

# Companies and Intellectual Property Commission

## Republic of South Africa

### Form CoR 40.1

### Notice of Resolution to Wind-up Solvent Company

#### 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 R 250.

Date: \_\_\_\_\_

#### Concerning:

(Name and Registration Number of Company)

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

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

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

\_\_\_\_\_

Authorised Signature:

\_\_\_\_\_

# Companies and Intellectual Property Commission Republic of South Africa

## Form CoR 40.2

### About this Notice

- This notice is issued in terms of Section 80 (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.

### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

## Notice of Foreign Registration of Company

Date: \_\_\_\_\_

### Concerning:

(Name and South African Registration Number of Company)

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 80 (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 in terms of section 80 (3)(a).

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

\_\_\_\_\_

Authorised Signature:

\_\_\_\_\_

# 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 De-registration of the company.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address

Pretoria XXXX

Republic of South Africa

tel: 27 012 123 4567

fax: 27 012 123 4567

e-mail: XXX@XXXX.gov.za

WWW. XXXX.XXX

### Demand Notice concerning Inactive Company

Date: \_\_\_\_\_

#### Concerning:

(Name and Registration Number of Company)

The Companies Commission believes that the above named 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 Companies Commission requires the 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 to remain registered.

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

Authorised Signature:

# Companies and Intellectual Property Commission

## Republic of South Africa

### Form CoR 40.4

#### 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 De-register the company, without further notice.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Notice of Pending De-registration of Company

Date: \_\_\_\_\_

#### Concerning:

(Name and Registration Number of Company)

The Companies Commission issued a Notice in Form CoR 40.3 to the above named company on \_\_\_\_\_ (Insert Date).

The company has failed to respond, or in responding, has failed to satisfy the Commission in terms of section 82 (3).

The Companies Commission advises the company that the Commission will remove the 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.

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

Authorised Signature:

# Companies and Intellectual Property Commission

## Republic of South Africa

### Form CoR 40.5

### Application for Re-instatement of De-registered Company

#### 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 re-instated.
- The fee for filing this Notice is R 200.

Date: \_\_\_\_\_

#### Concerning:

(Name and Former Registration Number of Company)

On \_\_\_\_\_, (insert date) the Companies 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).

#### Contacting the Commission

The Companies and Intellectual  
Property Commission of South Africa

Street Address

Pretoria XXXX

Republic of South Africa

tel: 27 012 123 4567

fax: 27 012 123 4567

e-mail: XXX@XXXX.gov.za

WWW. XXXX.XXX

# 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 R###.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Notice of Change of Company Officials

Date: \_\_\_\_\_

#### Concerning:

(Name and Registration Number of Company)

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 and Title of person signing on behalf of the Company:

Authorised Signature:

# 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.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Notice of Employee Share Scheme

Date: \_\_\_\_\_

From: \_\_\_\_\_ (Name of Company Appointed Compliance Officer)

#### Concerning:

(Name and Registration Number of Company)

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.

Name and Title of Compliance Officer:

Authorised Signature:

# 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

Street Address

Pretoria XXXX

Republic of South Africa

tel: 27 012 123 4567

fax: 27 012 123 4567

e-mail: XXX@XXXX.gov.za

WWW. XXXX.XXX

### Annual Certificate of Employee Share Scheme

Date: \_\_\_\_\_

From: \_\_\_\_\_ (Name of Company Appointed Compliance Officer)

#### Concerning:

(Name and Registration Number of Company)

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:



# 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.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Application concerning rights offer exclusion

Date: \_\_\_\_\_

To: **The Companies Commission**

From:

(Name and Registration Number of Company)

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\_\_\_\_\_.

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

**Authorised Signature:**

# 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 R 5000 for each day or part thereof.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Registration of Prospectus or Letter of Allocation

Date: \_\_\_\_\_

To: The Companies Commission

From:

(Name and Registration Number of Company)

The above named company files for registration the attached prospectus or letter of allocation, dated \_\_\_\_\_, together with the required documents.

DRAFT

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

\_\_\_\_\_

Authorised Signature:

\_\_\_\_\_

# 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.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address

Pretoria XXXX

Republic of South Africa

tel: 27 012 123 4567

fax: 27 012 123 4567

e-mail: XXX@XXXX.gov.za

WWW. XXXX.XXX

### Registration Certificate

Date: \_\_\_\_\_

From: The Companies Commission

To:

(Name and Registration Number of Company)

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.

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

\_\_\_\_\_

Authorised Signature:

\_\_\_\_\_

# Companies and Intellectual Property Commission

## Republic of South Africa

### Form CoR 46.6

#### 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.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address

Pretoria XXXX

Republic of South Africa

tel: 27 012 123 4567

fax: 27 012 123 4567

e-mail: XXX@XXXX.gov.za

WWW. XXXX.XXX

### Application to exclude information from prospectus

Date: \_\_\_\_\_

To: The Companies Commission

From:

*(Name and Registration Number of Company)*

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—

*(State briefly the grounds on which the request is justified)*

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

**Authorised Signature:**

# 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.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Declaration of coming into or out of concert

Date: \_\_\_\_\_

From:

*(Name and Identity or Registration Number of the person making the declaration)*

Concerning:

*(Name and Registration Number of the regulated company in which the declarant is interested)*

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 and Title of person signing:

Authorised Signature:

# 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

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Notice of Amalgamation or Merger

Date: \_\_\_\_\_

#### Concerning:

(Name and Registration Number of each amalgamating or merging company)

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):

- ☐ 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.

- ☐ 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:

# Companies and Intellectual Property Commission Republic of South Africa

## Form TRP 98

### About this Form

- This form is issued in terms of Regulation 98 of the Companies Regulations, 2011.
- There is no fee for filing this Notice.

### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

## Disclosure of dealings in securities

Date: \_\_\_\_\_

From:

*(Name and Identity or Registration Number of the person making the disclosure)*

Concerning:

*(Name and Registration Number of the regulated company whose securities are the subject of the disclosure)*

The above person advises that it is engaged in dealings in securities of the regulated company referred to above, in circumstances contemplated in Regulation 98, the particulars of which are set out below.

*(Insert particulars of dealings in securities, including the names and Identity or Registration numbers of any concert parties involved in the dealings)*

Name and Title of person signing:

Authorised Signature:

# 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 in a class of securities crossing any multiple of 5% of the issued securities of the class.
- The company to whom this Notice is delivered must file a copy of the notice with the Panel, and deliver a copy of it 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 Commission

The Companies and Intellectual Property Commission of South Africa

Street Address

Pretoria XXXX

Republic of South Africa

tel: 27 012 123 4567

fax: 27 012 123 4567

e-mail: XXX@XXXX.gov.za

WWW. XXXX.XXX

### Disclosure of acquisition or disposal of securities

Date: \_\_\_\_\_

From:

(Name and Identity or Registration Number of the person making the disclosure)

To:

(Name and Registration Number of the regulated company whose securities are the subject of the disclosure)

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.

Name and Title of person signing:

\_\_\_\_\_

Authorised Signature:

\_\_\_\_\_



# 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 Commission

The Companies and Intellectual Property Commission of South Africa

Street Address

Pretoria XXXX

Republic of South Africa

tel: 27 012 123 4567

fax: 27 012 123 4567

e-mail: XXX@XXXX.gov.za

WWW. XXXX.XXX

### Notice of acquisition or disposal of securities

Date: \_\_\_\_\_

To: **Takeover Regulation Panel**

From:

*(Name and Registration Number of the regulated company filing notice)*

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 and Title of person signing:**

**Authorised Signature:**

# 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 R###.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Notice of Beginning of Business Rescue Proceedings

Date: \_\_\_\_\_

#### Concerning:

(Name and Registration Number of Company)

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.

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

Authorised Signature:

# 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 R 80.

#### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Notice of Appointment of Business Rescue Practitioner

Date: \_\_\_\_\_

#### Concerning:

(Name and Registration Number of Company)

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:

\_\_\_\_\_

# 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

Street Address  
Pretoria XXXX  
Republic of South Africa  
tel: 27 012 123 4567  
fax: 27 012 123 4567  
e-mail: XXX@XXXX.gov.za  
WWW. XXXX.XXX

### Notice of Decision Not to Begin Business Rescue

Date: \_\_\_\_\_

#### Concerning:

(Name and Registration Number of Company)

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: