IN THE COMPANIES TRIBUNAL OF SOUTH AFRICA

HELD AT PRETORIA

Case No: CT02651-ADJ-2026

In the matter between:

Theolan Naidoo	**Applicant**
and	
Remembrance Khumbuzile Gabela	**First Respondent**
Nishaan Gayadin	**Second Respondent**

Tribunal Member:	D Terblanche
Date of Hearing:	13 April 2026
Date of Ruling:	16 April 2026

RULING – APPLICATION FOR REDUCTION OF TIME IN TERMS OF REGULATION 147

THE PARTIES

1. The Applicant is Theolan Naidoo, an adult male and a director of Autodext (Pty) Ltd ("the Company").

2. The First Respondent is Remembrance Khumbuzile Gabela, appointed as a director on 23 June 2023 (via the shelf company Imbus (Pty) Ltd).

3. The Second Respondent is Nishaan Gayadin, appointed as a director on 18 April 2024.

4. All three are directors of Autodext (Pty) Ltd (registration number 2023/831445/07).

THE APPLICATION BEFORE THE TRIBUNAL

5. The Applicant filed an application in terms of Regulation 147 of the Companies Regulations, 2011**,** using Form CTR 147, requesting that the Tribunal reduce the time for filing a document – in the main application (which seeks their removal as directors under section 71(8) of the Companies Act 71 of 2008). The relief sought is to effect an expedited hearing of the main application.

THE HEARING

6. The Tribunal convened a hearing for the condonation application on 13 April 2026 on an urgent basis.

7. The Applicant attended the hearing, assisted by his mother, Charmaine Pillay**,** who made representations on his behalf.

8. The First Respondent did not appear.

9. The Second Respondent appeared and was represented by Mr Singh of Carlos Miranda Attorneys. The Applicant stated that he had not received the Regulation 147 application prior to the proceedings. He became aware of the urgent condonation application and the hearing on Friday, 10 April 2026, and therefore had not seen the application or supporting documentation.

10. On the morning of the hearing, the Tribunal engaged the Second Respondent regarding his willingness and ability to participate. He indicated that he would be able to participate once he had sight of the application and supporting documents.

11. The Tribunal directed the Registrar to provide the application and supporting documents to the Second Respondent. After a short recess, the Second Respondent confirmed that

he had received and perused the CTR147 and attached affidavit and was ready to make his submissions.

THE APPLICANT'S CASE

12. The Applicant submitted that **"good cause"** exists for a reduction of time, relying on the following allegations set out in his founding affidavit (which contained **no annexures**):
    - 12.1. The Company faces imminent and irreversible commercial and financial collapse unless the matter is heard urgently and the Respondents are removed as directors.
    - 12.2. Since 7 January 2026, First National Bank (FNB) has frozen the Company's bank account, and the Yoco Speed point facility is blocked, due to the Respondents' failure to comply with Bank's Know Your Customer (KYC) requirements.
    - 12.3. The Respondents have:
        - 12.3.1. Failed to attend director's meetings;
        - 12.3.2. Refused to participate in emergency meetings;
        - 12.3.3. Ignored High Court summons and default judgment proceedings;
        - 12.3.4. Failed to authorise steps to unblock banking facilities, file beneficial ownership returns with CIPC, or appoint a POPIA Information Officer.
    - 12.4. The Company cannot pay SARS (VAT, PAYE, UIF, income tax), MIBCO pension fund contributions, or insurance premiums.
    - 12.5. Employees have resigned, including skilled mechanics trained by the Applicant.
    - 12.6. Affected clients have issued summons; a default judgment has been requested against the Company.
    - 12.7. The Applicant cannot remove the Respondents via CIPC because he requires a 100% share certificate, which he cannot upload without the Respondents' cooperation.

13. The Applicant acknowledged that a dispute exists regarding shareholding but argued that the main relief (director removal under section 71(8)) falls within the Tribunal's remit and that shareholding issues do not oust jurisdiction.

THE SECOND RESPONDENT'S CASE

14. The Second Respondent submitted that **there is no genuine urgency**. The banking issues cited by the Applicant have persisted since 7 January 2026. Despite this, the Applicant waited until mid-March 2026 to initiate the main application and only sought relief under Regulation 147 towards the end of March 2026. The considerable delay undermines any assertion of urgency.

15. The Second Respondent contended that the Applicant failed to demonstrate good cause**,** making mere assertions without any supporting evidence. Despite the alleged facts being within the Applicant's personal knowledge or readily accessible (e.g., bank correspondence, emails, summons, CIPC rejection notices), none of these documents were furnished to substantiate his claims.

16. The dies for filing the Respondents' opposition and answer had not yet expired, with approximately five days remaining as at the date of the condonation application. Reducing the time for filing an answering affidavit would prejudice the Respondents.

17. The Respondents have requested information and documentation from the Applicant, which has not yet been provided. Shortening the time for filing would exacerbate this disadvantage and undermine the Respondents' right to a fair process.

18. The Second Respondent objected to the affidavit, he raised that the Applicant's affidavit was improperly commissioned**.**

19. The Second Respondent expressed a willingness to facilitate a process aimed at resolving the compliance challenges and requested the Tribunal to dismiss the application for reduction of time.

LEGAL FRAMEWORK

20. Regulation 147 of the Companies Regulations, 2011 provides:
"A party to any matter may apply to the Tribunal to condone late filing of a document, or to request an extension or reduction of the time for filing a document, by filing a request in form CTR 147."

21. The Tribunal applies the **"good cause"** test developed in case law. The leading authorities are:

    21.1. ***Melane v Santam Insurance Co Ltd*** 1962 (4) SA 531 (A): The court has a judicial discretion, exercising it upon a consideration of all facts. The applicant must provide a full, reasonable explanation for the relief sought.

    21.2. ***Sebela v Galananzhele*** (CT01201ADJ2022) [2023] COMPTRI 60: Confirmed that "reduction of time" is a distinct remedy under Regulation 147 and that the applicant must demonstrate good cause.

22. The "good cause" threshold requires consideration of:

    22.1. The degree of reduction sought;

    22.2. The explanation for the urgency (why timelines should be reduced);

    22.3. The prospects of success in the main application;

    22.4. The importance of the case;

    22.5. Prejudice to the parties.

23. Critically**,** bare allegations without supporting evidence do not constitute "good cause." An applicant who seeks to abridge time must attach relevant documents (e.g., bank correspondence, summons, CIPC rejection notices, emails) to prove the asserted facts.

24. The burden rests on the applicant to make out its case on the founding affidavit, supported by evidence and a properly commissioned affidavit (*Molusi v Voges NO* 2016 (3) SA 370 (CC) at para [27-28]). A bare denial is inadequate where facts lie peculiarly within the denying party's knowledge (*Wightman t/a JW Construction v Headfour (Pty) Ltd* 2009 (3) SA 600 (SCA)).

EVALUATION AND FINDINGS

The application

25. The Applicant filed an application in terms of Regulation 147 of the Companies Regulations, 2011, using Form CTR 147, requesting that the Tribunal reduce the time for filing a document**.** The only reduction of time for filing a document at the current stage of these proceedings, not within the control of the Applicant, is the time for the Respondents to file their answers. As the Applicant did not specify to the Tribunal how many days he sought to reduce the Respondents' filing time, the Applicant did not provide an answer. The Tribunal therefore treated the Applicant's applications as a request to shorten the deadline for the Respondents to file their responses to the main application.

26. At the time of the condonation hearing, the period for the Respondents to submit their notice of intention to oppose had not yet lapsed. While it appears that the Second Respondent plans to contest the main application, the First Respondent's intentions remain unclear. As of 13 April 2026, the Respondents retained approximately five days to file their answering affidavit before the deadline. The Tribunal is required to consider whether the Applicant has demonstrated good cause, whether urgency justifies a shortened response period, and whether either party would suffer prejudice as a result.

The Second Respondent’s appearance

27. The Second Respondent appeared at the hearing and indicated a desire to be heard, despite not having filed formal opposing papers in respect of the condonation application. The Tribunal, in the interests of justice and given that the Respondent's input is directly relevant to the criteria of urgency and prejudice, exercised its discretion to hear the Respondent's oral submissions. The Applicant was not prejudiced thereby, as they had a full opportunity to respond. The Tribunal notes that the Respondent's submissions were not supported by a formal answering affidavit or annexed evidence, which has been taken into account in these proceedings.

Bare allegations and lack of supporting evidence

28. The Second Respondent submitted in oral argument that the Applicant’s founding affidavit contains serious allegations but attaches no documentary evidence whatsoever –

no bank letter, no email correspondence, no meeting minutes, no copy of summons, no CIPC rejection notice, no MIBCO listing, no resignation letters. After reviewing the Applicant's affidavit and noting that he admitted to omitting the referenced evidence, it is apparent that the Applicant failed to substantiate his allegations in the affidavit with supporting evidence.

28.1. Finding: This is a fatal defect. In *Melane v Santam*, the court held that an applicant must lay a proper foundation for the relief sought. The Tribunal is entitled to reject an application that relies on unsubstantiated assertions. The Second Respondent's objection on this point is upheld.

Improperly commissioned affidavit

29. The Second Respondent contended that the Applicant's affidavit was improperly commissioned. The Applicant did not dispute this at the hearing. An affidavit that does not comply with the formal requirements of the Justices of the Peace and Commissioners of Oaths Act is invalid and cannot be relied upon.

29.1. Finding: While the absence of proper commissioning does not automatically render the affidavit a nullity in all circumstances, it is a procedural defect that undermines the affidavit's validity and reliability as evidence before the Tribunal. The Applicant's failure to comply with this requirement weakens the evidentiary basis for the relief sought. However, the Tribunal does not base its decision solely on this defect, but considers it together with the other deficiencies identified above and below

Lack of urgency

30. The bank account was frozen on 7 January 2026. The Applicant launched the main application in mid-March 2026 and the Regulation 147 application towards the end of March 2026 – a delay of nearly three months. Urgent relief must be sought promptly; the Applicant's conduct demonstrates a lack of diligence.

30.1. Finding: The Applicant has failed to establish urgency.

Prejudice to the Respondents

31. The Respondents require certain information and documentation from the Applicant to prepare their answering affidavit. Reducing the time for filing would prejudice them, as they have not yet received that information. The Applicant has not shown that any prejudice to him outweighs the Respondents' right to a fair opportunity to answer.
    31.1. Finding: The balance of prejudice favours the Respondents.

Shareholding disputes and this application

32. The parties raised competing contentions regarding shareholding in the company. While the Tribunal has jurisdiction under section 71(8) to determine applications for director removal on the grounds of neglect or dereliction of duty, the Tribunal may not have jurisdiction to finally determine disputes concerning the ownership of shares. This ruling is concerned solely with the condonation application in terms of Regulation 147—whether the Applicant has established "good cause" for a reduction of time for the filing of pleadings. The Tribunal is not required, at this interlocutory stage, to determine the competing shareholding claims of the parties.
    32.1. Finding: The existence of a shareholding dispute does not, of itself, deprive the Tribunal of jurisdiction to entertain a condonation application ancillary to a section 71(8) application.

Expediting the hearing

33. The Tribunal also examined if shortening the Respondent's time to respond to the main application—by removing the remaining five days—would significantly speed up the proceedings.

34. Besides earlier points, the Tribunal believes that shortening the already limited time remaining for the Respondents to respond to the main application will not notably accelerate the proceedings. Instead, the Applicant can help move the hearing forward by quickly submitting a reply and arranging an expedited set-down date through mutual agreement.

CONCLUSION

35. The Applicant has failed to establish "good cause" for a reduction of time in terms of Regulation 147.

36. The application suffers from multiple, independently fatal defects:
    36.1. No supporting evidence for material allegations;
    36.2. An improperly commissioned affidavit
    36.3. Lack of urgency (delay in launching the application);
    36.4. The time for filing the answer had not yet expired, and reducing the remaining five days would be unjust;
    36.5. Prejudice to the Respondents.

ORDER

37. The Tribunal makes the following order:
    37.1. The Applicant's application for a reduction of time in terms of Regulation 147 of the Companies Regulations, 2011 is dismissed**.**
    37.2. Respondents must file their answering affidavit in the main application within the period set by the Companies Regulations, 2011, unless the deadline is extended by agreement or Tribunal order.
    37.3. No order as to costs.

DATED ON 16 APRIL 2026

D Terblanche
Member of the Companies Tribunal