

Commission file number:

Date filed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION

REPUBLIC OF SOUTH AFRICA

**Form CoR 14.1
Annexure C**

- This form is issued in terms of section 13 of the Companies Act, 2008 and Regulation 14 of the Companies Regulations, 2011.
- Annexure C must be completed and attached to the Notice of Incorporation when it is filed only if the incorporators have chosen the 2nd option at paragraph 7 of the Notice.
- For further reference, see sections 13 (3) and 15 (2)(b) and (c) of the Act.
- A company is not registered until the Commission has issued a Registration Certificate in Form CoR 14.3.

**Notice of Incorporation
Notice of Ring Fencing Provisions**

The Incorporators advise that the Memorandum of incorporation of the company, which is attached, contains the following provisions that prohibit, restrict, or impose special procedural requirements upon the amendment of any part of the Memorandum of Incorporation.

For each provision, show the Article number, its purpose, and the relevant Article of the Memorandum of Incorporation.

Article No	Purpose	Article wording
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
 Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

For Commission Use Only:	Commission file number:	Date filed:
_____	_____	_____

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

**Form CoR 14.1
Annexure D**

- This form is issued in terms of section 13 of the Companies Act, 2008 and Regulation 14 of the Companies Regulations, 2011.
- Use of Annexure D is optional. It may be used by the incorporators of any company to give notice of the initial appointments of a company secretary, auditor or members of an audit committee.
- For further reference, see section 85 (4) of the Act.
- A company is not registered until the Commission has issued a Registration Certificate in Form CoR 14.3.

**Notice of Incorporation
Notice of Company Appointments**

The Incorporators advise that the following persons have been appointed, and consented to serve, as the initial company secretary, auditor, or members of the audit committee of the company, as indicated.

For each person listed, provide the information as indicated:

Name and Address	Identity, Registration or Practice Number	Office to which appointed
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

**For Commission
Use Only:**

Commission file number:

Date filed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 14.2**About this Notice**

- This notice is issued in terms of Section 13 (4) of the Companies Act; 2008 and Regulation 14 of the Companies Regulations, 2011.
- The person to whom this notice is delivered may apply to the Companies Tribunal for an order confirming or varying this Notice in whole or in part, or setting aside this Notice and directing the Commission to accept the Notice of Incorporation and register the company.
- An application to the Companies Tribunal as discussed above may be made in Form CTR 142 anytime within 20 business days after the date of this Notice, or later with leave of the Tribunal.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Notice Rejecting a Notice of Incorporation

Date: _____

Concerning:

(Name and file number of Notice of incorporation)

Name: _____

File Number: _____

The Commission informs the Incorporators who filed the Notice of incorporation shown above that their Notice has been rejected in terms of section 13 (4) of the:

Companies Act, 2008, because

The Notice of Incorporation is incomplete or improperly completed.

The Notice of Incorporation does not identify a sufficient number of qualified initial directors of the company. In particular—

The number of identified directors does not satisfy the requirements of the Act.

The Commission believes that
(Name and identity number of disqualified person)

Name: _____ **Identity No.** _____

identified as an initial director is disqualified to serve in that capacity, and the number of remaining directors does not satisfy the requirements of the Act.

Name and Title of person signing on behalf of the Commission:

Authorised Signature

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 14.3
About this Notice

- This notice is issued in terms of Section 14 of the Companies Act, 2008 and Regulation 14 of the Companies Regulations, 2011.
- If the Commission has altered the name of the company, in terms of section 14 (2)(b), the company may file an amended Notice of Incorporation to change the name.
- If the Commission has issued a Notice of a Potentially Contested Name in conjunction with the Certificate, the company must serve that notice on each person identified in the Notice, and any such person has the right to challenge the use of the name, by the company.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
 Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Registration Certificate

Date: _____

Concerning:

(Name and Registration Number of Company)

Name: _____
 Registration number: _____

The above named company has been registered in terms of section 14 of the Companies Act, 2008. In accordance with the Notice of Incorporation, the registration of the company takes effect on—

The date shown above.

(Later Date as shown on Notice of Incorporation)

The Company's name, as shown above—

is in accordance with the name option selected on the Notice of Incorporation.

has been altered by the Commission in terms of section 14 (2)(a).

has been assigned by the Commission as an interim name in terms of section 14 (2)(b). The Company is invited to file an amended Notice of Incorporation to change the name.

In conjunction with this Certificate, the Companies Commission:

Has not issued another Notice contemplated in section 12 (3).

Has issued a Notice of a Potentially Contested Name

Has issued a Notice of a Potentially Offensive Name.

Name and Title of person signing on behalf of the Commission:

Authorised Signature: _____

Seal of Commission

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

Short Standard Form for Private Companies Memorandum of Incorporation

[Form CoR 15.1A substituted by GN R619 of 20 August 2013 (wef 1 May 2011).]

Memorandum of Incorporation of

Form Cor 15.1A Short Standard Form for Private Companies

- This form is issued in terms of section 13 of the Companies Act, 2008 and regulation 15 of the Companies Regulations, 2011.
- This form may be used only to incorporate a private company.
- A private company may be incorporated by one or more persons.
- The Incorporators must complete this form by-
 - (a) Filling in the Name of the Company, unless it is to be completed by the Commission in terms of regulation 14(1)(b)(i) or (iii);
 - (b) inserting the number of directors and alternate directors in the spaces provided;
 - (c) inserting the number of authorised shares, in the space provided; and
 - (d) each signing and dating the form on a line of the Table at left.
- There are 4 pages in this form. If filing by paper, all 4 pages must be filed.
- This Form must be filed with Form CoR 14.1, Notice of Incorporation, and required annexures and fees.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address

PO Box 429
Pretoria
0001
Republic of South Africa
Tel: 086 100 2472
www.cipc.co.za

(Insert Name of Company) _____ which is a private company, has at least _____ director(s) and _____ alternate director(s), is authorised to issue no more than _____ shares of a single class of shares as described in Article 2, and is referred to in the rest of this Memorandum of Incorporation as 'the Company'.

In this Memorandum of Incorporation-

- (a) a reference to a section by number refers to the corresponding section of the Companies Act, 2008;
- (b) words that are defined in the Companies Act, 2008 bear the same meaning in this Memorandum as in that Act.

Adoption of Memorandum of Incorporation

This Memorandum of Incorporation was adopted by the incorporators of the Company, in accordance with section 13(1), as evidenced by the following signatures made by each of them, or on their behalf (only required in the case of new company registrations):

Name and address of incorporator	Identity or Registration #	Signature	Date

Article 1 - Incorporation and Nature of the Company

1.1 Incorporation

(1) The Company is incorporated as a private company, as defined in the Companies Act, 2008.

(2) The Company is incorporated in accordance with, and governed by-

(a) the provisions of the Companies Act, 2008, without any limitation, extension, variation or substitution; and

[Article 1.1(2)(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(b) the provisions of this Memorandum of Incorporation.

1.2 Powers of the Company

(1) The Company is not subject to any provision contemplated in section 15(2)(b) or (c).

(2) The purposes and powers of the Company are not subject to any restriction, limitation or qualification, as contemplated in section 19(1)(b)(ii).

1.3 Memorandum of Incorporation and Company rules

(1) This Memorandum of Incorporation of the Company may be altered or amended only in the manner set out in section 16, 17 or 152(6)(b).

(2) The authority of the Company's Board of Directors to make rules for the Company, as contemplated in section 15(3) to (5), is not limited or restricted in any manner by this Memorandum of Incorporation.

(3) The Board must publish any rules made in terms of section 15(3) to (5) by delivering a copy of those rules to each shareholder by ordinary mail.

(4) The company must publish a notice of any alteration of the Memorandum of Incorporation or the Rules, made in terms of section 17(1), by delivering a copy of the notice to each shareholder by ordinary mail.

[Article 1.3(4) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

1.4 Optional provisions of Companies Act, 2008 do not apply

(1) The Company does not elect, in terms of section 34(2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.

(2) The Company does not elect, in terms of section 118(1)(c)(ii), to submit voluntarily to the provisions of Parts B and C of Chapter 5 of the Companies Act, 2008, and to the Takeover Regulations provided for in that Act.

Article 2 - Securities of the Company

2.1 Securities

(1) The Company is authorised to issue no more than the number of shares of a single class of shares with no nominal or par value as shown on the cover sheet, and each such issued share entitles the holder to-

(a) vote on any matter to be decided by a vote of shareholders of the company;

(b) participate in any distribution of profit to the shareholders; and

- (c) participate in the distribution of the residual value of the company upon its dissolution.

[Article 2.1(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) The Company must not make an offer to the public of any of its securities and an issued share must not be transferred to any person other than-

- (a) the company, or a related person;
- (b) a shareholder of the company, or a person related to a shareholder of the company;
- (c) a personal representative of the shareholder or the shareholder's estate;
- (d) a beneficiary of the shareholder's estate; or
- (e) another person approved by the company before the transfer is effected.

[Article 2.1(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The pre-emptive right of the Company's shareholders to be offered and to subscribe for additional shares, as set out in section 39, is not limited, negated or restricted in any manner contemplated in section 39(3), or subject to any conditions contemplated in that section.

[Article 2.1(3) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(4) This Memorandum of Incorporation does not limit or restrict the authority of the Company's Board of Directors to-

- (a) authorise the company to issue secured or unsecured debt instruments, as set out in section 43(2); or
- (b) grant special privileges associated with any debt instruments to be issued by the company, as set out in section 43(3);
- (c) authorise the Company to provide financial assistance to any person in relation to the subscription of any option or securities of the Company or a related or inter-related company, as set out in section 44;
- (d) approve the issuing of any authorised shares of the Company as capitalisation shares, as set out in section 47(1); or
- (e) resolve to permit shareholders to elect to receive a cash payment in lieu of a capitalisation share, as set out in section 47(1).

2.2 Registration of beneficial interests

The authority of the Company's Board of Directors to allow the Company's issued securities to be held by and registered in the name of one person for the beneficial interest of another person, as set out in section 56(1), is not limited or restricted by this Memorandum of Incorporation.

Article 3 - Shareholders and Meetings

3.1 Shareholders' right to information

Every person who has a beneficial interest in any of the Company's securities has the rights to access information set out in section 26(1).

3.2 Shareholders' authority to act

(1) If, at any time, there is only one shareholder of the company, the authority of that shareholder to act without notice or compliance with any other internal formalities, as set out in section 57(2), is not limited or restricted by this Memorandum of Incorporation.

(2) If, at any time, every shareholder of the Company is also a director of the Company, as contemplated in section 57(4), the authority of the shareholders to act without notice or compliance with any other internal formalities, as set out in that section is not limited or restricted by this Memorandum of Incorporation.

3.3 Shareholder representation by proxies

(1) This Memorandum of Incorporation does not limit, restrict or vary the right of a shareholder of the Company-

- (a) to appoint 2 or more persons concurrently as proxies, as set out in section 58(3)(a); or
- (b) to delegate the proxy's powers to another person, as set out in section 58(3)(b).

(2) The requirement that a shareholder must deliver to the Company a copy of the instrument appointing a proxy before that proxy may exercise the shareholder's rights at a shareholders meeting, as set out in section 58(3)(c) is not varied by this Memorandum of Incorporation.

(3) The authority of a shareholders proxy to decide without direction from the shareholder whether to exercise, or abstain from exercising, any voting right of the shareholder, as set out in section 58(7) is not limited or restricted by this Memorandum of Incorporation.

3.4 Record date for exercise of shareholder rights

If, at any time, the Company's Board of Directors fails to determine a record date, as contemplated in section 59, the record date for the relevant matter is as determined in accordance with section 59(3).

3.5 Shareholders meetings

(1) The Company is not required to hold any shareholders meetings other than those specifically required by the Companies Act, 2008.

(2) The right of shareholders to requisition a meeting, as set out in section 61(3), may be exercised by the holders of at least 10% of the voting rights entitled to be exercised in relation to the matter to be considered at the meeting.

(3) The authority of the Company's Board of Directors to determine the location of any shareholders meeting, and the authority of the Company to hold any such meeting in the Republic or in any foreign country, as set out in section 61(9) is not limited or restricted by this Memorandum of Incorporation.

(4) The minimum number of days for the Company to deliver a notice of a shareholders meeting to the shareholders, is as provided for in section 62(1).

(5) The authority of the Company to conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 63 is not limited or restricted by this Memorandum of Incorporation.

(6) The quorum requirement for a shareholders meeting to begin, or for a matter to be considered is as set out in section 64(1) without variation.

(7) The time periods allowed in section 64(4) and (5) apply to the Company without variation.

(8) The authority of a meeting to continue to consider a matter, as set out in section 64(9) is not limited or restricted by this Memorandum of Incorporation.

(9) The maximum period allowable for an adjournment of a shareholders meeting is as set out in section 64(13), without variation.

3.6 Shareholders resolutions

(1) For an ordinary resolution to be adopted at a shareholders meeting, it must be supported by the holders of more than 50% of the voting rights exercised on the resolution, as provided in section 65(7).

[Article 3.6(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) For a special resolution to be adopted at a shareholders meeting, it must be supported by the holders of at least 75% of the voting rights exercised on the resolution, as provided in section 65(9).

(3) A special resolution adopted at a shareholders meeting is not required for a matter to be determined by the Company, except those matters set out in section 65(11), or elsewhere in the Act.

Article 4 - Directors

[Heading amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.1 Composition of the Board of Directors

(1) The Board of Directors of the Company comprises at least the number of directors, and alternate directors shown on the cover sheet, each of whom is to be elected by the holders of the company's securities as contemplated in section 68.

[Article 4.1(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) The manner of electing directors of the Company is as set out in section 68(2), and each elected director of the Company serves for an indefinite term, as contemplated in section 68(1).

4.2 Authority of the Board of Directors

(1) The authority of the Company's Board of Directors to manage and direct the business and affairs of the Company, as set out in section 66(1) is not limited or restricted by this Memorandum of Incorporation.

(2) If, at any time, the Company has only one director, as contemplated in section 57(3), the authority of that director to act without notice or compliance with any other internal formalities, as set out in that section is not limited or restricted by this Memorandum of Incorporation.

(3) The Company's Board of Directors must not register the transfer of any shares unless the conditions for the transfer contemplated in article 2.1(2) have been met.

[Article 4.2(3) added by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.3 Directors' Meetings

(1) The right of the Company's directors to requisition a meeting of the Board, as set out in section 73(1), may be exercised by at least 25% of the directors, if the board has 12 or more members, or by 2 (two) directors, in any other case.

[Article 4.3(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) This Memorandum of Incorporation does not limit or restrict the authority of the Company's Board of Directors to-

- (a) conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 73(3); or
- (b) determine the manner and form of providing notice of its meetings, as set out in section 73(4); or
- (c) proceed with a meeting despite a failure or defect in giving notice of the meeting, as set out in section 73(5); or
- (d) consider a matter other than at a meeting, as set out in section 74.

4.4 Directors' compensation and financial assistance

This Memorandum of Incorporation does not limit the authority of the Company to-

- (a) pay remuneration to the Company's directors, in accordance with a special resolution approved by the Company's shareholders within the previous two years, as set out in section 66(9) and (10);
- (b) advance expenses to a director, or indemnify a director, in respect of the defence of legal proceedings, as set out in section 78(4);
- (c) indemnify a director in respect of liability, as set out in section 78(5); or
- (d) purchase insurance to protect the Company, or a director, as set out in section 78(7).

[Article 4.4(b) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

[Article 4.4(d) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Long Standard Form for Profit Companies

Memorandum of Incorporation

[Form CoR 15.1B substituted by GN R619 of 20 August 2013 (wef 1 May 2011).]

Article 1 - Incorporation and Nature of the Company

In this Memorandum of Incorporation-

- (a) a reference to a section by number refers to the corresponding section of the Companies Act, 2008;
- (b) words that are defined in the Companies Act, 2008, bear the same meaning in this Memorandum as in that Act;
[Article 1(b) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (c) words appearing to the right of an optional check line are void unless that line contains a mark to indicate that it has been chosen as the applicable option.

The Schedules attached to this Memorandum are part of the Memorandum of Incorporation

1.1 Incorporation

- (1) The Company is incorporated as from _____ as a-
 - state owned company, as defined in section 8(2)(a).
[Article 1.1(1) item added by GN R619 of 20 August 2013 (wef 1 May 2011).]
 - private company, as defined in section 8(2)(b).
 - personal liability company, as defined in section 8(2)(c).
 - public company, as defined in section 8(2)(d).
- (2) The Company is incorporated in accordance with and governed by-
 - (a) the unalterable provisions of the Companies Act, 2008; and
 - (b) the alterable provisions of the Companies Act, 2008, subject to the limitations, extensions, variations or substitutions set out in this Memorandum; and
 - (c) the provisions of this Memorandum of Incorporation.

1.2 Powers of the Company

- (1) The Company-
 - is not subject to any provisions contemplated in section 15(2)(b) or (c).
 - is subject to provisions contemplated in section 15(2)(b) or (c), as set out in Part A of Schedule 1.
- (2) The purposes and powers of the Company-
 - are not subject to any restrictions, limitations or qualifications, as contemplated in section 19(1)(b)(ii).
 - are subject to the restrictions, limitations or qualifications contemplated in section 19(1)(b)(ii), as set out in Part A of Schedule 1.

1.3 Memorandum of Incorporation and Company rules

- (1) This Memorandum of Incorporation of the Company-
 - may be altered or amended only in the manner set out in section 16, 17 or 152(6)(b).
 - may be altered or amended in the manner set out in section 16, 17 or 152(6)(b), subject to the provisions contemplated in section 16(2), as set out in Part B of Schedule 1.
[Article 1.3(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (2) The authority of the Company's Board of Directors to make rules for the Company, as contemplated in section 15(3) to (5)-

- ___ is not limited or restricted in any manner by this Memorandum of Incorporation.
 - ___ is limited or restricted to the extent set out in Part B of Schedule 1.
- (3) The Board must publish any rules made in terms of section 15(3) to (5)-
- ___ by delivering a copy of those rules to each shareholder by ordinary mail.
 - ___ in accordance with the requirements set out in Part B of Schedule 1.
- (4) The Company must publish a notice of any alteration of the Memorandum of Incorporation or the Rules, made in terms of section 17(1)-
- ___ by delivering a copy of those rules to each shareholder by ordinary mail.
 - ___ in accordance with the requirements set out in Part B of Schedule 1.

1.4 Application of optional provisions of Companies Act, 2008

[This sub-article is not to be used in the case of a public company]

- (1) The Company-
- ___ does not elect, in terms of section 34(2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.
 - ___ does elect, in terms of section 34(2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008, to the extent set out in Part C of Schedule 1.
- (2) The Company-
- ___ does not elect, in terms of section 118(1)(c)(ii), to submit voluntarily to the provisions of Parts B and C of Chapter 5 of the Companies Act, 2008, and to the Takeover Regulations provided for in that Act.
 - ___ elects in terms of section 118(1)(c)(ii), to submit voluntarily to the provisions of Parts B and C of Chapter 5 of the Companies Act, 2008, and to the Takeover Regulations in terms of that Act, to the extent set out in Part C of Schedule 1.

Article 2 - Securities of the Company

2.1 Shares

- (1) The Company is authorised to issue no more than-
- ___ _____ shares of a single class of shares with no nominal or par value, each of which entitles the holder to-
 - (a) vote on any matter to be decided by a vote of shareholders of the company;
 - (b) participate in any distribution of profit to the shareholders; and
 - (c) share in the distribution of the company's residual value upon its dissolution.
 - ___ the maximum number of each of the classes of shares set out in Part A of Schedule 2, subject to the preferences, rights, limitations and other terms associated with each such class, as set out in Part A of Schedule 2.

[Article 2.1(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

- (2) The authority of the Company's Board of Directors to increase or decrease the number of authorised shares of any class of the Company's shares, to reclassify any shares that have been authorised but not issued, to classify any unclassified shares, or to determine the preferences, rights, limitations or other terms of any class of shares, as set out in section 36(2)(b) and (3)-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part A of Schedule 2.

[In the case of a public company]

[Article 2.1(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2A) The Company-

___ must not make an offer to the public of any of its securities.

[In the case of a private or personal liability company]

___ may make an offer to the public of any of its securities.

[Article 2.1(2A) inserted by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2B) The transferability of the shares of the Company-

___ is not restricted.

___ is restricted as set out in Part F of Schedule 2

[In the case of a private or personal liability company]

[Article 2.1(2B) inserted by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The shareholders of the Company-

___ do not have any pre-emptive right to be offered and to subscribe for additional shares of the company.

___ have a common pre-emptive right to be offered and to subscribe for additional shares of the company, as set out in Part A of Schedule 2.

___ have only such pre-emptive rights to be offered and to subscribe additional shares of the company, if any, as are set out in the preferences, rights, limitations and other terms associated with their respective classes of shares.

[Article 2.1(3) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(4) The pre-emptive right of the Company's shareholders to be offered and to subscribe for additional shares, as set out in section 39-

___ is unconditional, and is not limited, negated or restricted in any manner contemplated in subsection (3) of section 39.

___ is subject to the conditions, limitations, or restrictions set out in Part A of Schedule 3.

___ does not apply with respect to any shares of the Company.

[In the case of a private or personal liability company]

[Article 2.1(4), previously article 2.1(3), renumbered and amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(5) The authority of the Company's Board of Directors to authorise the Company to provide financial assistance in relation to the subscription of any option or securities of the Company or a related or inter-related company, as set out in section 44-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part B of Schedule 2.

[Article 2.1(5), previously article 2.1(4), renumbered by GN R619 of 20 August 2013 (wef 1 May 2011).]

(6) The authority of the Company's Board of Directors to approve the issuing of any authorised shares of the Company as capitalisation shares, to issue shares of one class as capitalisation shares in respect of shares of another class, and to resolve to permit shareholders to elect to receive a cash payment in lieu of a capitalisation share, as set out in section 47(1)-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part C of Schedule 2.

[Article 2.1(6), previously article 2.1(5), renumbered by GN R619 of 20 August 2013 (wef 1 May 2011).]

(7) Securities of the Company are to be issued-

___ in uncertificated form, as contemplated in section 49(2)(b).

___ in either certificated or uncertificated form, as the Board may determine.

[Article 2.1(7), previously article 2.1(6), renumbered by GN R619 of 20 August 2013 (wef 1 May 2011).]

2.2 Debt instruments

(1) The authority of the Company's Board of Directors to authorise the company to issue secured or unsecured debt instruments, as set out in section 43(2)-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part D of Schedule 2.

(2) The authority of the Company's Board of Directors to grant special privileges associated with any debt instruments to be issued by the company, as set out in section 43(3)-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part D of Schedule 2.

2.3 Registration of beneficial interests

The authority of the Company to allow the Company's issued securities to be held by, and registered in the name of, one person for the beneficial interest of another person, as set out in section 56(1)-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part E of Schedule 2.

[Article 2.3 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Article 3 - Shareholders

3.1 Shareholders' right to information

In addition to the rights to access information set out in section 26(1), every person who has a beneficial interests in any of the Company's securities or any other specified person, has the further rights to information, if any, set out in Part A of Schedule 3 of this Memorandum of Incorporation.

[Article 3.1 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

3.2 Shareholders' authority to act

(1) If, at any time, there is only one shareholder of the Company, the authority of that shareholder to act without notice or compliance with any other internal formalities, as set out in section 57(2)-

(a) is not limited or restricted by this Memorandum of Incorporation.

(b) is limited or restricted to the extent set out in Part A of Schedule 3.

[Article 3.2(1)(b) added by GN R619 of 20 August 2013 (wef 1 May 2011).]

[Article 3.2(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) If, at any time, every shareholder of the Company is also a director of the Company, as contemplated in section 57(4), the authority of the shareholders to act without notice or compliance with any other internal formalities, as set out in that section-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part A of Schedule 3.

3.3 Representation by concurrent proxies

The right of a shareholder of the Company to appoint persons concurrently as proxies, as set out in section 58(3)(a)-

- is not limited, restricted or varied by this Memorandum of Incorporation.
- is limited, restricted or varied to the extent set out in Part B of Schedule 3.

3.4 Authority of proxy to delegate

The authority of a shareholder's proxy to delegate the proxy's powers to another person, as set out in section 58(3)(b)-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part B of Schedule 3.

3.5 Requirement to deliver proxy instrument to the Company

The requirement that a shareholder must deliver to the Company a copy of the instrument appointing a proxy before that proxy may exercise the shareholder's rights at a shareholders meeting, as set out in section 58(3)(c)-

- is not varied by this Memorandum of Incorporation.
- is varied to the extent set out in Part B of Schedule 3.

3.6 Deliberative authority of proxy

The authority of a shareholder's proxy to decide without direction from the shareholder whether to exercise, or abstain from exercising any voting right of the shareholder, as set out in section 58(7)-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part B of Schedule 3.

3.7 Record date for exercise of shareholder rights

If, at any time, the Company's Board of Directors fails to determine a record date, as contemplated in section 59, the record date for the relevant matter is-

- as determined in accordance with section 59(3).
- as determined in the manner set out in Part C of Schedule 3.

Article 4 - Shareholders Meetings

4.1 Requirement to hold meetings

The Company-

- is not required to hold any shareholders meetings other than those specifically required by the Companies Act, 2008.
- is required to hold shareholders meetings, in addition to those specifically required by the Companies Act, 2008, as set out in Part A of Schedule 4.

4.2 Shareholders' right to requisition a meeting

The right of shareholders to requisition a meeting, as set out in section 61(3), may be exercised-

- by the holders of at least 10% of the voting rights entitled to be exercised in relation to the matter to be considered at the meeting, as provided for in that section.
- by the holders of at least ___% of the voting rights entitled to be exercised in relation to the matter to be considered at the meeting, despite the provisions of that section (in the case of a percentage lower than 10).

[Article 4.2 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.3 Location of shareholders meetings

The authority of the Company's Board of Directors to determine the location of any shareholders meeting, and the authority of the Company to hold any such meeting in the Republic or in any foreign country, as set out in section 61(9)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part B of Schedule 4.

4.4 Notice of shareholders meetings

The minimum number of days for the Company to deliver a notice of a shareholders meeting to the shareholders, as required by section 62-

- ___ is as provided for in section 62(1).
- ___ is ___ business days before the meeting is to begin.

4.5 Electronic participation in shareholders meetings

The authority of the Company to conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 63-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is prohibited, limited or restricted to the extent set out in Part C of Schedule 4.

[Article 4.5 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.6 Quorum for shareholders meetings

(1) The quorum requirement for a shareholders meeting to begin, or for a matter to be considered are-

- ___ as set out in section 64(1) without variation.
- ___ as set out in section 64(1) subject to a minimum of ___% in substitution for the 25% required by that section.

(2) The time periods allowed in section 64(4) and (5)-

- ___ apply to the Company without variation.
- ___ apply to the Company, subject to the variations set out in Part D of Schedule 4.

(3) The authority of a meeting to continue to consider a matter, as set out in section 64(9)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part D of Schedule 4.

4.7 Adjournment of shareholders meetings

The maximum period allowable for an adjournment of a shareholders meeting is-

- ___ as set out in section 64(12), without variation.
- ___ as set out in section 64(12), subject to the variations set out in Part E of Schedule 4.

[Article 4.7 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.8 Shareholders resolutions

(1) For an ordinary resolution to be adopted at a shareholders meeting, it must be supported by the holders of-

- ___ more than 50% of the voting rights exercised on the resolution, as provided in section 65(7).

___ at least ___% of the voting rights exercised on the resolution, despite section 65(7).

___ at least the minimum percentage of the voting rights exercised on the resolution, as set out in Part F of Schedule 4.

[Article 4.8(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) For a special resolution to be adopted at a shareholders meeting, it must be supported by the holders of at least-

___ 75% of the voting rights exercised on the resolution, as provided in section 65(9).

___ ___% of the voting rights exercised on the resolution, despite section 65(7).

___ the minimum percentage of the voting rights exercised on the resolution, as set out in Part F of Schedule 4.

(3) A special resolution adopted at a shareholders meeting is-

___ not required for a matter to be determined by the Company, except those matters set out in section 65(11), or elsewhere in the Act.

___ required, in addition to the matters set out in section 65(11), for the matters set out in Part G of Schedule 4.

Article 5 - Directors and Officers

5.1 Composition of the Board of Directors

(1) The Board of Directors of the Company comprises of at least _____ directors, and _____ alternate directors, to be elected by holders of the companies securities entitled to exercise voting rights, as contemplated in section 68.

[Article 5.1(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) In addition to the elected directors-

___ there are no appointed or *ex officio* directors of the Company, as contemplated in section 66(4).

___ there are ___appointed, and ___*ex officio* directors of the Company, as contemplated in section 66(4), to be designated in the manner specified in Part A of Schedule 5.

[Article 5.1(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) In addition to satisfying the qualification and eligibility requirements set out in section 69, to become or remain a director or a prescribed officer of the Company, a person-

___ need not satisfy any further eligibility requirements or qualifications.

___ must satisfy the additional eligibility requirements and qualifications set out in Part B of Schedule 5.

(4) Each elected director of the Company serves for-

___ an indefinite term, as contemplated in section 68(1).

___ a term of _____ years.

___ a term determined in the manner set out in Part C of Schedule 5.

[Article 5.1(4) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(5) The manner of electing directors of the Company is-

___ as set out in section 68(2).

___ as set out in Part C of Schedule 5.

(6) The authority of the Company's Board of Directors to fill any vacancy on the Board on a temporary basis, as set out in section 68(3)-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part D of Schedule 5.

5.2 Authority of the Board of Directors

(1) The authority of the Company's Board of Directors to manage and direct the business and affairs of the Company, as set out in section 66(1)-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part E of Schedule 5.

(2) If, at any time, the Company has only one director, as contemplated in section 57(3), the authority of that director to act without notice or compliance with any other internal formalities, as set out in that section-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part F of Schedule 5.

5.2A Liability of Directors

The company is a personal liability company and the directors and past directors are jointly and severally liable for the debts and liabilities of the company as contemplated in section 19(3).

[Article 5.2A inserted by GN R619 of 20 August 2013 (wef 1 May 2011).]

5.3 Board of Directors Meetings

[Heading amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(1) The authority of the Company's Board of Directors to consider a matter other than at a meeting, as set out in section 74-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part G of Schedule 5.

(2) The right of the Company's directors to requisition a meeting of the Board, as set out in section 73(1), may be exercised-

- by at least 25% of the directors, if the board has 12 or more members, or by 2 (two) directors, in any other case, as provided in that section; or
- by at least ___% of the directors, or by at least ___ directors, despite the provisions of that section.

[Article 5.3(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The authority of the Company's Board of Directors to conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 73(3)-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part H of Schedule 5.

(4) The authority of the Company's Board of Directors to determine the manner and form of providing notice of its meetings, as set out in section 73(4)-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part H of Schedule 5.

(5) The authority of the Company's Board of Directors to proceed with a meeting despite a failure or defect in giving notice of the meeting, as set out in section 73(5)-

- is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part H of Schedule 5.

(6) The quorum requirement for a directors meeting to begin, the voting rights at such a meeting, and the requirements for approval of a resolution at such a meeting, are-

- ___ as set out in section 73(5), without variation.
- ___ as set out in section 73(5) subject to the variations set out in Part H of Schedule 5.

5.4 Director's compensation and financial assistance

(1) The authority of the Company to pay remuneration to the Company's directors, in accordance with a special resolution approved by the Company's shareholders within the previous two years, as set out in section 66(8) and (9)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part I of Schedule 5.
[Article 5.4(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) The authority of the Company's Board of Directors, as set out in section 45, to authorise the Company to provide financial assistance to a director, prescribed officer or other person referred to in section 45(2)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part I of Schedule 5.

5.5 Indemnification of Directors

(1) The authority of the Company to advance expenses to a director, or indemnify a director, in respect of the defence of legal proceedings, as set out in section 78(4)-

- ___ is not limited, restricted or extended by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part J of Schedule 5.

(2) The authority of the Company to indemnify a director in respect of liability, as set out in section 78(5)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part J of Schedule 5.

(3) The authority of the Company to purchase insurance to protect the Company, or a director, as set out in section 78(7)-

- ___ is not limited, restricted or extended by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part J of Schedule 5.

5.6 Committees of the Board

(1) The authority of the Company's Board of Directors to appoint committees of directors, and to delegate to any such committee any of the authority of the Board, as set out in section 72(1), and to include in any such committee persons who are not directors, as set out in section 72(2)(a)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part K of Schedule 5.
[Article 5.6(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) The authority of a committee appointed by the Company's Board of Directors, as set out in section 72(2)(b) and (c)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part K of Schedule 5.

Article 6 - General Provisions

Insert any further provisions desired in this or additional Articles.

Schedule 1 - Incorporation and nature of the Company

Part A

Insert-

- (a) *any 'Ring fencing' provisions as contemplated in section 15(2) of the Act; and*
- (b) *any provisions limiting the purposes or powers of the Company, as contemplated in section 19(1)(b) of the Act.*

Part B

Insert-

- (a) *any provisions relating to the amendment of the Memorandum of Incorporation, as contemplated in section 16(2) of the Act;*
[Schedule 1, Part B(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (b) *any provisions relating to the Board's authority to make rules for the Company, as contemplated in section 15(3) to (5) of the Act; and*
- (c) *any provisions relating to the publication of the notice of alteration as contemplated in section 17(1) of the Act.*
[Schedule 1, Part B(c) added by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part C

Insert-

- (a) *any provisions to subject the Company to Chapter 3 of the Act on a voluntary basis, as contemplated in section 34(2) of the Act; and*
- (b) *any provisions to subject the Company to Parts B and C of Chapter 5 of the Act, and to the Takeover Regulations, on a voluntary basis as contemplated in section 118(1)(c)(ii) of the Act.*

Schedule 2 - Company Securities

Part A

Insert-

- (a) *any provisions setting out the classes of authorised shares, and maximum number of authorised shares of each class, and the preferences, rights, limitations and other terms of each class of shares as contemplated in section 15(2) of the Act; and*
[Schedule 2, Part A(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (b) *any provisions respecting the authority of the Board to exercise powers relating to shares, as contemplated in section 36(3) of the Act.*
[Schedule 2, Part A(b) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part B

Insert any provisions restricting or limiting the authority of the Board to provide financial assistance to any person in relation to the subscriptions of securities or options, as contemplated in section 44 of the Act.

Part C

Insert any provisions restricting or limiting the authority of the Board with respect to the issuing of capitalisation shares, as contemplated in section 47(1) of the Act.

Part D

Insert any provisions restricting or limiting the authority of the Board with respect to the issuing of debt instruments, as contemplated in section 43(2) or (3) of the Act.

Part E

Insert any provisions restricting or limiting the authority of the Company with respect to the registration of beneficial interests in the Company's securities, as contemplated in section 56(1) of the Act.

[Schedule 2, Part E amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Schedule 3 - Shareholders**Part A**

Insert-

- (a) *any provisions relating to information rights of any person in addition to those set out in section 26(3) of the Act.*
[Schedule 3, Part A(a) inserted by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (b) *any provisions limiting or restricting the right of shareholders to act without meeting formal requirements, as contemplated in section 57(2) or (4) of the Act.*
[Schedule 3, Part A(b) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (c) *any provisions limiting or restricting or setting conditions for the pre-emptive right of the Company's shareholders to be offered and to subscribe for additional shares, as set out in section 39.*
[Schedule 3, Part A(c) added by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part B

Insert any provisions relating to the powers of shareholders to appoint proxies, the appointment of proxies, and the powers of any such proxy, as contemplated in section 58 of the Act.

Part C

Insert any provisions respecting the fixing of a record date, as contemplated in section 59 of the Act.

Schedule 4 - Shareholders Meetings**Part A**

Insert any provisions imposing a requirement to hold a shareholders meeting.

Part B

Insert any provision limiting or restricting the authority of the Board to determine the location of shareholders meetings, or the authority of the Company to meet outside the Republic.

Part C

Insert any provision prohibiting, limiting or restricting the authority of the Board with respect to the use of electronic communication for shareholders meetings, as contemplated in section 63 of the Act.

[Schedule 4, Part C amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part D

Insert any provision respecting the quorum requirements for shareholders meetings, or varying the provisions of section 64 of the Act.

Part E

Insert any provision varying section 64(13) of the Act with respect to the maximum period for adjournment of a shareholders meeting.

Part F

Insert-

- (a) *any provision establishing different requirements for adoption of an ordinary resolution for different matters;*
- (b) *any provision establishing different requirements for adoption of a special resolution for different matters; or*
- (c) *any provision imposing the requirement of a special resolution to approve any matter, as contemplated in section 65(11) of the Act.*

Part G

Insert any provisions requiring a special resolution to be adopted for any matter in addition to the matters set out in section 65(11) or elsewhere in the Act.

[Schedule 4, Part G added by GN R619 of 20 August 2013 (wef 1 May 2011).]

Schedule 5 - Directors of the Company**Part A**

Insert any provisions establishing the rights of any person to appoint a director, or establishing the right of any person to be an ex officio director of the Company, or providing for the appointment or election of alternate directors.

[Schedule 5, Part A amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part B

Insert any provision imposing additional eligibility or qualification requirements for directors and prescribed officers of the Company.

Part C

Insert-

- (a) *any provision establishing an alternative manner of electing directors, as contemplated in section 68 of the Act.*
- (b) *any provisions establishing an alternative manner of determining the term to be served by any director.*

[Schedule 5, Part C(b) added by GN R619 of 20 August 2013 (wef 1 May 2011).]

[Schedule 5, Part C amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part D

Insert any provision limiting or restricting the authority of the Board to temporarily fill a vacancy on the Board, as contemplated in section 68(3) of the Act.

Part E

Insert any provision limiting or restricting the authority of the Board to manage and direct the business and affairs of the Company, as contemplated in section 66 (1) of the Act.

Part F

Insert any provision limiting or restricting the authority of a lone director to act without regard for formalities, as contemplated in section 57(3) of the Act.

Part G

Insert any provision limiting or restricting the authority of the Board to consider a matter other than at a meeting, as contemplated in section 74 of the Act.

Part H

Insert any provision limiting, restricting or varying the authority of the Board with respect to the conduct of its meetings, as contemplated in section 73 of the Act.

Part I

Insert any provision limiting or restricting the authority of the Company to pay remuneration to its Directors, as contemplated in section 66(8) of the Act, or limiting or restricting the authority of the Board to authorise the Company to provide financial assistance to a director, prescribed officer or any other party contemplated in section 45(2) of the Act.

[Schedule 5, Part I amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part J

Insert any provision limiting, restricting or extending the authority of the Company to advance expenses to a director, indemnify a director, or purchase insurance to protect the Company or a director, as contemplated in section 78 of the Act.

Part K

Insert any provision limiting or restricting the authority of the Board with respect to the establishment of committees, or limiting or restricting the authority of a committee, as contemplated in section 72 of the Act.

[Schedule 5, Part K amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

**Short Standard Form
Non Profit Companies without members
Memorandum of Incorporation**

[Form CoR 15.1C substituted by GN R619 of 20 August 2013 (wef 1 May 2011).]

**Memorandum of Incorporation
of**

(Insert Name of Company) _____
which is referred to in the rest of this Memorandum of Incorporation as 'the Company'.

The Company is a Non Profit company without members, with the following objects:

--

The Company has at least ____ directors and ____ alternate director(s) be appointed in the following manner:

--

Adoption of Memorandum of Incorporation

This Memorandum of Incorporation was adopted by the incorporators of the Company, in accordance with section 13(1), as evidenced by the following signatures made by each of them, or on their behalf (*only required in the case of new company registrations*):

Name and address	Identity or Registration #	Signature	Date

**Form CoR 15.1C
Short Standard Form
Non Profit Companies
without members**

- This form is issued in terms of section 13 of the Companies Act, 2008, and regulation 15 of the Companies Regulations, 2011.
- This form may be used only to incorporate a Non Profit company without members.
- A Non Profit company may be incorporated by three or more persons.
- The Incorporators must complete this form by-
 - (a) filling in the Name of the Company, unless it is to be completed by the Commission in terms of regulation 14(1)(b)(iii);
 - (b) inserting a statement of the objects of the company in the space provided;
 - (c) inserting the number of directors and alternate directors in the spaces provided; and
 - (d) each signing and dating the form on a line of the Table.
- There are 3 pages in this form. If filing by paper, all 3 pages must be filed. Use additional sheets if required to provide information.
- This Form must be filed with Form CoR 14.1, Notice of Incorporation, and required annexures and fees.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address

PO Box 429
Pretoria
0001
Republic of South Africa
Tel: 086 100 2472
www.cipc.co.za

In this Memorandum of Incorporation

- (a) a reference to a section by number refers to the corresponding section of the Companies Act, 2008;
- (b) words that are defined in the Companies Act, 2008, bear the same meaning in this Memorandum as in that Act.

Article 1 - Incorporation and Nature of the Company

1.1 Incorporation

(1) The Company is incorporated as a non-profit company, as defined in the Companies Act, 2008.

(2) The Company is incorporated in accordance with, and governed by-

- (a) the provisions of the Companies Act, 2008 that are applicable to non-profit companies, without any limitation, extension, variation or substitution; and
- (b) the provisions of this Memorandum of Incorporation.

1.2 Objects and Powers of the Company

(1) The Objects of the Company are as set out on the cover sheet and, except to the extent necessarily implied by the stated objects, the purposes and powers of the Company are not subject to any restriction, limitation or qualification, as contemplated in section 19(1)(b)(ii).

(2) The Company is not subject to any provision contemplated in section 15(2)(b) or (c).

(3) Upon dissolution of the Company, it[s] net assets must be distributed in the manner determined in accordance with item 1(4)(b) of Schedule 1 of the Companies Act, 2008.

[Article 1.2(3) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

1.3 Memorandum of Incorporation and Company rules

(1) This Memorandum of Incorporation of the Company may be altered or amended only in the manner set out in section 16, 17 or 152(6)(b).

(2) The authority of the Company's Board of Directors to make rules for the Company, as contemplated in section 15(3) to (5), is not limited or restricted in any manner by this Memorandum of Incorporation.

(3) The Board must publish any rules made in terms of section 15(3) to (5) by delivering a copy of those rules to each director by ordinary mail.

(4) The Company must publish a notice of any alteration of the Memorandum of Incorporation or the Rules, made in terms of section 17(1), by delivering a copy of the notice to each director by ordinary mail.

[Article 1.3(4) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

1.4 Optional provisions of Companies Act, 2008 do not apply

The Company does not elect, in terms of section 34(2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.

1.5 Company not to have members

As contemplated in item 4(1) of Schedule 1 of the Act, the Company has no members.

[Article 1.5 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Article 2 - Directors and Officers

2.1 Composition of the Board of Directors

The Board of Directors of the Company comprises at least the number of directors, and alternate directors shown on the cover sheet, each of whom-

- (a) is to be appointed in the manner set out on the cover sheet; and
- (b) serves for an indefinite term until substituted by the person or entity that appointed the director.

[Article 2.1 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

2.2 Authority of the Board of Directors and Committees

(1) This Memorandum of Incorporation does not limit or restrict the authority of the Company's Board of Directors to-

- (a) manage and direct the business and affairs of the Company, as set out in section 66(1);
- (b) consider a matter other than at a meeting, as set out in section 74;
- (c) conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 73(3);
- (d) determine the manner and form of providing notice of its meetings, as set out in section 73(4);
- (e) proceed with a meeting despite a failure or defect in giving notice of the meeting, as set out in section 73(5);
- (f) appoint committees of directors, and to delegate to any such committee any of the authority of the Board as set out in section 72(1), or to include in any such committee persons who are not directors, as set out in section 73(2)(a).

(2) The right of the Company's directors to requisition a meeting of the Board, as set out in section 73(1), may be exercised by at least 25% of the directors, if the board has 12 or more members, or by 2 (two) directors, in any other case, as provided in that section.

[Article 2.2(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The quorum requirement for a directors' meeting to begin, the voting rights at such a meeting, and the requirements for approval of a resolution at such a meeting, are as set out in section 73(5).

(4) This Memorandum of Incorporation does not limit or restrict the authority of any committee appointed by the Company's Board of Directors, as set out in section 72(2).

[Article 2.2(4) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

2.3 Indemnification of Directors

This Memorandum of Incorporation does not limit, restrict or extend the authority of the Company's Board of Directors to-

- (a) advance expenses to a director, or indemnify a director, in respect of the defence of legal proceedings, as set out in section 78(4);

[Article 2.3(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

- (b) indemnify a director in respect of liability, as set out in section 78(5); or
- (c) purchase insurance to protect the Company, or a director, as set out in section 78(7).

[Article 2.3(c) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

2.4 Officers

The Board of Directors may appoint any officers it considers necessary to better achieve the objects of the Company.

**Long Standard Form
Non Profit Companies without members
Memorandum of Incorporation**

[Form CoR 15.1D substituted by GN R619 of 20 August 2013 (wef 1 May 2011).]

**Memorandum of Incorporation
of**

(Insert Name of Company) _____
which is referred to in the rest of this Memorandum of Incorporation as 'the Company'.

The Company is a Non Profit company without members, with the following objects:

--

The Company has at least ____ directors and ____ alternate director(s), to be appointed in the following manner:

--

Adoption of Memorandum of Incorporation

This Memorandum of Incorporation was adopted by the incorporators of the Company, in accordance with section 13(1), as evidenced by the following signatures made by each of them, or on their behalf *(only required in the case of new company registrations)*:

Name of incorporator	Identity or Registration #	Signature	Date

**Form Cor 15.1D
Long Standard Form
Non Profit Companies
without members**

- This form is issued in terms of section 13 of the Companies Act, 2008, and regulation 15 of the Companies Regulations, 2011.
- This form may be used only to incorporate a Non Profit company without members.
- A Non Profit company may be incorporated by three or more persons.
- The Incorporators must complete this form by-
 - (a) filling in the Name of the Company, unless it is to be completed by the Commission in terms of regulation 14(1)(b)(iii);
 - (b) inserting a statement of the objects of the company in the space provided;
 - (c) inserting the number of directors and alternate directors in the spaces provided; and
 - (d) each signing and dating the form on a line of the Table.
- There are 5 pages in this form. If filing by paper, all 5 pages must be filed. Use additional sheets if required to provide information.
- This Form must be filed with Form CoR 14.1, Notice of Incorporation, and required annexures and fees.

Contacting the Commission
The Companies and Intellectual Property Commission of South Africa

Postal Address
PO Box 429
Pretoria
0001
Republic of South Africa
Tel: 086 100 2472
[www.cipc.co.za]

In this Memorandum of Incorporation-

- (a) a reference to a section by number refers to the corresponding section of the Companies Act, 2008;
- (b) words that are defined in the Companies Act, 2008 bear the same meaning in this, Memorandum as in that Act; and
- (c) words appearing to the right of an optional check line are void unless that line contains a mark to indicate that it has been chosen as the applicable option.

The Schedules attached to this Memorandum are part of the Memorandum of Incorporation.

Article 1 - Incorporation and Nature of the Company

1.1 Incorporation

(1) The Company is incorporated as a non-profit company, as defined in the Companies Act, 2008.

(2) The Company is incorporated in accordance with, and governed by-

- (a) the unalterable provisions of the Companies Act, 2008 that are applicable to non-profit companies;
- (b) the alterable provisions of the Companies Act, 2008 that are applicable to non-profit companies, subject to any limitation, extension, variation or substitution set out in this Memorandum; and
- (c) the provisions of this Memorandum of Incorporation.

1.2 Objects and Powers of the Company

(1) The Objects of the Company are as set out on the cover sheet and, except to the extent necessarily implied by the stated objects, the purposes and powers of the Company-

- are not subject to any restriction, limitation or qualification, as contemplated in section 19(1)(b)(ii).
- are subject to any restriction, limitation or qualification, contemplated in section 19(1)(b)(ii), as set out in Part A of Schedule 1.

(2) The Company-

- is not subject to any provision contemplated in section 15(2)(b) or (c).
- is subject to the provision contemplated in section 15(2)(b) or (c) as set out in Part B of Schedule 1.

(3) Upon dissolution of the Company, its net assets must be distributed in the manner determined in accordance with-

- (a) Item 1(4)(b) of Schedule 1 of the Companies Act, 2008; and
[Article 1.2.(3)(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (b) the provisions, if any, set out in Part D of Schedule 1 of this Memorandum.
[Article 1.2(3)(b) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

1.3 Memorandum of Incorporation and Company rules

(1) This Memorandum of Incorporation of the Company-

- may be altered or amended only in the manner set out in section 16, 17 or 152(6)(b).
- may be altered or amended in the manner set out in section 16, 17 or 152(6)(b), subject to the provisions contemplated in section 16(2), and set out in Part C of Schedule 1.

[Article 1.3(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) The authority of the Company's Board of Directors to make rules for the Company, as contemplated in section 15(3) to (5)-

- ___ is not limited or restricted in any manner by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part C of Schedule 1.
[Article 1.3(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The Board must publish any rules made in terms of section 15(3) to (5)-

- ___ by delivering a copy of those rules to each director by ordinary mail.
- ___ in accordance with the requirements set out in Part C of Schedule 1.
[Article 1.3(3) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(4) The Company must publish a notice of any alteration of the Memorandum of Incorporation or the Rules, made in terms of section 17(1)-

- ___ by delivering a copy of those rules to each director by ordinary mail.
- ___ in accordance with the requirements set out in Part C of Schedule 1.
[Article 1.3(4) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

1.4 Optional provisions of Companies Act, 2008 do not apply

The Company-

- ___ does not elect, in terms of section 34(2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.
- ___ elects, in terms of section 34(2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.

1.5 Company not to have members

As contemplated in item 4(1) of Schedule 1 of the Act, the Company has no members.

[Article 1.5 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Article 2 - Directors and Officers

2.1 Composition of the Board of Directors

(1) The Board of Directors of the Company comprises the number of directors, and alternate directors shown on the cover sheet, each of whom-

- (a) is to be appointed in the manner set out on the cover sheet; and
- (b) serves for-
 - ___ an indefinite term, until substituted by the person or entity that appointed the director.
 - ___ a term of ___ years.
 - ___ a term determined in the manner set out on the cover sheet.
[Article 2.1(1)(b) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) In addition to the appointed directors-

- ___ there are no *ex officio* directors of the company, as contemplated in section 66(4).
- ___ there are ___ *ex officio* directors of the company, as contemplated in section 66(4), to be designated in the manner specified in Part A of Schedule 2.

(3) In addition to satisfying the qualification and eligibility requirements set out in section 69, to become or remain a director of the Company, a person-

- ___ need not satisfy any further eligibility requirements or qualifications.
- ___ must satisfy the additional eligibility requirements and qualifications set out in Part B of Schedule 2.

2.2 Authority of the Board of Directors

The authority of the Company's Board of Directors to manage and direct the business and affairs of the Company, as set out in section 66(1)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part C of Schedule 2.

2.2 [sic] Board of Directors' meetings

(1) The authority of the Company's Board of Directors consider a matter other than at a meeting, as set out in section 74-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part D of Schedule 2.

(2) The right of the Company's Directors to requisition a meeting of the Board, as set out in section 73(1), may be exercised by-

- ___ at least 25% of the directors, if the board has 12 or more members, or by 2 (two) directors, in any other case, as provided in that section.
- ___ at least ___% of the directors, or by at least ___ directors, despite the provisions of that section.

[Article 2.2(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The authority of the Company's Board of Directors to conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 73(3)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part E of Schedule 2.

(4) The authority of the Company's Board of Directors to determine the manner and form of providing notice of its meetings, as set out in section 73(4)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part E of Schedule 2.

(5) The authority of the Company's Board of Directors to proceed with a meeting despite a failure or defect in giving notice of the meeting, as set out in section 73(5)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part E of Schedule 2.

(6) The quorum requirement for a directors' meeting to begin, the voting rights at such a meeting, and the requirements for approval of a resolution at such a meeting, are-

- ___ as set out in section 73(5).
- ___ as set out in section 73(5), subject to the variations set out in Part E of Schedule 2.

[Article 2.2(6) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

2.3 Indemnification of Directors

(1) The authority of the Company's Board of Directors to advance expenses to a director, or indemnify a director, in respect of the defence of legal proceedings, as set out in section 78(3)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part F of Schedule 2.

(2) The authority of the Company's Board of Directors to indemnify a director in respect of liability, as set out in section 78(5)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part F of Schedule 2.

(3) The authority of the Company's Board of Directors to purchase insurance to protect the Company, or a director, as set out in section 78(6)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part F of Schedule 2.

2.4 Officers and Committees

(1) The Board of Directors may appoint any officers it considers necessary to better achieve the objects of the Company.

(2) The authority of the Company's Board of Directors to appoint committees of directors, and to delegate to any such committee any of the authority of the Board as set out in section 72(1), or to include in any such committee persons who are not directors, as set out in section 72(2)(a)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part G of Schedule 2.

[Article 2.4(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The authority of a committee appointed by the Company's Board, as set out in section 72(2)(b) and (c)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part G of Schedule 2.

Article 3 - General Provisions

Insert any further provisions desired in this or additional Articles.

Schedule 1 - Incorporation and nature of the Company

Part A

Insert any provisions limiting the purposes or powers of the Company, as contemplated in section 19(1)(b) of the Act.

Part B

Insert any 'Ring fencing' provisions as contemplated in section 15(2) of the Act.

Part C

Insert-

- (a) *any provisions relating to the amendment of the Memorandum of Incorporation, as contemplated in section 16(2) of the Act;*
[Schedule 1, Part C(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (b) *any provisions relating to the Board's authority to make rules for the Company, as contemplated in section 15(3) to (5) of the Act; and*
- (c) *any provisions relating to the publication of the notice of alteration as contemplated in section 17(1) of the Act*
[Schedule 1, Part C(c) added by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part D

Insert provisions establishing, or providing for the establishment of, a scheme of distribution of the net assets of the Company upon its dissolution, as required by item 1(4) of Schedule 2 of the Companies Act, 2008.

Schedule 2 - Directors of the Company**Part A**

Insert any provisions establishing the right of any person to be an ex officio director of the Company.

[Schedule 2, Part A amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part B

Insert any provision imposing additional eligibility or qualification requirements for directors and prescribed officers of the Company.

Part C

Insert any provision limiting or restricting the authority of the Board to manage and direct the business and affairs of the Company, as contemplated in section 66(1) of the Act.

Part D

Insert any provision limiting or restricting the authority of the Board to consider a matter other than at a meeting, as contemplated in section 74 of the Act.

Part E

Insert any provision limiting, restricting or varying the authority of the Board with respect to the conduct of its meetings, as contemplated in section 73 of the Act.

Part F

Insert any provision limiting, restricting or extending the authority of the Company to advance expenses to a director, indemnify a director, or purchase insurance to protect the Company or a director, as contemplated in section 78 of the Act.

Part G

Insert any provision limiting, restricting or varying the authority of the Board with respect to the establishment of committees, or limiting or restricting the authority of a committee, as contemplated in section 72 of the Act.

[Schedule 2, Part G amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

**Long Standard Form
Non Profit Companies with members
Memorandum of Incorporation**

[Form CoR 15.1E substituted by GN R619 of 20 August 2013 (wef 1 May 2011).]

**Memorandum of Incorporation
of**

**Form CoR 15.1E
Long Standard Form Non
Profit Companies with
members**

- This form is issued in terms of section 13 of the Companies Act, 2008, and regulation 15 of the Companies Regulations, 2011.
- This form may be used only to incorporate a Non Profit company with members.
- A Non Profit company may be incorporated by three or more persons.
- The Incorporators must complete this form by-
 - (a) filling in the Name of the Company, unless it is to be completed by the Commission in terms of regulation 14(1)(b)(iii);
 - (b) inserting a statement of the objects of the company in the space provided;
 - (c) inserting the number of directors and alternate directors in the spaces provided; and
 - (d) each signing and dating the form on a line of the Table.
- There are 9 pages in this form. If filing by paper, all 9 pages must be filed. Use additional sheets if required to provide information.
- This Form must be filed with Form CoR 14.1, Notice of Incorporation, and required annexures and fees.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address

PO Box 429
Pretoria
0001
Republic of South Africa
Tel: 086 100 2472
www.cipc.co.za

(Insert Name of Company) _____

which is referred to in the rest of this Memorandum of Incorporation as 'the Company'.

The Company is a Non Profit company with members, with the following objects:

Adoption of Memorandum of Incorporation

This Memorandum of Incorporation was adopted by the incorporators of the Company, in accordance with section 13(1), as evidenced by the following signatures made by each of them, or on their behalf (*only required in the case of new company registrations*):

Name of incorporator	Identity or Registration #	Signature	Date

In this Memorandum of Incorporation-

- (a) a reference to a section by number refers to the corresponding section of the Companies Act, 2008;
- (b) words that are defined in the Companies Act, 2008 bear the same meaning in this Memorandum as in that Act; and
- (c) words appearing to the right of an optional check line are void unless that line contains a mark to indicate that it has been chosen as the applicable option.

The Schedules attached to this Memorandum are part of the Memorandum of Incorporation.

Article 1 - Incorporation and Nature of the Company

1.1 Incorporation

(1) The Company is incorporated as a non-profit company, as defined in the Companies Act, 2008.

(2) The Company is incorporated in accordance with, and governed by-

- (a) the unalterable provisions of the Companies Act, 2008 that are applicable to non-profit companies;
- (b) the alterable provisions of the Companies Act, 2008 that are applicable to non-profit companies, subject to any limitation, extension, variation or substitution set out in this Memorandum; and
- (c) the provisions of this Memorandum of Incorporation.

1.2 Objects and Powers of the Company

(1) The Objects of the Company are as set out on the cover sheet and, except to the extent necessarily implied by the stated objects, the purposes and powers of the Company-

- are not subject to any restriction, limitation or qualification, as contemplated in section 19(1)(b)(ii).
- are subject to any restriction, limitation or qualification, contemplated in section 19(1)(b)(ii), as set out in Part A of Schedule 1.

(2) The Company-

- is not subject to any provision contemplated in section 15(2)(b) or (c).
- is subject to the provision contemplated in section 15(2)(b) or (c), as set out in Part B of Schedule 1.

(3) Upon dissolution of the Company, its net assets must be distributed in the manner determined in accordance with-

- (a) Item 1(4)(b) of Schedule 1 of the Companies Act, 2008; and
[Article 1.2(3)(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (b) the provisions, if any, set out in Part C of Schedule 1 of this Memorandum.

1.3 Memorandum of Incorporation and Company rules

(1) This Memorandum of Incorporation of the Company-

- may be altered or amended only in the manner set out in section 16, 17 or 152(6)(b).
- may be altered or amended in the manner set out in section 16, 17 or 152(6)(b), subject to the provisions contemplated in section 16(2) and set out in Part D of Schedule 1.
[Article 1.3(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) The authority of the Company's Board of Directors to make rules for the Company, as contemplated in section 15(3) to (5)-

- ___ is not limited or restricted in any manner by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part D of Schedule 1.

(3) The Board must publish any rules made in terms of section 15(3) to (5)-

- ___ by delivering a copy of those rules to each director and member by ordinary mail.
- ___ in accordance with the requirements set out in Part D of Schedule 1.
[Article 1.3(3) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(4) The Company must publish a notice of any alteration of the Memorandum of Incorporation or the Rules, made in terms of section 17(1)-

- ___ by delivering a copy of those rules to each director and member by ordinary mail.
- ___ in accordance with the requirements set out in Part D of Schedule 1.
[Article 1.3(4) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

1.4 Optional provisions of Companies Act, 2008 do not apply

The Company-

- ___ does not elect, in terms of section 34(2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.
- ___ elects, in terms of section 34(2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.

1.5 Members of the Company

(1) As contemplated in item 4(1) of Schedule 1 of the Act, the Company has members, who-

- ___ are all in a single class, being voting members, each of whom has an equal vote in any matter to be decided by the members of the Company.
- ___ are in either of two classes, being voting and non-voting members, respectively.

(2) The terms and conditions of membership in the company are as set out in Part E of Schedule 1 to this Memorandum.

Article 2 - Rights of Members

2.1 Members' authority to act

If, at any time, every member of the Company is also a director of the Company, as contemplated in section 57(4), the authority of the members to act without notice or compliance with any other internal formalities, as set out in that section-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part A of Schedule 2.

2.2 Members' right to Information

In addition to the rights to access information set out in section 26(1), a member of the Company has the further rights to information, if any, set out in Part B of Schedule 2 of this Memorandum of Incorporation.

2.3 Representation by concurrent proxies

The right of a member of the Company to appoint persons concurrently as proxies, as set out in section 58(3)(a)-

- is not limited, restricted or varied by this Memorandum of Incorporation.
- is limited, restricted or varied to the extent set out in Part C of Schedule 2.

2.4 Authority of proxy to delegate

The authority of a member's proxy to delegate the proxy's powers to another person, as set out in section 58(3)(b)-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part C of Schedule 2.

2.5 Requirement to deliver proxy instrument to the Company

The requirement that a member must deliver to the Company a copy of the instrument appointing a proxy before that proxy may exercise the member's rights at a members' meeting, as set out in section 58(3)(c)-

- is not varied by this Memorandum of Incorporation.
- is varied to the extent set out in Part C of Schedule 2.

2.6 Deliberative authority of proxy

The authority of a member's proxy to decide without direction from the member whether to exercise, or abstain from exercising any voting right of the member, as set out in section 58(7)-

- is not limited or restricted by this Memorandum of Incorporation.
- is limited or restricted to the extent set out in Part C of Schedule 2.

2.7 Record date for exercise of member rights

If, at any time, the Company's Board of Directors fails to determine a record date, as contemplated in section 59, the record date for the relevant matter is-

- as determined in accordance with section 59(3).
- as determined in the manner set out in Part D of Schedule 2.

Article 3 - Members' Meetings

3.1 Requirement to hold meetings

The Company-

- is not required to hold any members' meetings other than those specifically required by the Companies Act, 2008.
- is required to hold members' meetings, in addition to those specifically required by the Companies Act, 2008, as set out in Part A of Schedule 3.

3.2 Members' right to requisition a meeting

The right of members to requisition a meeting, as set out in section 61(3), may be exercised-

- by at least 10% of the voting members, as provided for in that section.
- by at least ___% of the voting members. (In the case of a percentage lower than 10).

[Article 3.2 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

3.3 Location of members' meetings

The authority of the Company's Board of Directors to determine the location of any members' meeting, and the authority of the Company to hold any such meeting in the Republic or in any foreign country, as set out in section 61(9)-

- is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part B of Schedule 3.

3.4 Notice of members' meetings

The minimum number of days for the Company to deliver a notice of a members' meeting to the members, as required by section 62-

___ is as provided for in section 62(1).

___ is ___ business days before the meeting is to begin.

3.5 Electronic participation in members' meetings

The authority of the Company to conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 63-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is prohibited, limited or restricted to the extent set out in Part C of Schedule 3.

[Article 3.5 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

3.6 Quorum for members' meetings

(1) The quorum requirement for a members' meeting to begin, or for a matter to be considered are-

___ as set out in section 64(1) without variation.

___ as set out in section 64(1) subject to a minimum of ___ % in substitution for the 25% required by that section.

[Article 3.6(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) The time periods allowed in section 64(4) and (5)-

___ apply to the Company without variation.

___ apply to the Company, subject to the variations set out in Part D of Schedule 3.

(3) The authority of a meeting to continue to consider a matter, as set out in section 64(9)-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited or restricted to the extent set out in Part D of Schedule 3.

3.7 Adjournment of members' meetings

The maximum period allowable for an adjournment of a members' meeting is-

___ as set out in section 64(12), without variation.

___ as set out in section 64(12), subject to the variations set out in Part E of Schedule 3.

[Article 3.7 amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

3.8 Members' resolutions

(1) For an ordinary resolution to be adopted at a members' meeting, it must be supported by-

___ more than 50% of the members who voted on the resolution, as provided in section 65(7).

___ at least ___% of the members who voted on the resolution, despite section 65(7).

___ at least the minimum percentage of members voting on the resolution, as set out in Part F of Schedule 3.

[Article 3.8(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) For a special resolution to be adopted at a members' meeting, it must be supported by at least-

- ___ 75% of the members who voted on the resolution, as provided in section 65(7).
- ___ ___% of the members who voted on the resolution, despite section 65(7).
- ___ the minimum percentage of the members who voted on the resolution, as set out in Part F of Schedule 3.

(3) A special resolution adopted at a members' meeting is-

- ___ not required for a matter to be determined by the Company, except those matters set out in section 65(11).
- ___ required, in addition to the matters set out in section 65(11), for the matters set out in Part F of Schedule 3.

Article 4 - Directors and Officers

4.1 Composition of the Board of Directors

(1) The Board of Directors of the Company comprises of at least ___ directors, and ___ alternate directors each of whom-

- (a) is to be elected in the manner set out in Part A of Schedule 4; and
[Article 4.1(1)(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]
- (b) serves for a term of ___ years.
[Article 4.1(1) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(2) In addition to the elected directors-

- ___ there are no appointed or *ex officio* directors of the company, as contemplated in section 66(4).
- ___ there are ___ appointed, and ___ *ex officio*, directors of the company, as contemplated in section 66(4), to be designated in the manner specified in Part B of Schedule 4.
[Article 4.1(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) In addition to satisfying the qualification and eligibility requirements set out in section 69, to become or remain a director of the Company, a person-

- ___ need not satisfy any further eligibility requirements or qualifications.
- ___ must satisfy the additional eligibility requirements and qualifications set out in Part C of Schedule 4.
[Article 4.1(3) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(4) Each appointed director of the Company serves for an indefinite term, until substituted by the person or entity that made the appointment.

[Article 4.1 renumbered by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.2 Authority of the Board of Directors

The authority of the Company's Board of Directors to manage and direct the business and affairs of the Company, as set out in section 66(1)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part D of Schedule 4.
[Article 4.2 renumbered and amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.3 Board of Directors meetings

(1) The authority of the Company's Board of Directors consider a matter other than at a meeting, as set out in section 74-

- ___ is not limited or restricted by this Memorandum of incorporation.
- ___ is limited or restricted to the extent set out in Part E of Schedule 4.

(2) The right of the Company's Directors to requisition a meeting of the Board, as set out in section 73(1), may be exercised by-

- ___ at least 25% of the directors, if the board has 12 or more members, or by 2 (two) directors, in any other case, as provided in that section.
- ___ at least ___% of the directors, or by at least ___ directors, despite the provisions of that section.

[Article 4.3(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The authority of the Company's Board of Directors to conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 73(3)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part F of Schedule 4.

(4) The authority of the Company's Board of Directors to determine the manner and form of providing notice of its meetings, as set out in section 73(4)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part F of Schedule 4.

(5) The authority of the Company's Board of Directors to proceed with a meeting despite a failure or defect in giving notice of the meeting, as set out in section 73(5)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited or restricted to the extent set out in Part F of Schedule 4.

(6) The quorum requirement for a directors' meeting to begin, the voting rights at such a meeting, and the requirements for approval of a resolution at such a meeting, are-

- ___ as set out in section 73(5).
- ___ as set out in section 73(5), subject to the variations set out in Part F of Schedule 4.

[Article 4.3 renumbered by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.4 Indemnification of Directors

(1) The authority of the Company's Board of Directors to advance expenses to a director, or indemnify a director, in respect of the defence of legal proceedings, as set out in section 78(3)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part G of Schedule 4.

(2) The authority of the Company's Board of Directors to indemnify a director in respect of liability, as set out in section 78(5)-

- ___ is not limited or restricted by this Memorandum of Incorporation.
- ___ is limited, restricted or extended to the extent set out in Part G of Schedule 4.

(3) The authority of the Company's Board of Directors to purchase insurance to protect the Company, or a director, as set out in section 78(6)-

- ___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited, restricted or extended to the extent set out in Part G of Schedule 4.

[Article 4.4 renumbered by GN R619 of 20 August 2013 (wef 1 May 2011).]

4.5 Officers and Committees

(1) The Board of Directors may appoint any officers it considers necessary to better achieve the objects of the Company.

(2) The authority of the Company's Board of Directors to appoint committees of directors, and to delegate to any such committee any of the authority of the Board as set out in section 72(1), or to include in any such committee persons who are not directors, as set out in section 72(2)(a)-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited, restricted or extended to the extent set out in Part H of Schedule 4.

[Article 4.5(2) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(3) The authority of a committee appointed by the Company's Board, as set out in section 72(2)(b) and (c)-

___ is not limited or restricted by this Memorandum of Incorporation.

___ is limited, restricted or extended to the extent set out in Part H of Schedule 4.

[Article 4.5 renumbered by GN R619 of 20 August 2013 (wef 1 May 2011).]

Article 5 - General Provisions

Insert any further provisions desired in this or additional Articles.

[Article 5 renumbered by GN R619 of 20 August 2013 (wef 1 May 2011).]

Schedule 1 - Incorporation and nature of the Company

Part A

Insert any provisions limiting the purposes or powers of the Company, as contemplated in section 19(1)(b) of the Act.

Part B

Insert any 'Ring fencing' provisions as contemplated in section 15(2) of the Act.

Part C

Insert provisions establishing, or providing for the establishment of, a scheme of distribution of the net assets of the Company upon its dissolution, as required by item 1(4) of Schedule 2 of the Companies Act, 2008.

Part D

Insert-

(a) *any provisions relating to the amendment of the Memorandum of Incorporation, as contemplated in section 16(2) of the Act;*

[Schedule 1, Part D(a) amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

(b) *any provisions relating to the Board's authority to make rules for the Company, as contemplated in section 15(3) to (5) of the Act; and*

(c) *any provisions relating to the publication of the notice of alteration as contemplated in section 17(1) of the Act.*

[Schedule 1, Part D(c) added by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part E

Insert provisions setting out the terms and conditions of membership

Schedule 2 - Rights of Members

Part A

Insert any provisions limiting or restricting the right of members to act without meeting formal requirements, as contemplated in section 57(4) of the Act.

Part B

Insert any provisions creating addition[al] information rights of members, as contemplated in section 26.

Part C

Insert any provisions relating to the powers of members to appoint proxies, the appointment of proxies, and the powers of any such proxy, as contemplated in section 58 of the Act.

Part D

Insert any provisions respecting the fixing of a record date, as contemplated in section 59 of the Act.

Schedule 3 - Members' Meetings

Part A

Insert any provisions imposing a requirement to hold a members' meeting.

Part B

Insert any provision limiting or restricting the authority of the Board to determine the location of members' meetings, or the authority of the Company to meet outside the Republic.

Part C

Insert any provision prohibiting, limiting or restricting the authority of the Board with respect to the use of electronic communication for members' meetings, as contemplated in section 63 of the Act.

[Schedule 3, Part C amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part D

Insert any provision respecting the quorum requirements for members' meetings, or varying the provisions of section 64 of the Act.

Part E

Insert any provision varying section 64(13) of the Act with respect to the maximum period for adjournment of a members' meeting.

Part F

Insert

- (a) *any provision establishing different requirements for adoption of an ordinary resolution for different matters;*
- (b) *any provision establishing different requirements for adoption of a special resolution for different matters; or*
- (c) *any provision imposing the requirement of a special resolution to approve any matter, as contemplated in section 65(11) of the Act.*

Schedule 4 - Directors of the Company

Part A

Insert provisions setting out the process for the election of Directors by the voting members.

Part B

Insert any provisions establishing the rights of any person to appoint a director, or establishing the right of any person to be an ex officio director of the Company or providing for the appointment or election of alternate directors.

[Schedule 4, Part B amended by GN R619 of 20 August 2013 (wef 1 May 2011).]

Part C

Insert any provision imposing additional eligibility or qualification requirements for directors and prescribed officers of the Company.

Part D

Insert any provision limiting or restricting the authority of the Board to manage and direct the business and affairs of the Company, as contemplated in section 66(1) of the Act.

Part E

Insert any provision limiting or restricting the authority of the Board to consider a matter other than at a meeting, as contemplated in section 74 of the Act.

Part F

Insert any provision limiting, restricting or varying the authority of the Board with respect to the conduct of its meetings, as contemplated in section 73 of the Act.

Part G

Insert any provision limiting, restricting or extending the authority of the Company to advance expenses to a director, indemnify a director, or purchase insurance to protect the Company or a director, as contemplated in section 78 of the Act.

Part H

Insert any provision limiting or restricting the authority of the Board with respect to the establishment of committees, as contemplated in section 72 of the Act.

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 15.2**About this Notice**

- This notice is issued in terms of Section 16 of the Companies Act, 2008, and Regulation 15 (2) and (3) of the Companies Regulations, 2011.
- A Notice of Amendment must be filed within 10 business days after the amendment has been effected.
- If the amendment has changed the name of the company, the provisions of the Act and regulations applicable to company names apply.
- If the amendment has substituted a new Memorandum of Incorporation in place of the previous one, a copy of the new memorandum must be appended to this Notice.
- The fee for filing this Notice is R250. See item 3 of Table CR 28. A transitional amendment of a pre-existing company, filed in terms of Schedule 5, item 4 (2) is exempt from the fee.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Notice of Amendment of Memorandum of Incorporation

Date: _____

Concerning:*(Name and Registration Number of Company)*

Name: _____

Registration number: _____

The Memorandum of Incorporation of the above named company has been amended in accordance with section 16 of the Companies Act, 2008. In terms of section 16 (9), this amendment is to take effect on—

- The date that this Notice is filed in the Companies Registry.
- The date of the amended registration certificate to be issued by the Commission.
- _____
(Later Date OS shown on Notice of Incorporation)

In support of this Notice, the company has attached a copy of the court order, board resolution or special resolution authorizing the amendment and—

- A copy of the amendment to the Memorandum; or
- A copy of the Memorandum of Incorporation, as amended

As a result of this amendment, the Memorandum of Incorporation:

- Has no provisions of the type contemplated in section 15 (2) (b) or (c).
- Has provisions of the type contemplated in section 15 (2) (b) or (c), as listed in Annexure A.

(Personal liability Companies only)

As a result of this amendment, the company—

- Will remain a personal liability company;
- Will no longer be a personal liability company, and has complied with the requirements of section 16 (10) by giving advance notice of this filing on _____

Name and Title of person signing on behalf of the Company: _____**Authorised Signature:** _____

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION

REPUBLIC OF SOUTH AFRICA

**Form CoR 15.2
Annexure A**

About this Notice

- This notice is issued in terms of Section 16 of the Companies Act, 2008 and Regulation 15 (2) and (3) of the Companies Regulations, 2011.
- This Annexure must be filed with a Notice of Amendment only if the amendment has changed the ring fencing status of the Memorandum of incorporation.

**Notice of Amendment of Memorandum of Incorporation
Notice of Ring Fencing Provisions**

Date: _____

Concerning:
(Name and Registration Number of Company)

Name: _____
Registration number: _____

As a result of amendments made to The Memorandum of Incorporation of the above named company, the Memorandum of Incorporation:

- No longer has the provisions of the type contemplated in section 15 (2) (b) or (c), as previously reported.

(Show the Article number of each Ring Fencing provision that has been deleted)

- Has the following provisions of the type contemplated in section 15 (2) (b) or (c):

(For each new Ring Fencing provision, show the Article, its purpose, and the Article of the Memorandum that it protects)

Article	Purpose	Article Protected
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 15.3**About this Notice**

- This notice is issued in terms of Section 17 of the Companies Act, 2008 and Regulation 15 (2) and (3) of the Companies Regulations, 2011.
- A Notice of Alteration must be filed within 10 business days after the alteration was published.
- The fee for filing this Notice is R250.
- A director or Shareholder of a the company may apply to the Companies Tribunal in Form CTR 142, for an order setting aside the alteration of the Memorandum of incorporation, only on the grounds that the alteration exceeds the authority set out in section 17 (1).

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
Tel: 0861 843 384

www.cipc.co.za

Notice of Alteration of Memorandum of Incorporation

Date: _____

Concerning:

(Name and Registration Number of Company)

Name: _____

Registration number: _____

The Memorandum of Incorporation of the above named company has been altered in accordance with section 17 (1) of the Companies Act, 2008, in the following particulars:

(List article that has been altered. and the nature of the alteration. Use an addition sheet if required.)

Article	Nature of alteration
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

The company published a Notice of this Alteration on _____.

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 15.4**About this Notice**

- This notice is issued in terms of Section 17 of the Companies Act, 2008 and Regulation 15 (6) of the Companies Regulations, 2011.
- A Notice of Translation must be supported by a sworn statement of the translator, and must be filed with a copy of the translated Memorandum of Incorporation.
- The fee for filing this Notice is R250.

Notice of Translation of Memorandum of Incorporation**Date:** _____**Customer code:** _____

The Memorandum of Incorporation of the company named hereunder,

Name: _____

Registration number: _____

has been translated in accordance with section 17 (l) of the Companies Act, 2008, in the following particulars:

(List each official language into which the Memorandum of Incorporation has been translated.)

- | | |
|----|-------|
| 1) | _____ |
| 2) | _____ |
| 3) | _____ |
| 4) | _____ |
| 5) | _____ |

In support of this Notice, the company has attached a copy of the translated Memorandum of Incorporation, and a sworn statement of the translator, as required by section 17 (4).

Contacting the Commission

The Companies and intellectual
Property Commission of South
Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Company:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 15.5**About this Notice**

- This notice is issued in terms of Section 17 of the Companies Act, 2008 and Regulation 15 (7) of the Companies Regulations, 2011.
- A Notice of Consolidation must be supported by a sworn statement or other statement as required by section 17 (6), and must be filed with a copy of the consolidated version of the Memorandum of incorporation.
- The fee for filing this Notice is R 250.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Notice of Consolidation of Memorandum of Incorporation**Date:** _____**Customer code:** _____
(Name and Registration Number of Company)

The Memorandum of Incorporation of the below named company

Name: _____

Registration number: _____

has been consolidated in accordance with section 17 (5) of the Companies Act, 2008.

In support of this Notice, the company has attached a copy of the consolidated Memorandum of Incorporation, and a sworn statement by a director, or a statement by an attorney or notary public that the consolidation is a true, accurate and complete representation of the Memorandum of Incorporation as previously adopted, amended or altered from time to time, as required by section 17 (6).

Name and Title of person signing on behalf of the Company:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 15.6**About this Notice**

- This notice is issued in terms of Section 17 of the Companies Act 2008 and Regulation 15 (8) of the Companies Regulations, 2011.

Notice of Consolidation of Memorandum of Incorporation**Date:** _____**Customer code:***(Name and Registration Number of Company)*

The Memorandum of Incorporation of the below named company

Name: _____
Registration number: _____

has been amended or altered from time to time since being adopted.

In terms of section 17 (5)(b) of the Companies Act, 2008, the Commission requires the company to prepare and file a consolidated version of the Memorandum of Incorporation.

The consolidated version must be filed within 60 business days after the date of this Notice, and must be accompanied by a Notice in Form CoR 15.5, and a sworn statement or other statement required by section 17(6) that the consolidation is a true, accurate and complete representation of the Memorandum of Incorporation as previously adopted, amended or altered from time to time.

Contacting the Commission

The Companies and intellectual
Property Commission of South
Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 16.1**About this Notice**

- This notice is issued in term of Section 15 of the Companies Act, 2008 and Regulation 16 of the Companies Regulations, 2011.
- A Notice of charges to the Rules must be filed within 10 business days after publication of the Rules, or the amendment or repeal of Rules, as the case may be.
- The fee for filing this Notice is R 100.
- Any change in the Rules of a company has interim effect from the date shown on the Notice, until it is put to a vote by the shareholders.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Notice Concerning Company Rules

Date: _____ **Customer code:** _____

Concerning:

(Name and Registration Number of Company)

Name: _____

Registration No: _____

The Board of above named company has adopted, amended or repealed rules of the Company, in accordance with section 15 (3) to (5) of the Companies Act, 2008, and published those rules in accordance with the Act and Regulations on _____. This change is to take effect—

10 business days after the date on which this Notice is filed; or

On _____ *(enter a later date)*

The following new Rules have been published, and are attached to this Notice:
(List any new Rules that have been published Use on additional sheet if required.)

The following old Rules have been amended or repealed, and if amended, the amendments are attached to this Notice:
(List any previously filed Rules that have been amended or repealed Use an additional sheet if required.)

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 16.2**About this Notice**

- This notice is issued in terms of Section 15 of the Companies Act, 2008 and Regulation 16 of the Companies Regulations, 2011.
- This Notice must be filed within 10 business days after a ratification vote is held to approve any change to the Rules of a company.
- The fee for filing this Notice is R100.
- Any change in the Rules of a company has permanent effect only if it has been approved by an ordinary resolution of the company's shareholders.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Notice of Consolidation of Memorandum of Incorporation

Date: _____ Customer code: _____

Concerning:

(Name and Registration Number of Company)

Name: _____

Registration number: _____

The above named company gave Notice of a change to its Rules on _____.

The company conducted a vote of the shareholders on an ordinary resolution to ratify the change referred to above, on _____.

In terms of the Memorandum of incorporation of the company, an ordinary resolution requires at least _____% support to be adopted.

The resolution to ratify the change to the Rules was supported by _____% of the voting interests exercised. Accordingly, the resolution was—

adopted, giving permanent effect to the Rules change noted above.

rejected, resulting in the annulment of the Rule change noted above.

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 17.1**About this Notice**

- This form is issued in terms of Section 13 (5) to (10) of the Companies Act, 2008 and Regulation 17 of the Companies Regulations, 2011.
- All documents referred to in the application must be attached to this Notice when filed.
- The fee for filing this Notice is R400.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
 Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Notice of Consolidation of Memorandum of Incorporation

Date: _____ **Customer code:** _____

Concerning:

(Name and Foreign Registration Number of Foreign Company)

Name: _____ **Registration number:** _____

The above named foreign company, which was incorporated on *(insert date)* _____ under the law of *(insert jurisdiction)* _____, and is currently registered under the law of *(insert jurisdiction)* _____, applies to transfer its registration to the Republic, in terms of section 13 (5) of the Companies Act, 2008, and to be registered as a *(insert type of company)* _____

In support of this application, the company declares that:

1. The law of the jurisdiction in which it is registered permits the company to transfer its registration in this manner, and the company has complied with all of the requirements of that law governing such a transfer.
2. The company's shareholders have approved this application, as evidenced by the attached copy of a shareholders resolution.
3. The whole or greater part of the company's assets and undertaking are in the Republic, other than the assets or undertaking of any foreign subsidiary, as evidenced by the attached copy of the company's latest annual financial statements
4. The majority of the company's shareholders are resident in the Republic.
5. The majority of the company's directors are or will be resident within the Republic, as evidenced by the attached list of directors.
6. The company is not in liquidation or subject to an application therefore, is not engaged in proceedings comparable to business rescue proceedings, is not subject to an approved plan or court order comparable to a business rescue plan, is not subject to a compromise or similar arrangement with any creditor and, immediately following the transfer of registration, the company will satisfy the solvency and liquidity test set out in s. 4 of the Act.
7. The company has no bearer shares that remain issued, and is not permitted to issue any such shares.

In further support of this Notice, the company has attached a copy of its Memorandum of Incorporation to be registered, its Certificate of Incorporation, its current Registration Certificate, if different, and other relevant evidence of the facts declared above.

Name and Title of person signing on behalf of the Company:

Authorised Signature: _____

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

**COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA**

Form CoR 17.2

Notice Requiring Further Particulars

About this Notice

- This notice is issued in terms of Section 13 (5) to (10) of the Companies Act, 2008 and Regulation 17 of the Companies Regulations, 2011.
- The foreign company may apply in Form CTR 142 to the Companies Tribunal to review this Notice.

Date: _____ **Customer Code:** _____

Concerning:

(Name and Foreign Registration Number of Foreign Company)

Name: _____ **Registration No.:** _____

The above named foreign company, which was incorporated on *(insert date)* _____ under the law of *(insert jurisdiction)* _____, and is currently registered under the law of *(insert jurisdiction)* _____, applied to transfer its registration to the Republic, in terms of section 13 (5) of the Companies Act, 2008, and to be registered as a *(insert type of company)* _____.

In order to complete its consideration of the application, the Commission requires the applicant to provide the following additional information. In particular—

(Insert particulars)

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 17.3**About this Certificate**

- This Certificate is issued in terms of Section 13 (5) to (10) of the Companies Act, 2008 and Regulation 17 of the Companies Regulations, 2011.
- If the Commission has issued a Compliance Notice in conjunction with this Certificate—
 - (a) the company may apply to the Companies Tribunal in Form CTR 142, to review the conditions imposed by the Commission; and
 - (b) subject to any order of the Tribunal, the company must file an amendment to its Memorandum of Incorporation within the time specified in that Notice.
- If the Commission has issued a Notice of a Potentially Contested Name in conjunction with the Certificate, the company must serve that notice on each person identified in the Notice, and any such person has the right to challenge the use of the name, by the company.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Registration Certificate

Date: _____

Concerning:

(Name and South African Registration Number of Company)

Name: _____

Registration No.: _____

The registration of the above named company has been transferred to the Republic in terms of section 13 (5) to (10) and 14 of the Companies Act, 2008, with effect from the date of this Certificate.

The Company's name, as shown above, has been altered by the Commission to comply with the requirements of section 14 (3), and other wise appears to be acceptable in terms of the Act.

In conjunction with this Certificate, the Commission:

- Has issued a Notice of a Potentially Contested Name.
- Has issued a Notice of a Potentially Offensive Name.

Name and Title of person signing on behalf of the Commission:

Commission Seal

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

**COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA**

Form CoR 17.4

About this Notice

- This notice is issued in terms of Section 13 (5) to (10) of the Companies Act, 2008 and Regulation 17 (3) of the Companies Regulations, 2011.
- The foreign company may apply in Form CTR 142 to the Companies Tribunal to review this Notice.

Refusal to Transfer Registration of Foreign Company

Date: _____

Concerning:

(Name and Foreign Registration Number of Foreign Company)

Name: _____ Registration No.: _____

The above named foreign company, which was incorporated on *(insert date)* _____ under the law of *(insert jurisdiction)* _____, and is currently registered under the law of *(insert jurisdiction)* _____, applied to transfer its registration to the Republic, in terms of section 13 (5) of the Companies Act, 2008, and to be registered as a *(insert type of company)* _____.

The Commission refuses to accept the transfer of the above mentioned company, on the grounds that the company does not appear to be entitled to transfer its registration to the Republic, in terms of section 13 (6) and (7) of the Companies Act, 2008. In particular—

(Insert particulars)

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 18.1**About this Form**

- This form is issued in terms of Schedule 2 of the Companies Act 2008 and Regulation 18 of the Companies Regulations, 2011.
- All documents referred to in the application must be attached to this form when filed.
- The fee for filing this Notice is equivalent to the fee for filing a Notice of Incorporation. See item 3 of Table CR 2B. However, the fee is waived if the conversion application is filed within 3 years after the effective date.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Application to Convert a Close Corporation

Date: _____ **Customer code:** _____

Concerning:

(Name and Registration Number of Close Corporation)

Name: _____ Registration No.: _____

The above named Close Corporation, which was incorporated in terms of the Close Corporations Act, 1984 on *(insert date)* _____ applies to convert to a company, in terms of Schedule 2 of the Companies Act, 2008, and to be registered as a *(insert type of company)* _____.

In support of this application, the Close Corporation declares that:

1. The corporation's members have consented to this application, as evidenced by the written statements of consents, attached.
2. The members who have consented to this application hold, in aggregate, at least 75% of the members' interest in the Close Corporation, as evidenced by the attached statement of members' interest.
3. The initial Directors of the company will be as set out on the attached list.
4. The Close Corporation is not in liquidation or subject to an application therefore, is not engaged in business rescue proceedings, is not subject to an approved plan or court order comparable to a business rescue plan, is not subject to a compromise or similar arrangement with any creditor and, immediately following the conversion, the company will satisfy the solvency and liquidity test set out in s. 4 of the Act.

In further support of this Notice, the corporation has attached a copy of its Memorandum of Incorporation, and other relevant evidence of the facts declared above.

Name and Title of person signing on behalf of the Corporation:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 18.2**Notice Requiring Further Particulars****About this Notice**

- This notice is issued in terms of Schedule 2 of the Companies Act, 2008 and Regulation 18 of the Companies Regulations, 2011.
- The Close Corporation may apply in Form CTR 142 to the Companies Tribunal to review this Notice.

Date: _____**Concerning:***(Name and Registration Number of Close Corporation)*

Name: _____ Registration No.: _____

The above named Close Corporation, which was incorporated in terms of the Close Corporations Act, 1984 on *(insert date)*_____ applied to convert to a company in terms of Schedule 2 of the Companies Act, 2008, and to be registered as a *(insert type of company)*_____.

In order to complete its consideration of the application, the Companies Commission requires the applicant to provide the following additional information. In particular—

(Insert particulars)

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 18.3**About this Certificate**

- This Certificate is issued in terms of Schedule 2 of the Companies Act 2008 and Regulation 18 of the Companies Regulations, 2011.
- If the Commission has issued a Notice of a Potentially

Contested Name in conjunction with the Certificate, the company must serve that notice on each person identified in the Notice, and any such person has the right to challenge the use of the name, by the company.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Registration Certificate

Date: _____

Concerning:
(Name and Registration Number of Company)

Name: _____

Registration No.: _____

The above named company has been converted from a Close Corporation in terms of Schedule 2 of the Companies Act, 2008, with effect from the date of this Certificate. The Company's name, as shown above, has been altered by the Commission to comply with the requirements of section 14 (3), and otherwise appears to be acceptable in terms of the Act.

In conjunction with this Certificate, the Companies Commission:

- Has not issued another Notice contemplated in section 12 (3).
- Has issued a Notice of a Potentially Contested Name.
- Has issued a Notice of a Potentially Offensive Name.

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

**COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA**

Form CoR 19.1

About this Notice

- This notice is issued in terms of Section 22 (2) of the Companies Act 2008 and Regulation 19 of the Companies Regulations, 2011.
- The company to whom this Notice is addressed—
 - (a) may apply to the Companies Tribunal in Form CTR 142, to review the Notice only on the grounds that it does not dearly set out the reasons for the Commission forming the stated belief; and
 - (b) subject to any order of the Tribunal must provide the required Information to the Commission within 20 business days after the dated this Notice.
- If the company fails within the specified time to respond to this Notice, or to satisfy the Commission that it is not engaging in conduct prohibited by s 22(1) of the Companies Act 2008, or is able to pay its debts as they become due in the ordinary course of business, the Commission may issue a Compliance Notice requiring the company to cease carrying on business.

Contacting the Commission

Companies and intellectual Property Commission of South Africa
 Postal Address: PO Box 429
 Pretoria 0001 RSA
 tel: 0861 843 384
 www.cipc.co.za

Notice to Show Cause Regarding Reckless Trading or trading under insolvent circumstances

Date: _____

Concerning:

(Name and Registration Number of Company)

Name: _____

Registration no.: _____

The Commission has grounds to believe that the above named company may be carrying on its business recklessly, with gross negligence, with intent to defraud a person, or for a fraudulent purpose, or that it is unable to pay its debts as they become due in the ordinary course of business.

(insert particulars of the grounds on which the Commission has formed the belief stated above)

In terms of section 22 (2) of the Companies Act, 2008, and Regulation 19 of the Companies Regulations, 2011, the Commission requires the company named above to show cause why the company should be permitted to carry on business or to trade.

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 19.2

About this Notice

- This notice is issued in terms of Section 22 (2) of the Companies Act, 2003 and Regulation 19 of the Companies Regulations, 2011.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Confirmation Notice

Date: _____

Concerning:

(Name and Registration Number of Company)

Name: _____

Registration No.: _____

On *(insert date of Notice CoR 19.1)* _____, the Companies Commission issued a Notice in Form CoR 19.1 requiring the company named above to show cause why it should be permitted to carry on business or to trade.

The company has satisfied the Commission that it is not engaging in conduct prohibited by Section 22 of the Companies Act, 2008, in respect of the particulars set out in the previous Notice.

The Commission confirms the right of the company to continue to carry on business or to trade.

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 20.1**About this Form**

- This form is issued in terms of Section 23 (1), (2) and (2A) of the Companies Act, 2008 and Regulation 20 of the Companies Regulations, 2011.
- All documents referred to in the notice must be attached; to this Notice when filed.
- The fee for filing this Notice is R400.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Registration of External Company

Date: _____ **Customer Code:** _____

Concerning:

(Name and Foreign Registration Number of External Company)

Name: _____

Registration no.: _____

The above named foreign company, which was incorporated on *(insert date)* _____ under the law of *(insert jurisdiction)* _____, and is currently registered under the law of *(insert jurisdiction)* _____, advises that it is carrying on business within the Republic to the extent that requires its registration as an external company, in terms of section 23 (1), (2) and (2A) of the Companies Act, 2008.

In support of this notice, the external company has attached a certified copy of its Memorandum of Incorporation, its Certificate of Incorporation or comparable document registered in the foreign jurisdiction, its current Registration Certificate, if different, and translated copies of any such document if the original is not in an official language of the Republic.

In further support of this Notice, the external company declares that:

1. Its principal office address outside the Republic is:

2. Its principal office address within the Republic is:

3. The external company's directors are as set out on Annexure A

4. The name and address of the person within the Republic who has consented to accept service of documents on behalf of the external company and has been appointed by the external company to do so, is:

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 20.1
Annexure A

About this Form

- This form is issued in terms of Section 23 (1), (2) and (2A) of the Companies Act, 2008 and Regulation 20 of the Companies Regulations, 2011.
- This document must be filed in conjunction with Form 20.1.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Directors of External Company

Date: _____ **Customer code:** _____

Concerning:

(Name and foreign Registration Number of External Company)

Name: _____ **Registration No.:** _____

The above named foreign company, which has filed a notice for registration as an external company, in terms of section 23 (1), (2) and (2A) of the Companies Act, 2008, advises that its current directors are the following persons:

Full name/former name, if any: _____
Identity number: _____
Nationality: _____
Passport number, if not South African: _____
Date of appointment: _____
Designation in company: _____
Residential address: _____
Business address: _____
Postal address: _____
Occupation: _____
South African resident: _____(yes) _____ (no)

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 20.2**About this Certificate**

- This certificate is issued in terms of Section 23 of the Companies Act, 2008 and Regulation 20 of the Companies Regulations, 2011.
- The external company is required to notify the Commission of any change in its registered office, on form CoR 21 and is required to file an annual return each year within 30 business days after the anniversary of this certificate on form CoR 30.3

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Registration Certificate

Date: _____

Concerning:

(Name and Registration Number of External Company)

Name: _____

Registration No.: _____

The above named foreign company has been registered as an external company in terms of section 23 of the Companies Act, 2008.

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

Commission seal

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 21**About this Form**

- This form is issued in terms of Section 23 (3) of the Companies Act, 2008 and Regulation 21 of the Companies Regulations, 2011.
- The date to be inserted must be at least five business days after the date this form is filled.
- The fee for filing this Notice is R Nil.

Notice of Change of Registered Office

Date: _____ Customer code: _____

Concerning:

(Name and Registration Number of Company or External Company)

Name: _____ Registration No.: _____

The above named company, or external company, advises that it is has or will change its registered office in the Republic on _____ (*Insert Date*) to the following address:

Effective date: _____ being a date at least five business days after filing.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 22**About this Form**

- This form is issued in terms of Section 25 of the Companies Act, 2008 and Regulation 22 of the Companies Regulations, 2011.
- The date to be inserted must not be earlier than the date this form is filed.
- There is no fee for filing this Notice.

Notice of Location of Company Records**Date:** _____ Customer code: _____**Concerning:***(Name and Registration Number of Company)*

Name: _____ Registration No.: _____

The above named company advises that on _____ *(Insert Date)* it has or will change the location of certain of its records, which are not, or will no longer be, kept at its registered office, to the following address:

This notice applies to the following records:

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
Tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 24**About this Form**

- This form is issued in terms of Section 26 of the Companies Act, 2008 and Regulation 24 of the Companies Regulations, 2011.
- Any right of access to company records is subject to section 26 or to the Promotion of Access to Information Act, 2000.
- This form must be completed and submitted to the company before a right of access may be exercised.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Request for Access to Company Information

Date: _____ Customer code: _____
From: _____ (*Insert name of person seeking access*)
To:

(*Name and Registration Number of Company*)

Name: _____ Registration No.: _____

The person named above claims a right of access to the following records of the above named company:

The person named above claims a right of access on the grounds of being -

- a holder of a beneficial interest in securities of the company, or a member of a non profit company, as the case may be, as contemplated in section 26 (1).
- a person other than a person contemplated in section 26 (1).

The person named above may be contacted about this request at:

(*insert contact details*)

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 25**About this Form**

- This form is issued in terms of Section 27(4) of the Companies Act, 2008 and Regulation 25 of the Companies Regulations, 2011.
- The financial year end of a company may not be changed more than once during any particular financial year.
- The date to be inserted as the new financial year end must not be earlier than the date this form is filed, and must not result in a financial year that exceeds 15 months.
- The fee for filing this Notice is R100.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
Tel: 0861 843 384
www.cipc.co.za

Notice of Change of Financial Year End

Date: _____ **Customer code:** _____

Concerning:

(Name and Registration Number of Company)

Name: _____ **Registration No.:** _____

The Board of Directors of the above named company, whose current financial year end is _____, advises that the company will change its financial year end to _____ *(Insert Date)*.

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 30.1**Annual Return****About this Form**

- This form is issued in terms of Section 33 of the Companies Act, 2008 and Regulation 30 of the Companies Regulations, 2011.
- The annual return must be filed within 30 business days after each anniversary of the company's date of incorporation, or date of registration in the Republic in the case of a domesticated company. Late filing of this form will result in an increased fee applying.
- The fee for filing this Notice varies with the annual turnover of the company. Please refer to Item 8 of Table CR 2B for the applicable fee. Changes must be made on the applicable CoR form and the relevant fee paid

Date: _____ Customer code: _____

Concerning:

(Name and Registration Number of Company)

Name: _____ Registration No.: _____

The above named company reports that the following information remains as shown on the Companies Registry, except as noted:

Item	Unchanged	Changed as per attached CoR Form
Registered Office		
Location of records		
Directors		
Company Secretary		
Auditors and Audit Committees		
Financial Year End		

The person designated by the company to be responsible for compliance with Chapter 2, Part C, and Chapter 3 of the Act, is:

(Name and Identity or Registration Number of designated person)

The Company's public interest score in terms of Regulation 26 (2) is calculated as follows:

Average Number of Employees	
Liabilities (in R millions)	
Turnover (in R millions)	
Maximum number of individuals with a beneficial interest in securities of the company, or members in case of a non profit company	
Total Score	

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

form continues on Page 2.

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 30.1**Annual Return
Page 2****About this Form**

- The company must provide financial information in a form contemplated in the options set out to the right.
- A company that is required in terms of the Act or Regulation 28 to have its Annual Financial Statements audited, must file those statements with the Return.
- Any other company may voluntarily file its annual financial statements if they have been audited or independently reviewed.
- A company that does not file or undertake to file audited or reviewed annual financial statements must file an annual financial supplement with this return.

The Annual Financial Statements of the company were -

Independently compiled and reported on; or

Internally compiled;

and the company-

is required by the Act or Regulation 28 to have its Annual Financial Statements audited, and attaches a copy of those statements dated _____.

is not required by the Act or Regulation 28 to have its Annual Financial Statements audited -

and voluntarily attaches a copy of its audited or Independently reviewed Annual Financial Statements, dated _____; or

attaches a Financial Accountability Supplement, in form CoR 30.2

(contact information):

Postal address: _____

Telephone no.: _____

E-mail address: _____

Website: _____

Principal place of business: _____

Principal business: _____

Holding company(if any): _____

(information marked with an asterisk * is compulsory)

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 30.2**Financial Accountability Supplement****About this Form**

- This form is issued in terms of Section 33 of the Companies Act, 2008 and Regulation 30 of the Companies Regulations, 2011.
- The annual return must be filed within 30 business days after each anniversary of the company's date of incorporation, or date of registration in the Republic, in the case of a domesticated company. Late filing of this form will result in an increased fee applying.
- This supplement is required only from companies that have not filed, or undertaken to file, a copy of their audited or independently reviewed annual financial statements.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Date: _____**Concerning:***(Name and Registration Number of Company)*

Name: _____ Registration No.: _____

The person primarily responsible for recording day to day financial transactions and maintaining the company's financial records is:

(Name and identity or Registration Number of designated person)

Name: _____ Identity/Reg.No: _____

The person primarily responsible for compiling financial information and preparing reports or statements is:

(Name and Identity or Registration Number of designated person)

Name: _____ Identity/Reg.No: _____

The person, if any, who provides advice to the company concerning the maintenance of financial records is:

(Name and Identity or Registration Number of designated person)

The name, recognised profession and practice number of person performing Independent review of Annual Financial Statements, if applicable:

(Name and practice number of designated person)

Name: _____

Recognised profession: _____ Practice No.: _____

The company maintains its financial records—

manually, in paper based records; or

electronically, on a computer based system.

The company prepares bank reconciliations, balance sheets and income and expense statements:

Monthly

Quarterly

Semi-annually

Annually

Never

If the company deals in goods, when does it carry out stocktaking: _____

Does the company hold any assets in a fiduciary capacity for persons not related to the

company, as contemplated in Regulation 28 (2)(b)? Yes No**Name and Title of person signing on behalf of the Company:****Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION

REPUBLIC OF SOUTH AFRICA

Form CoR 30.3

About this Form

- This form is issued in terms of Section 33 of the Companies Act, 2008 and Regulation 30 of the Companies Regulations, 2011.
- The annual return must be filed within 30 business days after each anniversary of the company's registration in the Republic as an external company.

Late filing of this form will result in an increased fee applying.
- The fee for filing this Notice varies with the annual turnover in the Republic of the company. Please refer to Item 8 of Table CR 2B for the applicable fee.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Annual Return (External Company)

Date: _____

Concerning:

(Name and South African Registration Number of External Company)

Name: _____ Registration No.: _____

The above named company reports that the following information remains as shown on the Companies Registry, except as noted:

Item	Unchanged	Changed as per attached CoR form
Registered Office		
Directors		
Person who has consented to accept service		
Foreign jurisdiction in which company is primarily registered		

(Contact information)

Postal Address: _____

Telephone No.: _____

Email: _____

Website: _____

Principal business: _____

Principal place of business: _____

(information marked with an asterisk* is compulsory)

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 31**About this Notice**

- This notice is issued in terms of Schedule 5, item 6 of the Companies Act, 2008 and Regulation 31 of the Companies Regulations, 2011.
- This Notice may be filed at any time, but only in respect of classes of authorised shares from which shares have not been issued, or if issued, are no longer outstanding.
- There is no fee for filing this Notice, if it is filed within 2 years after the effective date of the Act.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
Tel: 0861 843 384
www.cipc.co.za

Notice of Board Resolution to Convert Par Value Shares

Date: _____ **Customer code:** _____

Concerning:

(Name and Registration Number of Company)

The Memorandum of Incorporation of the below named company,

Name: _____ Registration No.: _____
--

has been amended in accordance with Schedule 5, Item 6 of the Companies Act, 2008, and Regulation 31 of the Companies Regulations, with effect from the date of the attached Board resolution.

As contemplated in Regulation 31 (3), this amendment serves only to convert the class or classes of par value or nominal value shares, as noted in the resolution, to shares having no nominal or par value.

In support of this Notice, the company—

- (a) has attached a copy of the resolution of the Board, dated _____; and
- (b) declares that it has no issued and outstanding shares of the class or classes referred to in this Notice.

As a result of this amendment, the company:

- Has no further classes of nominal value or par value shares.
- Has further classes of nominal value or par value shares, which will be the subject of a further amendment.

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 35.1**About this Form**

- This form is issued in terms of Section 21 of the Companies Act, 2008, and Regulation 35 of the Companies Regulations, 2011.
- The use of this Form is voluntary. If this form is used, a copy must be filed with the Commission as part of the public record of the company concerned.

Notice of Pre-Incorporation Contract

Date: _____ Customer code: _____

From: _____ *(Insert name of person giving notice)*

To:

(Name and Registration Number of Company)

Name: _____ **Registration No.:** _____

The person named above advises the company of the following contract entered into, or action taken, in the name of, or on behalf of the company, before the company was incorporated, as contemplated in section 21:

(Insert particulars of contract or action)

Contacting the Commission

The Companies and intellectual
Property Commission of South
Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

The person named above may be contacted about this request at:

(insert contact details)

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

**COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA**

Form CoR 36.1

About this Form

- This form is issued in terms of the Companies Act, 2008, and Regulation 36 (1) of the Companies Regulations, 2011.
- The use of this Form is voluntary. If this form is used, it is not necessary to file a copy with the Commission.
- This form is to be used for only one of the alternative purposes at a time Use a separate form for each matter of which notice is being given.
- If you use this form to make a demand in terms of section 165, attach a statement of particulars, setting out the legal action you require the company to take.
- If you use this form to appoint more than one proxy, you must indicate for each proxy, their specific powers to exercise particular voting rights.
- A proxy appointment remains valid for one year, unless you revoke it earlier.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Security Holder Notice to Company and Proxies

Date: _____
From: _____ (Insert name of person giving notice)

To: _____
(Name and Registration Number of Company)
Name: _____ Registration No.: _____

The person named above, being the holder of a beneficial interest in securities of the company, advises the company as follows:

- I intend to vote against the resolution proposed in a notice dated _____ to amend the company's Memorandum of Incorporation, as contemplated in section 37 (8).
- I intend to vote against the resolution proposed in a notice dated _____ to have the company engage in a fundamental transaction, as contemplated in section 115 (8).
- I accept the offer to subscribe additional securities offered in terms of section 39 (2) and the notice dated _____.
- In terms of section 165, I demand that the company commence or continue legal proceedings to protect its interests, as set out in the attached statement.
- In terms of section 58, I appoint the following persons as proxy to act on my behalf as instructed:

(Name, Identity number and address for receiving notice of each person being named as a proxy.)

Name	Identity No.	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Signed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 36.2**About this Form**

- This form is issued in terms of the Companies Act, 2008 and Regulation 36 (2) of the Companies Regulations, 2011.
- The use of this Form is voluntary. If this form is used, it is not necessary to file a copy with the Commission.
- This form is to be used for only one of the alternative purposes at a time. Use a separate form for each matter of which notice is being given.
- A notice respecting a resolution adopted in terms of section 60 must be given within 10 business days after the decision is made.
- A notice advising of rights in terms of section 164 must be given with the notice of the resolution to be voted upon.
- A notice reporting the result of a resolution, in terms of section 164, must be given within 10 business days after the vote was taken.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

General Company Notice to Security Holders**Date:** _____**From:***(Name and Registration Number of Company)*

Name: _____ Registration No.: _____

To: _____ *(Insert name of person receiving)*

The company advises the person named above as follows:

As a holder of the beneficial interest in securities of the company, you have a right, in terms of section 39, until _____, to subscribe additional securities of the same class before they are offered to non shareholders. Please see the attached material for particulars of this offering.

The Board of Directors has adopted the attached resolution to provide financial assistance to a person, as contemplated in section 45 (2).

The company has reason to believe that securities held by you may be held for the benefit of another person. In terms of section 56 (5), the company requires you to confirm or deny that fact, and if true, to disclose the relevant particulars, including the identity of any such person.

In terms of section 60, the company reports the result of a shareholder decision, taken other than at a meeting, as set out in the attached statement.

In terms of section 62 (1), a meeting of the shareholders will be held at _____ o'clock on _____ at _____ to consider the business set out on the attached agenda.

The shareholders of the company are asked to consider a resolution in terms of section 37 (8) or 115 (8). Shareholders who may oppose this resolution have rights to register their dissent in terms of section 164. To exercise those rights, a shareholder must inform the company of their intent before the resolution is put to a vote.

The shareholders of the company have adopted a resolution that you previously stated, in terms of section 37 (8) or 115 (8), that you would oppose. As a dissenting shareholder, you may have further rights in terms of section 164.

Signed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

**COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA**

Form CoR 36.3

About this Form

- This form is issued in terms of section 56 (1) and (11) of the Companies Act, 2008 and Regulation 36 (3) of the Companies Regulations, 2011.
- The use of this Form is voluntary. If this form is used, it is not necessary to file a copy with the Commission.
- If this form is used, its use must comply with any applicable requirements of a central securities depository.

General Company Notice to Holders of Beneficial Interests

Date: _____
From: _____ (insert name of person giving notice)
Concerning:

(Name and Registration Number of Company)
 Name: _____ Registration No.: _____

The person named above, being the holder of securities of the company, advises the holders of the beneficial interests in those securities as follows:

1. A meeting of shareholders of the company will be held at _____ o'clock on _____ at _____, and the agenda for that meeting includes matters on which the voting rights attached to the securities may be exercised.
2. You have the right in terms of section 56 (11) to demand a proxy appointment from the holder of the securities, so that you can attend and participate, and vote, to the extent of your beneficial interest in the securities
3. A demand for a proxy appointment must be sent to:

(Name Identity number and address for receiving notice of each person being named as a proxy.)

Name	Identity No	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Contacting the Commission

The Companies and intellectual Property Commission of South Africa
 Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Signed:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 39**Notice of Change of Directors****About this Form**

- This form is issued in terms of Section 70 (6) of the Companies Act, 2008, and Regulation 39 of the Companies Regulations, 2011.
- This form must be filed within 10 business days after any change of the information or the composition of the Board of Directors.
- The prescribed fee for filing this Notice is Nil.

Date: _____ **Customer code:** _____

Concerning:

(Name and Registration Number of Company)

Name: _____ **Registration No.:** _____

The above named company or external company gives notice of the following change of information on or in the persons serving as directors of the company or external company. In the case of new directors, each person named has consented to assume that office.

Full name/former name, if any: _____

Identity number: _____

Nationality: _____

Passport number, if not South African: _____

Date of appointment: _____

Designation in company: _____

Residential address: _____

Business address: _____

Postal address: _____

Occupation: _____

South African resident: _____(yes) _____(no)

Nature of change: _____

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429

Pretoria 0001

Republic of South Africa

tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 40.1**About this Notice**

- This notice is issued in terms of Section 80 of the Companies Act, 2008 and Regulation 40 (1) of the Companies Regulations, 2011.
- The fee for filing this Notice is R250.

Notice of Resolution to Wind-up Solvent Company

Date: _____ **Customer code:** _____

Concerning:

(Name and Registration Number of Company)

Name: _____
Registration No.: _____

On _____, *(insert date)* the shareholders of the above named company adopted a special resolution to voluntarily wind up the company in terms of section 80 of the Companies Act, 2008.

In terms of section 80 (1), the winding up of the company is to be carried out by—

The company.

The creditors of the company.

If the winding up is to be carried out by the company, in support of this Notice, the company has attached a copy of the consent of the master, as required by section 80 (3)

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429

Pretoria 0001

Republic of South Africa

tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 40.2**About this Notice**

- This notice is issued in terms of Section 82 (5) and (6) of the Companies Act, 2008 and Regulation 40 (7) of the Companies Regulations, 2011.
- The fee for filing this Notice is R 250.

Notice of Foreign Registration of Company

Date: _____ Customer code: _____

Concerning:

(Name and South African Registration Number of Company)

Name: _____
Registration No.: _____

On _____, *(insert date)* the shareholders of the above named company adopted a special resolution to transfer the registration of the company to a foreign jurisdiction, namely _____, as contemplated in section 82 (5) of the Companies Act, 2008.

The company has complied with all the requirements for registration in the foreign jurisdiction, and has been advised that its application for registration in that jurisdiction is acceptable.

The company requests the Commission to remove it from the Companies Register with effect from _____, being the date of registration in the foreign jurisdiction.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 40.3**About this Notice**

- This notice is issued in terms of Section 82 (3) of the Companies Act, 2008 and Regulation 40 (2) of the Companies Regulations, 2011.
- The company to whom this Notice is addressed must respond within 20 business days.
- If the company fails within the specified time to respond to this Notice, or to satisfy the Commission, the Commission may issue a Compliance Notice requiring the company to file its overdue annual returns, or may issue a Notice of Pending Deregistration of the company.
- This form is applicable to external companies also.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Demand Notice concerning Inactive Company**Date:** _____**Concerning:***(Name and Registration Number of Company)*

Name: _____ Registration No.: _____

The Commission believes that the abovenamed company or external company may be inactive because it has failed to file an annual return in either of the past two years, contrary to section 33 of the Companies Act, 2008.

The Commission requires the company or external company, within 20 business days after the date of this Notice, to either—

- (a) voluntarily satisfy the requirements of the Act, by filing all overdue annual returns; or
- (b) provide a satisfactory explanation for its failure to file the required returns, and show satisfactory cause for the company or external company to remain registered.

Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 40.4**Notice of Pending De-registration****About this Notice**

- This notice is issued in terms of , Section 82 (3) of the Companies Act, 2008 and Regulation 40 (4) of the Companies Regulations, 2011.
- The company to whom this Notice is addressed must respond within 20 business days.
- If the company fails within the specified time to respond to this Notice, the Commission may Deregister the company, without further notice.
- This form is applicable to external companies also.

Date: _____**Concerning:***Name and Registration Number of Company)*

Name: _____ Registration No.: _____

The Commission issued a Notice in Form CoR 40.3 to the above named company on _____ (*Insert Date*).

The company or external company has failed to respond, or in responding, has failed to satisfy the Commission in terms of section 82 (3).

The Commission advises the company or external company that the Commission will remove the company or external company from the Companies Register unless, within 20 business days after the date of this Notice satisfies the requirements of the Act, by filing all overdue annual returns.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 40.5**About this Notice**

- This notice is issued in terms of Section 82 of the Companies Act, 2008 and Regulation 40 (6) of the Companies Regulations, 2011.
- On an attached sheet, set out the interest of each applicant in the company, and the grounds on which the applicants rely in requesting that the company be reinstated.
- The fee for filing this Notice is R200.
- This form is applicable to external companies also.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Application for Re-instatement of De-registered Company

Date: _____ **Customer code:** _____

Concerning:

(Name and Former Registration Number of Company)

Name: _____
Registration No.: _____

On _____, *(insert date)* the Commission de-registered the company in terms of section 82 of the Companies Act, 2008.

In terms of section 82 (4), the following person(s) apply to the Commission to re-instate the registration of the company, on the grounds set out on the attached sheet(s).

(Insert the Name and Identity Number of each applicant).

Name	Identity No.
_____	_____
_____	_____
_____	_____
_____	_____

Name of applicant: _____

Signature: _____

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 44**About this Form**

- This form is issued in terms of Section 85 (3) of the Companies Act, 2008 and Regulation 44 of the Companies Regulations, 2011.
- This form must be filed within 10 business days after any change in the appointments of company secretary, auditor or member of the audit committee.
- The fee for filing this Notice is R0.

Notice of Change of Auditor or Secretary

Date: _____ **Customer code:** _____

Concerning:

(Name and Registration Number of Company)

Name: _____ **Registration No.:** _____

The above named company gives notice of the following change in the persons it has appointed to serve as secretary, auditor or member of the audit committee of the company. In the case of new appointments, each person named has consented to that appointment:

(For each person listed, show the person's name and identity or registration number, and the office to which they have been appointed, or in which they have ceased to serve.)

Name: _____ **Office:** _____

Designated Auditor (if applicable) _____

ID/Reg/Practice No.: _____

Date of appointment/Resignation: _____

Name: _____ **Office:** _____

Designated Auditor (if applicable) _____

ID/Reg/Practice No.: _____

Date of appointment/Resignation: _____

Name: _____ **Office:** _____

Designated Auditor (if applicable) _____

ID/Reg/Practice No.: _____

Date of appointment/Resignation: _____

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 46.1**About this Form**

- This form is issued in terms of Section 97 of the Companies Act, 2008 and Regulation 46 of the Companies Regulations, 2011.
- This form must be filed within 20 business days after the establishment of an employee share scheme.
- There is no fee for filing this notice.

Notice of Employee Share Scheme**Date:** _____ Customer code: _____**From:** _____ (*Name of Company Appointed Compliance Officer*)**Concerning:***(Name and Registration Number of Company)*

Name: _____ Registration No.: _____

The Compliance Officer appointed by the above named company in terms of section 97 (1), advises that the company has established an employee share scheme, and files the attached documents as required by section 97 (2)(c), to the extent that the documents are not already on file.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429

Pretoria 0001

Republic of South Africa

tel: 0861 843 384

www.cipc.co.za

Name and Title of Compliance Officer: _____**Authorised Signature:** _____

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 46.2**About this Form**

- This form is issued in terms of Section 97 of the Companies Act, 2008 and Regulation 46 of the Companies Regulations, 2011.
- This form must be filed within 60 business days after the end of the company's financial year.
- There is no fee for filing this notice.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Annual Certificate of Employee Share Scheme

Date: _____ Customer code: _____
From: _____ (Name of Company Appointed Compliance Officer)

Concerning:

(Name and Registration Number of Company)

Name: _____ Registration No.: _____

The Compliance Officer appointed by the above named company in terms of section 97 (1), certifies that all requirements of the Act in terms of the Employee Share Scheme have been complied with during the company's financial year ending _____.

Name and Title of Compliance Officer:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 46.3**About this Form**

- This form is issued in terms of Section 99 (7) of the Companies Act, 2008 and Regulation 46 of the Companies Regulations, 2011.
- The fee for filing this Notice is R 100.

Application concerning rights offer exclusion

Date: _____ Customer code: _____

To: The Commission

From:

(Name and Registration Number of Company)

Name: _____ Registration No.: _____

The above named company applies to exclude the following category of persons from a rights offer in terms of section 99 (7):

(Description of category of persons to be excluded)

In support of this application, the company states that—

1. None of the persons falling within the category or categories shown above are residents of the Republic.
2. The number of persons to be excluded appears to be fewer than _____.
3. The number of holders of the securities who are resident in the Republic is _____.
4. The estimated administrative cost of extending the offer to the categories of persons shown above is R _____.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Name and Title of Compliance Officer:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 46.4**About this Form**

- This form is issued in terms of Section 99 of the Companies Act, 2008 and Regulation 46 of the Companies Regulations, 2011.
- The fee for filing this Notice is R5000.

Registration of Prospectus or Letter of Allocation**Date:** _____ Customer code: _____**To: The Commission****From:***(Name and Registration Number of Company)*

Name: _____ Registration No.: _____

The above named company files for registration the attached prospectus or letter of allocation, dated _____, together with the required documents.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Company:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 46.5**About this Form**

- This form is issued in terms of Section 99 of *the Companies Act, 2008* and Regulation 46 of the Companies Regulations, 2011.

Registration Certificate**Date:** _____**From: The Commission****To:***(Name and Registration) Number of Company)*

Name: _____ Registration No.: _____

The above named company filed for registration the attached prospectus or letter of allocation, dated _____, together with the required documents.

The Commission confirms that the Prospectus, or Letter of Allocation was registered as from the date of this certificate.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 46.6**Application to exclude information from prospectus****About this Form**

- This form is issued in terms of Section 100 (9) and (10) of the Companies Act, 2008 and Regulation 46 of the Companies Regulations, 2011.
- The fee for filing this Notice is R 300.

Date: _____**To: The Commission****From:***(Name and Registration Number of Company)*

Name: _____ Registration No.: _____

The above named company applies to exclude the following required information from a prospectus, in terms of section 100 (9):

(Description of information to be excluded)

In support of this application, the company states that—

(Slate briefly the grounds on which the request is justified)

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001

Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form TRP 84**About this Form**

- This form is issued in terms of Regulation 84 of the Companies Regulations, 2011.
- There is no fee for filing this Notice.

Declaration of coming into or out of concert**Date:** _____**From:***(Name and identity or Registration Number of the person making the declaration)*

Name: _____ Registration No.: _____

Concerning:*(Name and Registration Number of the regulated company in which the declarant is interested)*

Name: _____ Registration No. _____

The above person advises that—

it is engaged in concert with the following person(s),

it is no longer engaged in concert with the following person(s)

with respect to their interests in the regulated company referred to above.

(Insert Names and Identity or Registration numbers of concert parties)

Name

Identity/Reg.No.

Contacting the Panel

The Takeover Regulation Panel of South Africa

Postal Address: PO Box 91833

Auckland Park 2006

Republic of South Africa

tel: 27 011 642 1301

www.trpanel.co.za

Name and Title of person signing:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 89**About this Notice**

- This notice is issued in terms of Section 113 and 116 of the Companies Act, 2008 and Regulation 89 of the Companies Regulations, 2011.
- The fee for filing this notice is R 250, plus the applicable fees for each de-registration, amendment or new incorporation.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Notice of Amalgamation or Merger

Date: _____ **Customer Code:** _____

Concerning:

(Name and Registration Number of each amalgamating or merging company)

Name	Registration Number
_____	_____
_____	_____
_____	_____

The above named companies have amalgamated or merged in terms of an agreement contemplated in section 113 of the Companies Act. As a result—

The following company or companies are to be de-registered in terms of section 116 (5):

Name	Registration Number
_____	_____

The Memorandum of Incorporation of the following company or companies are to be amended, as set out in the attached Notice of Amendment in each case.

Name	Registration Number
_____	_____

A new company has been incorporated, as set out in the attached Notice of incorporation.

The amalgamation or merger has been approved or cleared by—

the Takeover Regulation Panel, in terms of Chapter 5 of the Act;

the Competition Commission, in terms of the Competition Act, 1998, if applicable, and

the Minister of finance, in terms of the Banks Act, if applicable.

The amalgamation or merger is not subject to any further court proceedings, approval procedures in terms of any law, or to any unfulfilled conditions in the agreement, or imposed by or in terms of any law.

Name and Title of person signing:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form TRP 121.1**About this Form**

- This form is issued in terms of Section 122 of the Companies Act, 2008 and Regulation 121 of the Companies Regulations, 2011.
- This form must be completed and delivered to the company concerned within 3 business days after any transaction that results in the total beneficial interest in a class of securities crossing any multiple of 5% of the issued securities of the class.

Disclosure of acquisition or disposal of securities**Date:** _____**From:***(Name and Identity or Registration Number of the person making the disclosure)*

Name: _____ ID/Reg No: _____

To:*(Name and Registration Number of the regulated company whose securities are the subject of the disclosure)*

Name: _____ Registration No.: _____

The above person advises that it has

 acquired disposed of

a beneficial interest in securities of the company, such that the total of all beneficial interests of the securities of that class held by the person making the declaration are now _____ % of the total issued securities of that class.

Contacting the Panel

The Takeover Regulation panel of South Africa
Postal Address: PO Box 91833
Auckland Park 2006
Republic of South Africa
tel: 27 011 642 1301
www.trpanel.co.za

Name and Title of person signing:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form TRP 121.2**About this Form**

- This form is issued in terms of Section 122 of the Companies Act, 2008 and Regulation 121 of the Companies Regulations, 2011.
- This form, with a copy of Form 121.1 attached, must be filed by the company concerned within 3 business days after any receiving a disclosure in Form TRP 121.1.
- This Notice must also be delivered to all holders of beneficial interests in the class of securities concerned, unless the transaction amounted to less than 1% of the issued securities of the class.

Contacting the Panel

The Takeover Regulation Panel of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 27 011 642 1301
www.cipc.co.za

Notice of acquisition or disposal of securities**Date:** _____**To: Takeover Regulation Panel****From:***(Name and Registration Number of the regulated company filing notice)*

Name: _____ Registration No.: _____

The above named company advises that it has received the attached disclosure concerning its securities from

(Name and Identity or Registration Number of the person making the attached disclosure)

Name: _____ ID/Reg.No: _____

Name and Title of person signing: _____**Authorised Signature:** _____

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION

REPUBLIC OF SOUTH AFRICA

Form CoR 123.1

About this Form

- This form is issued in terms of Sections 129 and 131 of the Companies Act, 2008 and Regulation 123 of the Companies Regulations, 2011.
- A company resolution to commence business rescue proceedings has no force or effect until it has been filed with this notice.
- This notice must be published to every affected person within 5 days after—
 - (a) It has been filed, in the case of a resolution; or
 - (b) the date of the court order, in such a case.
- If this Notice is issued following a board resolution—
 - (a) the company must appoint a business rescue practitioner with 5 days after filing this notice; and
 - (b) any affected person may apply to a court in terms of section 130 for an order setting aside the resolution.
- The fee for filing this Notice is R0.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Notice of Beginning of Business Rescue Proceedings

Date: _____ Customer Code: _____

Concerning:

(Name and Registration Number of Company)

Name: _____ Registration No.: _____

The above named company advises that business rescue proceedings have commenced in terms of Chapter 6 of the Companies Act, as a result of:

The Board of the company having adopted the attached resolution in terms of section 129, on _____.

A Court having made the attached order in terms of section 131, on _____.

In terms of section 132 (1)(a), the company's business rescue proceedings commenced on _____, being the date on which:

This notice was filed with the commission.

The court issued the attached order.

(Only in the case of a company resolution)

In support of this Notice, the company has attached a sworn statement of the relevant facts upon which the resolution was founded by a director representing the Board.

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 123.2**About this Form**

- This form is issued in terms of Sections 129 and 131 of the Companies Act, 2008 and Regulation 123 of the Companies Regulations, 2011.
- This notice must be published to every affected person within—
 - (a) 2 days after it has been filed, if the company appointed the practitioner; or
 - (b) 5 days after the court order, in such a case.
- If this Notice is issued following a company appointment, any affected person may apply to a court in terms of section 130 for an order setting aside the appointment, or requiring the practitioner to provide security.
- The fee for filing this Notice is R0.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
 Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Notice of Appointment of Business Rescue Practitioner

Date: _____ **Customer Code:** _____

Concerning:

(Name and Registration Number of Company)

Name: _____ **Registration No.:** _____

The above named company commenced business rescue proceedings on _____.

The following person has been appointed as the business rescue practitioner:

By the company, in terms of section 129 (3)(b).

By the court, in terms of section 131 (5).

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 123.3**About this Form**

- This form is issued in terms of Sections 129 (7) of the Companies Act, 2008 and Regulation 123 of the Companies Regulations, 2011.
- This notice must be published to every affected person within 5 business days after the board considered the matter.
- An affected person has the right in terms of section 131 to apply to the court for an order placing the company into business rescue proceedings.
- This notice is not required to be filed.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Notice of Decision Not to Begin Business Rescue

Date: _____ **Customer Code:** _____

Concerning:

(Name and Registration Number of Company)

Name: _____ **Registration No.:** _____

The above named company advises that, having considered the financial state of the company to be financially distressed, as defined in section 128 (1)(f), the Board has nevertheless determined not to adopt a resolution commencing business rescue proceedings.

In support of its decision, the Board has filed the attached statement of—

- (a) the criteria set out in section 128 (1)(f) that are relevant to the company; and
- (b) the reasons for not adopting a business rescue resolution.

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 125.1**About this Form**

- This form is issued in terms of Sections 132 and 141 of the Companies Act, 2008 and Regulation 125 of the Companies Regulations, 2011.
- This notice and the attached report must be published to every affected person, and to—
 - (a) the Commission, if the business rescue proceedings were started by the company; or
 - (b) the court, if the proceedings were ordered by the court.
- A report and Notice must be issued at the end of the first three months of the business rescue proceedings, and at regular monthly intervals after that.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
 Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Business Rescue Status Report

Date: _____ **Customer Code:** _____

Concerning:

(Name and Registration) Number of Company)

Name: _____ Registration No.: _____

The above named company commenced business rescue proceedings on _____.

Because the business rescue proceedings have not concluded within three months, the appointed business rescue practitioner provides the attached report in terms of section 132 (3).

Name and Title of person signing on behalf of the Practitioner:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 125.2**About this Form**

- This form is issued in terms of Sections **141** of the Companies Act, 2008 and Regulation **125** (4) of the Companies Regulations, 2011.
- This notice must be filed and published to every affected person.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Notice of Termination of Business Rescue Proceedings

Date: _____ **Customer Code:** _____

Concerning:

(Name and Registration Number of Company)

Name: _____ **Registration No.:** _____

The above named company commenced business rescue proceedings by resolution on _____.

In terms of section 141(2)(b), the business rescue practitioner has concluded that there are no longer reasonable grounds to believe that the company is financially distressed. Accordingly, the proceedings are terminated upon the filing of this Notice, in the manner contemplated in sections 132 (2)(b), read with 141 (2)(b)(ii).

Name and Title of person signing on behalf of the Practitioner:

Authorised Signature:

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 125.3**About this Form**

- This form is issued in terms of Sections 152(8) of the Companies Act, 2008 and Regulation 125 (5) of the Companies Regulations, 2011.
- This notice must be filed.

Notice of Substantial Implementation of Business Rescue Plan

Date: _____ **Customer Code:** _____

Concerning:

(Name and South African Registration Number of Accredited Entity)

Name: _____ **Identity No.:** _____

The above named company commenced business rescue proceedings by resolution on _____.

In terms of section 152, a business rescue plan was adopted on _____

The terms of that plan have now been substantially carried out, as contemplated in section 152 (8). Accordingly, the business rescue proceedings end upon the filing of this Notice, in the manner contemplated in sections 132 (2)(c)(ii).

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Practitioner:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 126.1**Application for Practitioner's Licence****About this Certificate**

- This Certificate is issued in terms of Section 138 of the Companies Act 2008 and Regulation 126 of the Companies Regulations, 2011.
- The filing fee for this Application is R500.

Date: _____**To: The Commission****From:***(Name, Identity Number, address and contact details of Applicant)*

Name: _____

Identity No.: _____

Address: _____

Telephone No.: _____ Email: _____

The above named person applies to the Commission in terms of section 138 (l)(b) of the Companies Act, 2008, for a licence to serve as a business rescue practitioner, in terms of the Companies Act, 2008.

In support of this application, I have attached—

1. A resume of my history and experience engaging in business turnaround practice, as defined in Regulation 127 (2), before the effective date of the Act, if any.
2. A resume of my relevant education, experience and professional affiliations.

In further support of this application, I declare that I am not disqualified from serving as a business rescue practitioner on any grounds contemplated in section 138 (1) (c) or (d) of the Companies Act, 2008.

Contacting the Commission

The Companies and intellectual
Property Commission of South
Africa

Postal Address: PO Box 429

Pretoria 0001

Republic of South Africa

tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Applicant:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 126.2**About this Form**

- This Certificate is issued in terms of Section 138 of the Companies Act, 2008 and Regulation 126 of the Companies Regulations, 2011.

Registration Certificate**Date:** _____**Concerning:***(Name and South African Registration Number of Accredited Entity)*

Name: _____ Identity No.: _____

The above named person has been licenced by the Commission in terms of section 138 of the Companies Act, 2008, to serve as a business rescue practitioner, with effect from the date of this Certificate.

The licensee has—

not engaged in business turnaround practice, as defined in Regulation 127 (2), before the effective date of the Act.

satisfied the Commission that it has engaged in business turnaround practice, as defined in Regulation 127 (2), for a period of _____ years immediately before the effective date of the Act; and

is for purposes of Regulation 127 classified as –

a Junior Business Rescue Practitioner

an Experienced Business Rescue Practitioner

a Senior Business Rescue Practitioner

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

Commission seal

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CTR 132.1**About this Form**

- This form is issued in terms of Sections 166 of the Companies Act, 2008 and Regulation 132 of the Companies Regulations, 2011.
- This Application, must be filed and served on each respondent within 5 business days after it is filed.

Application for Alternative Dispute Resolution**Date:** _____**From:** _____ *(insert name of Applicant)*

To: **The Companies Tribunal** **Accredited Agency**

And To:

(Name, registration number and address of respondent(s) Use additional sheet if required)

Concerning:

(Name and registration number of Company, or Date and Number of Commission Notice, as the case may be)

The Applicant seeks to have a dispute with the respondent resolved by Alternative dispute resolution in terms of section 166:

The Dispute arises in terms of

(Insert the section of the Act, or the Regulation, that is most relevant to the dispute)

And from the following conduct, actions or facts:

(insert a concise statement of the circumstances and the particulars of the request)

Contacting the Tribunal

The Companies Tribunal of South Africa
Street Address
Pretoria XXXX
Republic of South Africa
tel:
fax:
e-mail:
WWW.

Name and Title of person signing

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 132.2**About this Form**

- This form is issued in terms of Sections 166 of the Companies Act, 2008 and Regulation 132 of the Companies Regulations, 2011.
- This Application, must be filed and served on each respondent within 5 business days after it is filed.

Referral for Alternative Dispute Resolution**Date:** _____**From:** **The Companies Commission** **The Takeover Regulation Panel****To:** The Companies Commission Takeover Regulation Panel**And To:** _____ (*insert name of complainant*)_____
(*Name registration number and address of respondent(s) Use additional sheet if required*)**Concerning:**_____
(*Name and file number of complaint*)

Name: _____ File No.: _____

The issuing agency, having considered this complaint, refers it with the recommendation that the parties attempt to resolve it by Alternative Dispute Resolution in terms of section 166:

The Dispute arises in terms of

(*Insert the section of the Act, or the Regulation, that is most relevant to the dispute*)

And from the following conduct, actions or facts:

(*insert a concise statement of the circumstances and The particulars of the request*)

Contacting the Tribunal

The Companies and Tribunal of South Africa
Street Address:
Pretoria XXXX
Republic of South Africa
tel:
fax:
e-mail:
www

Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 132.3**About this Form**

- This form is issued in terms of Sections 166 of the Companies Act, 2008 and Regulation 132 of the Companies Regulations, 2011.
- This Application, must be filed and served on each respondent within 5 business days after it is filed.

Certificate of Failed Alternative Dispute Resolution

Date: _____

From: **The Companies Tribunal** **Accredited Agency**To: The Companies Commission Takeover Regulation PanelAnd To: _____ (*insert name of complainant*)_____
(*Name registration number and address of respondent(s) Use additional sheet if required*)**Concerning:**_____
(*Name and file number of complaint*)

Name: _____ File No.: _____

The parties have attempted, but failed, to resolve this dispute by Alternative Dispute Resolution in terms of section 166. There does not appear to be any reasonable prospect of resolving the matter through this process.

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address:

Pretoria XXXX

Republic of South Africa

tel:

fax:

e-mal

www:

Name and Title of person signing on behalf of the Commission:_____
Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 134.1**About this Certificate**

- This Certificate is issued in terms of Section 166 of the Companies Act, 2008 and Regulation 134 of the Companies Regulations, 2011.
- The filing fee for this Application is R500.

Application for Accreditation**Date:** _____**To: The Commission****From:***(Name, Registration Number, address and contact details of Applicant)*

Name: _____

Registration No.: _____

Address: _____

Telephone No.: _____ Email: _____

The above named entity applies to the Commission in terms of section 166 (4) of the Companies Act, 2008, for accreditation to serve as a provider of alternative dispute resolution services, in terms of the Companies Act, 2008.

In support of this application, the applicant has attached—

1. A resume of its history and experience providing alternative dispute resolution services generally, or in terms of any particular legislation or mandate.
2. A list of the names and identity numbers of its officers, and its employees who will provide services in terms of the Companies Act, including a summary of the relevant education and experience of each such employee.

Contacting the Commission

The Companies and intellectual
Property Commission of South
Africa

Postal Address: PO Box 429

Pretoria 0001

Republic of South Africa

tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Applicant**Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 134.2**About this Certificate**

- This Certificate is issued in terms of Section 166 of the Companies Act, 2008 and Regulation 134 of the Companies Regulations, 2011.
- If the Commission has issued a Compliance Notice in conjunction with this Certificate, the accredited entity may apply to the Companies Tribunal in form CTR 142, to review the conditions imposed by the Commission.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Registration Certificate**Date:** _____**Concerning:***(Name and South African Registration Number of Accredited Entity)***Name:** _____ **Registration No.:** _____

The above named person or association has been accredited by the Commission in terms of section 166 (4) of the Companies Act, 2008, to serve as a provider of alternative dispute resolution services, with effect from the date of this Certificate.

This Certificate is—

Unconditional

Conditional on the company satisfying the requirements set out in the attached Compliance Notice.

Name and Title of person signing on behalf of the Commission:**Authorised Signature:**

Commission seal

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 135.1**Complaint****About this Form**

- This form is issued in terms of Section 168 of the Companies Act, 2008 and Regulation 135 of the Companies Regulations, 2011.
- This Form must be completed to the best of your ability, and submitted to the Companies Commission for consideration of your complaint.
- If this complaint is lodged by a company, please provide contact details of the person authorised to discuss the complaint.
- Generally, information relating to this complaint is not part of the public record unless the Commission refers the complaint to the Companies Tribunal. You have a right to identify information that you believe is confidential by appending a list to this Form.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Date: _____
From: _____ (Insert name of complainant)

To: **The Commission** **The Takeover Regulation Panel**

Concerning:

(Name and Registration Number of Company whose conduct is the subject of the complaint)

Name: _____ Registration No.: _____

The nature of the complaint:

(Provide a concise statement of the conduct that is the Subject of the complaint)

Is the conduct still continuing? Yes No
If not, when did the conduct end? _____

In terms of section 157 (2), do you wish the Commission or the Panel, as the case may be, to commence court proceedings in this matter in your name?

Yes No

Please attach to this form a typed document setting out a description of the conduct that is the subject of this complaint.

(Please include the names of each party involved the conduct, dates on which the conduct occurred, when and how you became aware of the conduct, and any other information you consider relevant. Include copies of documents if possible)

The complainant may be contacted at:

(insert contact details)

Telephone No.: _____

Email: _____

Postal Address: _____

Signed: _____

if the complainant is a juristic person

Name and Title of person signing on behalf of the Complainant:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 135.2**About this Notice**

- This form is issued in terms of Section 169 of the Companies Act, 2008 and Regulation 135 of the Companies Regulations, 2011.

Notice of Non-Investigation of Complaint

Date: _____
To: _____ *(Insert name of complainant)*

From: **The Commission** **The Takeover Regulation Panel**

Concerning:

(Name and Registration Number of Company whose conduct is the subject of the complaint)

Name: _____ Registration No.: _____

On _____, the complainant filed a complaint against the company named above.

The Companies Commission, or the Takeover Regulation Panel, as the case may be, advises in terms of section 169 (1)(a) that it will not investigate the complaint because it believes the complaint to be frivolous, vexatious, or does not allege any facts which, if proven, would constitute grounds for a remedy under the Companies Act, 2008.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Name and Title of person signing on behalf of the Commission or Panel:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 137.1**About this Form**

- This form is issued in terms of Section 169 of the Companies Act, 2008 and Regulation 137 of the Companies Regulations, 2011.

Notice to Investigate Complaint

Date: _____

To: _____ *(Insert name of complainant)*From: **The Commission** **The Takeover Regulation Panel****Concerning:**

<i>(Name and Registration Number of Company whose conduct is the subject of the complaint)</i>
--

Name: _____ Registration No.: _____

On _____, the complainant _____ filed a complaint against the company named above.

The Companies Commission, or the Takeover Regulation Panel, as the case may be, directs you, in terms of section 169(1)(c) to investigate the complaint as quickly as practicable.

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
 Pretoria 0001
 Republic of South Africa
 tel: 0861 843 384
 www.cipc.co.za

Name and Title of person signing on behalf of the Commission or panel:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 137.2**About this Summons**

- This form is issued in terms of Section 176 of the Companies Act, 2008 and Regulation 137 of the Companies Regulations, 2011.
- The Companies Act protects your constitutional right against self-incrimination. Please refer to section 176 (4) and (5) of the Act.
- It is an offense in terms of section 215 of the Companies Act to refuse to attend when summoned, or when attending, to refuse to answer any question or produce any document, or to knowingly provide false information to the Commission, or to an Inspector or Investigator.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa
Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384
www.cipc.co.za

Summons to provide evidence to Companies Commission**Date:** _____**To:** _____ (Insert name of inspector or investigator)**From: The Commission****Concerning:**

(Name and Registration Number of Company whose conduct is the subject of the complaint and complaint file number)

Name: _____ Registration No.: _____

The Companies Commission has directed that an investigation into the above matter be conducted in terms of the Companies Act, 2008.

You are required to appear and give evidence in connection with this matter on the date and at the time and place set out below.

Date: _____**Time:** _____**Place:** _____

You are required to bring with you:

- the documents or items listed on the attached sheets; and
- any other documents or items in your possession or under your control that relate to this matter.

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 138**About this Notice**

- This form is issued in terms of Section 173 of the Companies Act, 2008 and Regulation 138 of the Companies Regulations, 2011.

Notice of Consent Order**Date:** _____**To:** _____ (*Insert name of complainant*)**From: The Commission****Concerning:***(Name and File Number of Complaint)*

Name: _____ File No.: _____

On _____, you filed a complaint against _____ (*insert name of respondent*).

As contemplated in section 173, the Commission and the respondent have agreed the terms of a consent order, as attached.

In terms of section 167 and 173, the proposed order may include an award of damages. You are invited to indicate whether you consent to having any damages included in the consent order, and if so, the amount of damage you claim from the respondent in respect of this matter. Please indicate your response by completing the lower portion of this form, and returning it to the Commission.

Name and Title of person signing on behalf of the Commission or Panel:_____
Authorised Signature:

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

I, _____, the complainant in this matter—

Consent to an award of damages being included in a consent order, and claim damages in the amount of R_____.**Do not consent to an award of damages being included in a consent order in this matter.****Signed** _____ **Date** _____

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 139.1**Compliance notice****About this Notice**

- This form is issued in terms of Section 171 of the Companies Act, 2008 and Regulation 139 of the Companies Regulations, 2011.
- You have the right within 15 business days to apply in terms of section 172, for an order confirming, modifying or setting aside all or part of this Notice. If the Notice was issued by the Commission, an application must be made to the Companies Tribunal in Form CTR 142. If this Notice was issued by the Takeover Regulation Panel, an application may be made to the Takeover Special Committee.
- A compliance Notice remains in force until it is set aside on review, or until the issuing authority later issues a compliance certificate in the matter.

Date: _____**To:** _____*(Insert name and registration number of company, or name and identity number of individual)*

From: **The Commission** **The Takeover Regulation Panel**

The Commission, or the Takeover Regulation Panel, as the case may be, believes on reasonable grounds that the company named above has contravened the Companies Act, 2008. In particular, the Commission states that the company has failed to comply with section _____, or Regulation _____, or both. Specifically:

(Insert details of the nature and extent of the conduct that is the subject of this Notice)

You are required to take the steps set out in the attached statement to bring the company's conduct into compliance with the Act.

Failure to comply with this Notice may result in any of the following consequences:

- prosecution in terms of section 214 (3) for the offence of failing to satisfy a compliance Notice, the maximum penalty for which is a fine or 12 months imprisonment;
- imposition of an administrative fine, in terms of section 171 (7)(a).

If this notice requires the company to file overdue annual returns, failure to comply may result in the de-registration of the company, in terms of sections 80 to 82.

An person who is repeatedly guilty of an offence in terms of the Act, including the offence of failure to satisfy a compliance notice, may be placed on probation as a director, or declared a delinquent director, and disqualified from serving as a director, in terms of section 162.

Contacting the Commission

The Companies and Intellectual
Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Commission or Panel:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 139.2**Compliance Certificate****About this Form**

- This form is issued in terms of Section 171 of the Companies Act, 2008 and Regulation 139 of the Companies Regulations, 2011.

Date: _____**To:** _____*(Insert name and registration number of company, or name and identity number of individual)*

From: **The Commission** **The Takeover Regulation Panel**

On _____, the Commission, or the Takeover Regulation Panel, as the case may be, issued a compliance notice in this matter citing a failure to comply with section _____, or Regulation _____, or both.

The issuing authority is satisfied that the requirements set out for compliance have been met.

Contacting the Commission

The Companies and intellectual
Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Commission or Panel:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 140**About this Form**

- This form is issued in terms of Sections 170 of the Companies Act, 2008 and Regulation 140 (3) of the Companies Regulations, 2011.
- Hearings of the Companies Tribunal are governed by Sections 180 to 184 of the Companies Act and Chapter 7 Part D of the Companies Regulations.
- This referral, and the affidavit in support of it, must be served on each respondent within 5 business days after it is filed.
- Each respondent named in the Application has the right to file an Answer within 20 business days after being served.

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address:
Pretoria 0001
Republic of South Africa
tel:
WWW.

Complaint Referral

Date: _____

From: **The Commission** **The Takeover Regulation Panel**

To: The Companies Tribunal, and

(Name, registration number and address of respondent(s). Use additional sheet if required)

Concerning:

(Name and file number of complaint being referred)

Name: _____ File No.: _____

The Issuing authority, having investigated the complaint, seeks the follow order(s) against the respondent

(insert the relief or order sought)

In terms of _____
(Insert the section of the Act or the Regulation that provides for the order or relief sought)

For the following reasons:

(Insert a concise statement of the circumstances, and the particulars of the conduct)

In support of this Notice, the issuing authority has attached an affidavit setting out the relevant facts.

Name and Title of person signing on behalf of Commission or Panel

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 140.1**About this Form**

This form is issued in terms of Sections 170 of the Companies Act, 2008 and Regulation 140 (1) of the Companies Regulations, 2011.

Referral of Complaint to alternative authority**Date:** _____**From:** **The Commission** **The Takeover Regulation Panel****To:** _____
(Name of complainant)**And To:**_____
(Name registration number and address of respondent(s) Use additional sheet if required)**And To:**_____
(Name of regulatory authority to which the matter is being referred)**Concerning:**

(Name and file number of complaint)

Name: _____ File No.: _____

The Issuing authority, having investigated the complaint, believes that it falls within the jurisdiction assigned to _____, and accordingly refers it to that entity for its consideration.

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address
 Pretoria
 Republic of South Africa
 tel:
 fax:
 e-mail:
 WWW.

Name and Title of person signing on behalf of Commission or Panel:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CoR 140.2**Notice of Non-referral of Complaint****About this Form**

This form is issued in terms of Sections 170 of the Companies Act, 2008 and Regulation 140 (2) of the Companies Regulations, 2011.

Date: _____

From: **The Companies Commission** **The Takeover Regulation Panel**

To: _____
(Name of complainant)

And To:

(Name registration number and address of respondent(s) Use additional sheet if required)

Concerning:

(Name and file number of complaint)

Name: _____ file No.: _____

The Issuing authority, having investigated the complaint, advises that it will not refer the complaint to the Companies Tribunal for an order.

The complainant may have other remedies, in terms of

(Insert the section of the Act. or the Regulation that provides for the order or relief sought)

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address
Pretoria
Republic of South Africa
tel:
fax:
e-mail:
WWW.

Name and Title of person signing on behalf of Commission or Panel:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CTR 142**About this Form**

- This form is issued in terms of Sections 180 to 184 of the Companies Act, 2008 and Regulation 145 of the Companies Regulations, 2011.
- Hearings of the Companies Tribunal are governed by Sections 180 to 184 of the Companies Act and Chapter 7 Part D of the Companies Regulations.
- This Application, and the affidavit in support of it, must be served on each respondent within 5 business days after it is filed.
- Each respondent named in the Application has the right to file an Answer within 20 business days after being served.
- It is an offense in terms of section 215 of the Companies Act to refuse to attend when summoned, or when attending, to refuse to answer any question or produce any document, or to knowingly provide false information to the Tribunal.

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address
Pretoria
Republic of South Africa
tel:
fax:
e-mail:
WWW

Application for Relief

Date: _____
From: _____ (insert name of Applicant)
To: The Companies Tribunal, and

(Name, registration number and address of respondent(s) Use additional sheet if required)

Concerning:

(Name and registration number of Company, or Date and Number of Commission Notice as the case may be)

The Applicant requests that the Tribunal grant the following relief:

(Insert the relief or order sought)

In terms of _____

(Insert the section of the Act or the Regulation that provides for the order or relief sought)

For the following reasons:

(Insert a concise statement of the circumstances and the particulars of the request)

In support of this Application, the applicant has attached an affidavit setting out the facts on which the Applicant relies.

Name and Title of person signing on behalf of the Tribunal:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CTR 145**About this Form**

- This form is issued in terms of Sections 180 to 184 of the Companies Act, 2008 and Regulation 145 (3) of the Companies Regulations, 2011.
- Hearings of the Companies Tribunal are governed by Sections 180 to 184 of the Companies Act, and Chapter 7 Part D of the Companies Regulations.
- It is an offense in terms of section 215 of the Companies Act to refuse to attend when summoned, or when attending, to refuse to answer any question or produce any document, or to knowingly provide false information to the Tribunal.

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address
Pretoria
Republic of South Africa
tel:
fax:
e-mail:
WWW.

Notice of Motion**Date:** _____**From:** _____ *(insert name of party filing the Motion)***To: The Companies Tribunal****Concerning:***(Name and file number of matter being considered by the Companies Tribunal)*

Name: _____ File No.: _____

The Party named above requests that the Tribunal grant the following relief:

(Insert the relief or order sought)

In terms of _____

(Insert the section of the Act or the Regulation that provides for the order or relief sought)

For the following reasons:

(insert a concise statement of the circumstances and the particulars of the request)

Name and Title of person signing of Applicant

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CTR 148**About this Notice**

- This form is issued in terms of Sections 180 to 184 of the Companies Act, 2008 and Regulation 148 of the Companies Regulations, 2011.
- This form must be served on each party to the proceedings, and must be filed with proof of service.
- Hearings of the Companies Tribunal are governed by Sections 180 to 184 of the Companies Act and Chapter 7 Part D of the Companies Regulations.
- It is an offense in terms of section 215 of the Companies Act to refuse to attend when summoned, or when attending, to refuse to answer any question or produce any document, or to knowingly provide false information to the Tribunal.

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address
Pretoria
Republic of South Africa
tel:
fax:
e-mail:
WWW.

Notice of Withdrawal or Postponement**Date:** _____**From:** _____ (*insert name of party giving notice*)**To: The Companies Tribunal****Concerning:***(Name and file number of matter being considered by the Companies Tribunal)*

Name: _____ File No.: _____

The Party named above —

Advises that the parties have agreed to postpone proceedings in this matter until further notice.

Withdraws the above matter, in its entirety.

Partially withdraws the above matter, to the extent set out on the attached sheet.

(Only in the case of a party withdrawing)

In terms of Regulation 148 (3), the party —

Consents to pay costs.

Does not consent to pay costs.

Name and Title of person signing on behalf of the Tribunal:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CTR 151**About this Notice**

- This form is issued in terms of Sections 180 to 184 of the Companies Act, 2008 and Regulation 151 of the Companies Regulations, 2011.
- hearings of the Companies Tribunal are governed by Sections 180 to 184 of the Companies Act, and Chapter 7 Part D of the Companies Regulations.
- It is an offense in terms of section 215 of the Companies Act to refuse to attend when summoned, or when attending, to refuse to answer any question or produce any document, or to knowingly provide false Information to the Tribunal.

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address
Pretoria
Republic of South Africa
tel:
fax:
e-mail:
WWW.

Notice of hearing before Companies Tribunal**Date:** _____**From: The Companies Tribunal****Concerning:***(Name and file number of matter being considered by the Companies Tribunal)*

Name: _____ File No.: _____

The Companies Tribunal is conducting a hearing in the above matter, in terms of the Companies Act, 2008.

You are required to appear and give evidence in connection with this matter on the

Date: _____**Time:** _____**Place:** _____**Name and Title of person signing on behalf of the Tribunal:****Authorised Signature:**

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA

Form CTR 160**About this Summons**

- This form is issued in terms of Section 182 of the Companies Act, 2008 and Regulation 160 of the Companies Regulations, 2011.
- The Companies Act protects your constitutional right against self-incrimination. Please refer to section 184 of the Act.
- It is an offense in terms of section 215 of the Companies Act to refuse to attend when summoned, or when attending, to refuse to answer any question or produce any document, or to knowingly provide false information to the Tribunal.

Contacting the Tribunal

The Companies Tribunal of South Africa

Street Address
Pretoria
Republic of South Africa
tel:
fax:
e-mail:
WWW.

Summons to appear before Companies Tribunal**Date:** _____**To:** _____ (*Insert name of person being summoned*)**From: The Companies Tribunal****Concerning:***(Name and file number of matter being considered by the Companies Tribunal)*

Name: _____ file No.: _____

The Companies Tribunal is conducting a hearing in the above matter, in terms of the Companies Act, 2008.

You are required to appear and give evidence in connection with this matter on the date and at the time and place set out below.

Date: _____**Time:** _____**Place:** _____

You are required to bring with you:

- (a) the documents or items listed on the attached sheets; and
- (b) any other documents or items in your possession or under your control that relate to this matter.

Name and Title of person signing on behalf of the Tribunal:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

COMPANIES AND INTELLECTUAL PROPERTY COMMISSION**REPUBLIC OF SOUTH AFRICA****Form CoR 168****Notice Challenging Filed Information****About this Notice**

- This form is issued in terms of Regulation 168 of the Companies Regulations, 2011.
- There is no fee for filing this Notice.

Date: _____**Concerning:***(Name and File Number of request for exemption)*

Name: _____ Registration No.: _____

The above named company, or external company, advises that the information set out below appears to have been filed with the Commission without authorisation by the company, and constitutes a false filing. The company requests the Commission to remove the filing from the company's record.

(insert particulars of erroneous filing to be corrected)

_____ _____ _____ _____ _____ _____ _____ _____ _____ _____ _____ _____
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Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Company:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)

**COMPANIES AND INTELLECTUAL PROPERTY COMMISSION
REPUBLIC OF SOUTH AFRICA**

Form CoR 178

About this Notice

- This notice is issued in terms of Section 9 of the Companies Act, 2008 and Regulation 178 of the Companies Regulations, 2011.
- The person to whom this Notice is addressed must respond within 40 business days, failing which, the request in terms of section 9 will be regarded as having been abandoned.

Request for Additional Information

Date: _____

To: _____

Concerning:

(Name and File Number of request for exemption)

Name: _____ File No.: _____

The Commission has begun an investigation into the request for exemption referred to above.

The Commission requests that you provide the following information -elating to that matter, within 40 business days after the date of this Notice.

(Insert a statement of the particular information being requested.)

Contacting the Commission

The Companies and intellectual Property Commission of South Africa

Postal Address: PO Box 429
Pretoria 0001
Republic of South Africa
tel: 0861 843 384

www.cipc.co.za

Name and Title of person signing on behalf of the Commission:

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008)