



Companies and Intellectual  
Property Commission  
a member of the SAG group

## COMPANIES AND INTELLECTUAL PROPERTY COMMISSION REPUBLIC OF SOUTH AFRICA

### Form CoR 14.3 - Registration Certificate

Issue date: 23/02/2017  
Print date: 23/02/2017  
Customer code: YASMIN  
Tracking number: 964048613

**Concerning:**

**KZN ARCHITECTS (Pty) Ltd 2017/082387/07**

The above 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 23/02/2017.

In conjunction with this certificate, the Commission has not issued another notice contemplated in section 12 (3).

**Commissioner: CIPC**

#### About this Notice

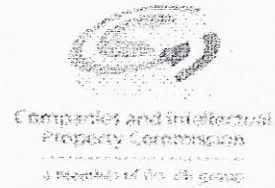
This Notice is issued in terms of section 14 of the Companies Act, 2008, and Regulation 14 of the Companies Regulations, 2011. If the Commission has altered the name of the company, in terms of section 14 (2) (b), the company may file an amended Notice of Incorporation to change the name.

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.

The Companies and Intellectual Property Commission of South Africa  
P.O. Box 429, Pretoria, 0001, Republic of South Africa  
Docex 256, Pretoria  
Contact centre 086 100 2472  
[www.cipc.co.za](http://www.cipc.co.za)

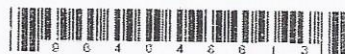


**Certificate issued by the Companies and Intellectual Property Commission  
on Thursday, February 23, 2017 03:46  
Registration Certificate**



Registration number	2017 / 082387 / 07
Enterprise name	KZN ARCHITECTS (PTY) LTD
Enterprise shortened name	NOT APPLICABLE
Enterprise translated name	NOT APPLICABLE
Registration date	23/02/2017
Business start date	23/02/2017
Enterprise type	PRIVATE COMPANY
Enterprise status	IN BUSINESS
Financial year end	FEBRUARY
Type of MOI	STANDARD (COR15.1A)
Main business/main object	BUSINESS ACTIVITIES NOT RESTRICTED.
Postal address	17 MYNA CRESCENT PARLOCK DURBAN KWA-ZULU NATAL 4037
Address of registered office	17 MYNA CRESCENT PARLOCK DURBAN KWA-ZULU NATAL 4037

The Companies and Intellectual Property Commission of South Africa  
P.O. Box 429, Pretoria, 0001, Republic of South Africa  
Dacex 256, Pretoria  
Contact centre 086 100 2472  
www.cipc.co.za



**Certificate issued by the Companies and Intellectual Property Commission  
on Thursday, February 23, 2017  
Registration Certificate**



Companies and Intellectual  
Property Commission  
a member of the CIPC group

Registration number **2017/082387/07**  
Enterprise name **KZN ARCHITECTS (PTY) LTD**

**Auditors**

**Directors**

Surname and first names	Status	ID number or date of birth	Director type	Appointment date	Addresses
NAIDOO, WENDLE DWAINÉ	ACTIVE	9301225082083	DIRECTOR	23/02/2017	<b>Postal</b> 17 MYNA CRESCENT, PARLOCK, DURBAN, KWA-ZULU NATAL, 4037 <b>Residential</b> 17 MYNA CRESCENT, PARLOCK, DURBAN, KWA-ZULU NATAL, 4037

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Notice of Incorporation

**COR 14.1**

Registration Number: K2017082387  
Enterprise Name: KZN ARCHITECTS



Tracking Number: 964048613



Customer Code: YASMIN

**INCORPORATOR DETAILS**

Full Name: **NAIDOO WENDLE DWAINÉ**  
Identity / Registration No: **9301225082083**  
Postal Address: **17 MYNA CRESCENT, PARLOCK, DURBAN, KWA-ZULU NATAL, 4037**

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

**Private Company**

2. The incorporation of the company is to take effect on:

**23 February 2017**

3. The company's first financial year will end on:

**01 - February**

4. The company's registered office address is:

Postal Address  
**17 MYNA CRESCENT, PARLOCK,  
DURBAN, KWA-ZULU NATAL, 4037**

Physical Address  
**17 MYNA CRESCENT, PARLOCK,  
DURBAN, KWA-ZULU NATAL, 4037**

5. Number of initial director(s) of the company as listed in Annexure A

**1**

6. The company name is:

**KZN ARCHITECTS**

7. The company's Memorandum of Incorporation, attached in form CoR 14.1  
has no provisions of the type contemplated in section 15(2)(b) or (c).

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

XWIN

Date

27/2/2017

Certificate issued by the Commissioner of Companies & Intellectual  
Property Commission on Monday, February 27, 2017 at 12:48



Companies and Intellectual  
Property Commission  
a member of the CIP group

Notice of Incorporation

**COR 14.1A**

Registration Number: K2017082387  
Enterprise Name: KZN ARCHITECTS



Tracking Number: 964048613



Customer Code: YASMIN

INITIAL DIRECTOR DETAILS

Full Name	Occupation	ID Number / Date of Birth & Country	Appoint. Date	Cellphone Number	Address
NAIDOO, WENDLE DWAINÉ		9301225062083 South Africa	23/02/2017	0845374465	Postal: 17 MYNA CRESCENT, PARLOCK, DURBAN, KWA-ZULU NATAL, 4037 Residential: 17 MYNA CRESCENT, PARLOCK, DURBAN, KWA-ZULU NATAL, 4037

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

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).





Memorandum of Incorporation

COR 15.1A

Registration Number: K2017082337  
Enterprise Name: KZN ARCHITECTS



Tracking Number: 964048613



Customer Code: YASMIN

MEMORANDUM OF INCORPORATION  
OF  
KZN ARCHITECTS

which is a private company, has 1 directors(s), 1 incorporators and 0 alternate director(s), is authorised to issue no more than 1 000.00 share(s) 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.

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
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NAIDOO, WENDLE DWAINÉ	9301225082083	0845374465	INFO@KZNARCHITECTS.CO.ZA	Postal: 17 MYNA CRESCENT, PARLOCK, DURBAN, KWA-ZULU NATAL, 4037
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*WWD*

Signature

27/2/2017

Date

Residential: 17 MYNA CRESCENT,  
PARLOCK, DURBAN, KWA-ZULU  
NATAL, 4037





**Memorandum of Incorporation**

**COR 15.1A**

Registration Number: K2017082387  
Enterprise Name: KZN ARCHITECTS



Tracking Number: 964048613



Customer Code: YASMIN

**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 limitations, extension, variation or substitution; and
  - (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 notices to each shareholder by ordinary mail.

**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.

**Articles 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.
- (2) The Company must not make an offer to the public of any of its securities.
- (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 (2), or subject to any conditions contemplated in that section.
- (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





**Memorandum of Incorporation**

**COR 15.1A**

Registration Number: K2017082387  
Enterprise Name: KZN ARCHITECTS



Tracking Number: 964048613



Customer Code: YASMIN

- (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 the 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 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.

**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





**KZN ARCHITECTS PROPRIETARY LIMITED**

**RESOLUTION PASSED BY THE DIRECTOR/S ON 23 FEBRUARY 2017**

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**NOTED THAT**

The company was registered with the CIPC, Pretoria on 23 February 2017 under registration number 2017/082387/07 and a certificate of registration was issued on the same date.

**AUTHORISED SHARE CAPITAL**

The authorised share capital of the company is:  
R0.00 divided into 0 shares of R0.00 each  
R0.00 divided into 1000 Ordinary shares of R0.00 each

**DIRECTORS AND INCORPORATORS**

The following INCORPORATOR was appointed the first director of the company.

WENDLE DWAINÉ NAIDOO

**REGISTERED OFFICE**

It is noted that the registered office is situated at:

17 MYNA CRESCENT  
PARLOCK  
DURBAN  
4037

17 MYNA CRESCENT  
PARLOCK  
DURBAN  
4037

WN  
/

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Memorandum of Incorporation

**COR 15.1A**

Registration Number: K2017082387  
Enterprise Name: KZN ARCHITECTS



Tracking Number: 964048613



Customer Code: YASMIN

Companies Act, 2008.

- (2) The right of the 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 are 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 at least 50% of the voting rights exercised on the resolution, as provided in section 65 (7).
- (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 and Officers**

**4.1 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 is to be elected by the holders of the company's securities as contemplated in section 68.
- (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.

**4.3 Directors' Meetings**





Memorandum of Incorporation

**COR 15.1A**

Registration Number: K2017082387  
Enterprise Name: KZN ARCHITECTS



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Customer Code: YASMIN

- (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.
- (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 of 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 (3);
- (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 (6).



# SHARE CERTIFICATE

## KZN ARCHITECTS PROPRIETARY LIMITED

(Incorporated in the Republic of South Africa)

REG NO. 2017/1082387/07

**Registered Office:**  
17 MYNA CRESCENT  
PARLOCK  
DURBAN  
4037

**Postal address:**  
17 MYNA CRESCENT  
PARLOCK  
DURBAN  
4037

This is to certify that the undermentioned is the registered proprietor of fully paid up shares as shown below in the capital of the above Company, subject to the Memorandum of Incorporation

NAME AND ADDRESS	CLASS OF SHARE	ISSUE PRICE	REF. NO.	DATE	CERT. NO.	NO OF SHARES
WENDLE DWAINE NAIDOO 9301225082083 17 MYNA CRESCENT PARLOCK DURBAN 4037	ORDINARY	R 0.000000	S 0	23/02/2017	1	100

Given on behalf of the company at DURBAN on 23 FEBRUARY 2017

X *WMM*

Secretary

Directors

# Account Confirmation Letter

Date: 05.04.2017

**FNB**  
**LA LUCIA**

05 -04- 2017

**CSR 1**  
**210 - 048**

To Whom it may Concern,

## ACCOUNT CONFIRMATION

We hereby confirm that KZN ARCHITECTS (PTY) LTD (name of entity/customer), 2017/082387/07 (ID/registration number) holds the following account/s with FNB:

Account type	Account number	Branch	Branch code	Date opened
CHEQUE	62688323931	LA LUCIA	250-655	05.04.2017

We confirm that the following persons have been appointed as authorised representatives to act on behalf of the client:

1. WENDLE DWAINÉ NAIDOO ID 9301225082083

The information provided in this letter is a true reflection of the records that were available to us as at the date of this letter. The bank shall not be held responsible for any subsequent changes in information contained in this letter.

Yours faithfully



NICHOLAS M MCHUNU



Kzn architects

Income tax number 9119951227

Irp 6 due date 28/02/2017

case number 247634470

Wendle Dwaine naidoo

Income tax number 3859441150

Irp 5 2012/2013

Case number 247638655