

- Facing a **compliance** nightmare in your business?
- Concerned over the impact of incomplete and inaccurate **company records**?
- Need to improve the **governance** performance of your organisation?

With more than 30 years' experience in the board rooms of both listed and unlisted companies and entities as legal advisers and company secretaries, we offer:

- **Peace of mind**: Compliance with corporate law requirements.
- **Enhanced administrative performance**: Complete and accurate statutory records.
- **An effective board of directors**: Proper meeting management and support services.
- **Enhanced reputation**: Value-adding and relevant governance processes and procedures.

Our services include three focus areas:

1. JSE Listed and other public and private companies on an **outsourced basis**

- Preparation for and attendance of meetings and recording of minutes and resolutions;
- Assistance with the preparation and production of the annual report;
- Assistance with announcements and circulars in liaison with directors and the sponsors/designated advisors;
- Report on statutory secretarial records of the group as part of an annual audit or part of a due-diligence;
- Assisting companies to list on the JSE;
- Liaison with the JSE, sponsor and transfer secretaries.

2. **Statutory** services

- Maintain statutory records for private, public, incorporated and s21 companies;
- Drafting of special resolutions to change the name, main object and main business of a company or any amendments to the articles of association;

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- Formalising the appointment and resignations of directors, secretary or auditors;
- Recording any change of the registered address or place where records are kept;
- Formalising any changes to the share capital of the company;
- Transfer of members' interests;
- Preparation for and hosting of the annual general meeting;
- Lodging of the company's annual return with CIPRO;
- Storage of statutory documents.

3. **Corporate governance and compliance**

- Advising the board on all corporate governance and statutory matters;
- Providing guidance to the directors on their powers, duties and obligations;
- Updating the board on any changes in relevant legislation.
- Assisting the company in ensuring compliance with legislation and regulatory requirements.

Our team:

The partners, supported by internal and external assistants, are:

Annamarie van der Merwe (B.luris, LLB, LLM)

- a corporate lawyer and company secretary of companies in the listed environment for nearly 20 years;
- member of the King Committee on Corporate Governance for South Africa;
- a well-known presenter of workshops for directors and company secretaries on issues such as board effectiveness, statutory duties and liabilities and effective meetings.

Sirkien van Schalkwyk (BLC LLB)

- has 10 years company secretarial and acted as company secretary on a number of companies;
- specialise in the carrying out statutory audits and correction of statutory records;
- maintenance of statutory records and annual lodgements.

To contact us:

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