



rural development  
& land reform

Department:  
Rural Development and Land Reform  
REPUBLIC OF SOUTH AFRICA

OFFICE OF THE CHIEF REGISTRAR OF DEEDS

Private Bag X918, Pretoria, 0001; Tel: 012 338 7227; Fax: 012 338 7383

CHIEF REGISTRAR'S CIRCULAR NO. 11 OF 2015

CONVERSION FROM PRIVATE COMPANY INTO A PUBLIC  
COMPANY AND CHANGE OF NAME CONCERNING THE  
THEKWINI WAREHOUSING CONDUIT (RF) LIMITED

1. **THE THEKWINI WAREHOUSING CONDUIT (PROPRIETARY) LIMITED** (Registration Number 2005/007604/07) has been converted, in terms of the provisions of the Companies Act, 2008 (Act No. 71 of 2008), from a private company into a public company, and change its name and is now known as **THE THEKWINI WAREHOUSING CONDUIT (RF) LIMITED** (Registration Number 2005/007604/06), with effect from 25 September 2012.

The enclosed documentation regarding this conversion and change of name must be filed under **BC No. 8 of 2015** in all deeds registries.

2. Due to the number of deeds that have to be endorsed regarding the conversion and change of name permission is hereby granted to endorse deeds as and when they are lodged for an act of registration.
3. Powers of attorney, consents and applications signed, and deeds registered after the **date of this circular** must reflect the conversion from a private company into a public company and change of name whilst those signed prior to this date must be accepted unaltered.
4. When relevant bonds are lodged for cancellation, it will not be necessary to endorse them in this regard, provided that the consent to cancellation refers to the conversion and change of name.

5. All deeds registries will be supplied with rubber-stamp.

  
CHIEF REGISTRAR OF DEEDS

DATE: 27 AUGUST 2015

REFERENCE: A. 14/P  
RINGBINDER 15

CHIEF REGISTRAR OF DEEDS  
REGISTRARS OF DEEDS  
DEEDS TRAINING

DIRECTOR: LAW SOCIETY OF SOUTH AFRICA : PRETORIA  
MANAGER: BUTTERWORTHS PUBLICATIONS : DURBAN  
CHAIRPERSON: PROPERTY LAW COMMITTEE : PRETORIA

ENDORSEMENT IN TERMS OF SECTION 3(1)(V) OF ACT 47 OF 1937 TO INDICATE THE CONVERSION OF A PRIVATE COMPANY TO A PUBLIC COMPANY	ENDOSSEMENT KRAGTENS ARTIKEL 3(1)(V) VAN WET 47 VAN 1937 OM DIE OMSKAKELING VAN 'N PRIVATE MAATSKAPPY NA 'N PUBLIEKE MAATSKAPPY AAN TE DUI
THE THEKWINI WAREHOUSING CONDUIT (PROPRIETARY) LIMITED (Registration Number 2005/007604/07)	THE THEKWINI WAREHOUSING CONDUIT (PROPRIETARY) LIMITED (Registrasie Nommer 2005/007604/07)
HAS BEEN CONVERTED IN TERMS OF THE PROVISIONS OF THE COMPANIES ACT, 2008 (ACT 71 OF 2008) INTO A PUBLIC COMPANY AND IS NOW KNOWN AS	IS KRAGTENS DIE BEPALINGS VAN DIE MAATSKAPPYWET, 2008 (WET 71 VAN 2008) OMSKEP IN 'N PUBLIEKE MAATSKAPPY EN STAAN NOU BEKEND AS
THE THEKWINI WAREHOUSING CONDUIT (RF) LIMITED (Registration Number 2005/007604/06)	THE THEKWINI WAREHOUSING CONDUIT (RF) LIMITED (Registrasie Nommer 2005/007604/06)
BC 8 / 2015	
DATUM / DATE	REGISTRATEUR VAN AKTES / REGISTRAR OF DEEDS

## CONVEYANCER'S CERTIFICATE

### Verification of Certificate of **THE THEKWINI WAREHOUSING CONDUIT (RF) LIMITED**, Registration number 2005/007604/06

I, the undersigned,

**GORDON ALEXANDER LEITH**

Conveyancer, and practising as such at PRETORIA, Gauteng Province, do hereby certify that the Certificate of **THE THEKWINI WAREHOUSING CONDUIT (RF) LIMITED**, Registration number 2005/007604/06 has been duly verified by myself on the CIPC-website <http://www.cipro.gov.za> on 3 July, 2015.

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DATE : 3 July, 2015



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CONVEYANCER

**COR15.2**



Companies and Intellectual  
Property Commission

a member of the dti group

Date: 28/09/2012

Our Reference: 110245551  
Box: 141989  
Sequence: 25

ENF001  
Basket: ENF001

**RE: Amendment to Company Information**

Company Number: 2005/007604/06

Company Name: **THE THEKWINI WAREHOUSING CONDUIT (RF)**

We have received a COR15.2 (Amendment of Memorandum of Incorporation) from you dated 23/08/2012.

The Amendment of Memorandum of Incorporation (1) was accepted and placed on file.

The Category Change (2) was accepted and placed on file.

The Ring Fencing Condition as part of the Name (3) was accepted and placed on file.

The enterprise type was changed to 06.

Yours truly

*Astrid Ludin*

**Commissioner: CIPC**

AOM

**Please Note:**

The attached certificate can be validated on the CIPC web site at [www.cipc.co.za](http://www.cipc.co.za).

The contents of the attached certificate was electronically transmitted to the South African Revenue Services.



The Companies and Intellectual Property Commission  
of South Africa

P.O. BOX 429, PRETORIA, 0001, Republic of South Africa. Docex 256, PRETORIA.

Call Centre Tel 086 100 2472, Website [www.cipc.co.za](http://www.cipc.co.za)

Certificate issued by the Companies and Intellectual Property  
Commission on Friday, September 28, 2012 08:29  
Certificate of Confirmation



Companies and Intellectual  
Property Commission  
a member of the dsi group

Registration number	2005 / 007604 / 06
Enterprise Name	THE THEKWINI WAREHOUSING CONDUIT (RF)
Enterprise Shortened Name	None provided.
Enterprise Translated Name	None provided.
Registration Date	14/03/2005
Business Start Date	14/03/2005
Enterprise Type	Public Company
Enterprise Status	In Business
Financial year end	December
Main Business/Main Object	to act as a warehousing conduit to acquire the rights, title and interest in and to home loan agreements etc.
Postal address	P O BOX 3918 DURBAN 4000
Address of registered office	NUMBER 1 THE GLADES 78 ARMSTRONG AVENUE LA LUCIA 4051



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of South Africa

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Companies and Intellectual  
Property Commission  
a member of the dti group

Registration number 2005 / 007604 / 06  
Enterprise Name THE THEKWINI WAREHOUSING CONDUIT (RF)  
Auditors  
Name DELOITTE & TOUCHE  
Postal Address P O BOX 243  
DURBAN  
4000

## Active Directors / Officers

Surname and first names	ID number or date of birth	Director type	Appoint-ment date	Addresses
VAN STADEN, KURT WADE	7110275030088	Director	18/05/2012	Postal: P O BOX 781396, SANDTON, SANDTON, 2146 Residential: 72 9TH STREET, PARKHURST, JOHANNESBURG, 2193
TOWERS, DAVID PETER	6108275108087	Director	18/05/2012	Postal: P O BOX 781396, SANDTON, SANDTON, 2146 Residential: 109 PADDOCK ROAD, ATHOLL, SANDTON, 2196
LETTY, EDWIN MARCUS	4112205020083	Director	31/01/2009	Postal: P O BOX 781396, SANDTON, 2146 Residential: 33 STIGLIGH ROAD, RIVONIA, 2128
CANTER, EUGENE PAUL	4605015096086	Alternate Director	18/05/2012	Postal: P O BOX 70121, OVERPORT, 4067 Residential: 2 PANORAMA PALMS, 7 ESSENWOOD PLACE, DURBAN, 4001
CANTER, EUGENE PAUL	4605015096086	Alternate Director	18/05/2012	Postal: P O BOX 70121, OVERPORT, 4067 Residential: 2 PANORAMA PALMS, 7 ESSENWOOD PLACE, DURBAN, 4001
SCHEI, URSULA LAURA	7808010272085	Company Secretary (Natural Person)	18/08/2005	Postal: P O BOX 3918, DURBAN, 4001  Residential: UNIT 4 PINEVIEW, 41 BOHMER ROAD, NEW GERMANY, 3610



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Companies and Intellectual Property Commission  
Republic of South Africa

ENF 001

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 submitted 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 R 250. See Item 3 of Table CR2B. 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  
P O Box 429  
Pretoria  
0001  
Republic of South Africa  
tel: 086 100 2472

www.cipc.co.za

Notice of Amendment of Memorandum of Incorporation

Date: 23/8/2012

Concerning: CONVERSION FROM PRIVATE TO PUBLIC COMPANY, INSERTION OF RESTRICTIVE CONDITIONS, CHANGE OF NAME TO INCLUDE (RF) AND ADOPTION OF NEW MOI

(Name and Registration Number of Company)

Name: THE THEKWINI WAREHOUSING CONDUIT PROPRIETARY LIMITED

Registration number: 2005/007604/07

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 as 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 provision of the type contemplated in section 15 (2) (b) or (c).
- ☒ Has provision 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:

D.P. TOWERS DIRECTOR

Authorised Signature:

[Signature]

Edward Nathan Sonnenbergs - 001  
Edwin de Smit / Wilma du Plessis  
(011) 269 7726 / 011 232 5055  
edsmit@ens.co.za / wduplessis@ens.co.za

WRITTEN RESOLUTIONS BY THE SHAREHOLDERS OF  
THE THEKWINI WAREHOUSING CONDUIT PROPRIETARY LIMITED

REGISTRATION NUMBER : 2005/007604/07

("the Company")

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WHEREAS the shareholders have waived in terms of section 62(2A) of the Companies Act, No 71 of 2008 as amended ("the Companies Act") the notice period and have consented to the passing and approval of the resolutions in terms of section 60 of the Companies Act.

**SPECIAL RESOLUTION NUMBER 1**

RESOLVED THAT the Company is converted from a private company into a public company, where after the Company will be known as "THE THEKWINI WAREHOUSING CONDUIT LIMITED".

**SPECIAL RESOLUTION NUMBER 2**

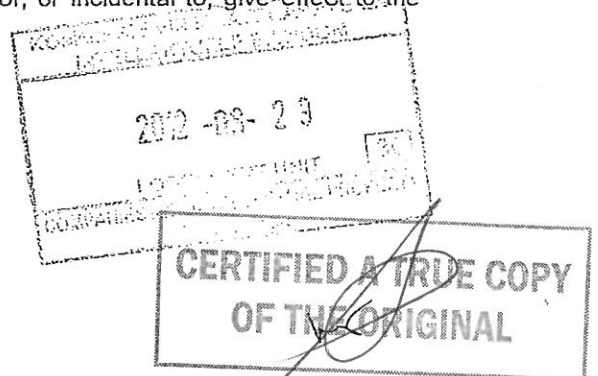
RESOLVED THAT the Memorandum of Incorporation ("MOI") of the Company is amended in terms of and pursuant to the provisions of sections 11(3)(b) and 16(5)(b)(i) of the Companies Act (with effect from the date set out in the amended registration certificate issued by the Commission in terms of section 16(8) read together with section 14(1)(b)(iii) of the Companies Act) by changing the name of the Company to insert the expression "(RF)" immediately after the name of the Company, namely THE THEKWINI WAREHOUSING CONDUIT (RF) LIMITED.

**SPECIAL RESOLUTION NUMBER 3**

RESOLVED THAT the existing Memorandum and Articles of Association are deleted in their entirety and the substitution thereof with a new MOI, attached hereto.

**ORDINARY RESOLUTION**

RESOLVED THAT any director of the Company is hereby authorised to take all such actions and steps and sign all such documentation as he or she considers are necessary for, or incidental to, give effect to the resolutions set out above.





## Shareholders

Signed by D.P. TOWERSSignature [Signature]*(Print name of signatory)*for and on behalf of The Trustees for the time being of Date 23 AUGUST 2012

The Thekwini Warehousing Conduit Owner Trust

(holder of the issued ordinary shares)

Signed by \_\_\_\_\_

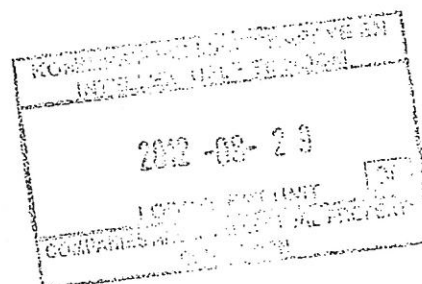
Signature \_\_\_\_\_

*(Print name of signatory)*

for and on behalf of SAHL Investment Holdings Date \_\_\_\_\_ 2012

Proprietary Limited (holder of the issued preference

share)



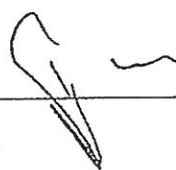
## Shareholders

Signed by \_\_\_\_\_


Signature \_\_\_\_\_

*(Print name of signatory)*

for and on behalf of The Trustees for the time being of      Date \_\_\_\_\_ 2012  
 The Thekwini Warehousing Conduit Owner Trust  
 (holder of the issued ordinary shares)

Signed by KL PEUWARDENSignature *(Print name of signatory)*

for and on behalf of SAHL Investment Holdings      Date \_\_\_\_\_ 2012  
 Proprietary Limited (holder of the issued preference  
 share)

  
**COMMISSIONER OF BATHS**  
**CHINELL STAFFORD-EDWARDS**  
 Admitted Attorney (BCOMM / LLB)  
 2 Milkwood Crescent, Milkwood Park  
 12 Douglas Saunders Drive, La Lucia

DATE: 04 MARCH 2015

**CERTIFIED A TRUE COPY  
 OF THE ORIGINAL**