



23/03/2026

IN THE HIGH COURT OF SOUTH AFRICA
GAUTENG DIVISION, PRETORIA

CASE NO: 2025 - 210389

- (1) REPORTABLE: NO
(2) OF INTEREST TO OTHER JUDGES: NO
(3) REVISED.

23/03/2026

DATE

SIGNATURE

In the matter between:

MKHIZE, HLENGIWE HOPE KHETHIWE

Applicant

and

HART, SINDISWA

First Respondent

SINDISWA HART N. O.

Second Respondent

(IN HER CAPACITY AS EXECUTRIX OF THE LATE
ESTATE CALEB SIBUSISO HART)

CHART SOLUTIONS (PTY) LTD

Third Respondent

COMPANIES AND INTELLECTUAL

Fourth Respondent

PROPERTY COMMISSION (CIPC)

JUDGMENT

MBONGWE J:

Introduction

- [1] This is an urgent application brought in terms of Rule 6(12)(c) of the Uniform Rules of Court for reconsideration of orders granted in an earlier urgent application.
- [2] The urgency arises from the fact that a contempt of court application against the first respondent is set down for hearing in the coming week, premised upon the impugned orders.

Background

- [3] The deceased, sole director of the second respondent company, passed away in July 2025. His wife, the first respondent, was appointed executrix of his estate and also became a director of the company.
- [4] At a family meeting attended by the first respondent, the company's accountant, and three women who had minor children with the deceased, it was agreed that one of the latter be appointed as co-director. The accountant registered her appointment with the CIPC.
- [5] The newly appointed co-director failed to provide her written acceptance of appointment and a signed letter of appointment as required by section 66(7) of the Companies Act.¹
- [6] Relations between the co-directors soured. Attorneys acting for the newly appointed co-director demanded accountability from the first respondent. Attorneys for the first respondent replied that their mandate was limited to the administration of the estate.

- [7] Concerned about his professional reputation, the accountant subsequently removed the newly appointed co-director from the CIPC records, recording her as "resigned."

The Initial Urgent Application

- [8] The removed co-director launched an urgent application seeking, inter alia, that the first respondent not be remunerated for her services to the company.
- [9] The application was opposed by both respondents, who raised two grounds:
- a) The applicant was not validly appointed as a director and had been removed;
 - b) Consequently, she lacked locus standi to bring the application.²

- [10] The presiding judge nevertheless ordered that the first respondent not be remunerated, allowed the applicant to amend her papers, and reinstated her as co-director, holding that she had not been properly removed.

The Reconsideration Application

- [11] The present application seeks reconsideration of those orders.
- [12] Counsel for the applicant (removed co-director) argued that her removal was unlawful, as section 71 of the Companies Act prescribes the procedure for the removal of directors.³
- [13] Counsel for the respondents countered that the applicant's appointment was void ab initio, as she had not complied with section 66(7) requiring written consent to serve as a director. Consequently, section 71 was inapplicable.
- [14] The respondents further argued that the first respondent was entitled to remuneration for services rendered as managing director of the company.

Issues

[15] The issues for determination are:

- a) Whether the applicant was validly appointed as a director;
- b) Whether her removal was lawful;
- c) Whether she had locus standi to bring the initial urgent application;
- d) Whether the order depriving the first respondent of remuneration was competent.

Analysis

Appointment

[16] Section 66(7) of the Companies Act requires written consent to serve as a director. The applicant failed to provide such consent. Her appointment was therefore incomplete and void ab initio.¹

Removal

[17] Since the applicant was never validly appointed, section 71 governing removal of directors does not apply.²

¹ CDH Invest NV v Petrotank South Africa (Pty) Ltd & Others (483/2018) [2019] ZASCA 53 (SCA) – confirming strict compliance with statutory formalities under the Companies Act.

² Jones and Others v Delpont and Others (2023/082594, Gauteng High Court, 28 August 2024); Sharp and Another v Buthelezi and Others (2024/088147, Gauteng High Court, 18 September 2024) – removal of directors must comply strictly with section 71 procedures.

Locus Standi

[18] The applicant, not being a validly appointed director, lacked locus standi to bring the urgent application.³ The presiding judge erred in reinstating her and in disregarding the respondents' locus standi objection.

Remuneration

[19] The first respondent, as managing director, was entitled to remuneration for services rendered. The order depriving her of remuneration was not supported by law or fact.

Conclusion

[20] The orders granted in the earlier urgent application were erroneously made. The applicant was not validly appointed as a director, lacked *locus standi*, and her reinstatement was incompetent.

[21] The order depriving the first respondent of remuneration was similarly erroneous.

Order

[22] The following order is made:

1. The application for reconsideration succeeds.

³ Dr Waa Gouws (Johannesburg) (Pty) Ltd v HR Computek (Pty) Ltd & Others (909/2023) [2025] ZASCA 103 (SCA); Organisation Undoing Tax Abuse NPC v Myeni & Another (15996/2017) [2019] ZAGPPHC 957 (GP) – locus standi requires a valid legal interest.

2. The orders granted in the urgent application under case number 2025-210389 are set aside.
3. It is declared that the applicant was not validly appointed as a director of the second respondent company.
4. It is declared that the applicant lacked *locus standi* to bring the urgent application.
5. The first respondent is entitled to remuneration for services rendered as managing director of the company.
6. The contempt of court application set down against the first respondent is rendered moot by this order.
7. Costs are awarded to the first and second respondents, including costs of two counsel where so employed.


JUDGE MPN MBONGWE
JUDGE OF THE HIGH COURT
GAUTENG DIVISION
PRETORIA

APPEARANCES:

For the Applicant:	Adv Jacobs
Instructed by:	Grobbelaar Incorporated Attorneys
For the 1 st & 3 rd Respondent:	Adv Tshabalala
Instructed by:	Maroane Attorneys
For the 2 nd Respondent:	Adv Kabinde
Instructed by:	Dudula Attorneys

Date of Hearing:

09 December 2025

Date of Judgment:

23 March 2026

**THIS JUDGMENT HAS BEEN ELECTRONICALLY TRANSMITTED TO THE
PARTIES' LEGAL REPRESENTATIVES AND UPLOADED ONTO CASELINES ON
23 MARCH 2026**