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Companies and Intellectual Property Commission  
Republic of South Africa

Form CoR 123.1

About this Form

- This form is issued in terms of section 129 and 131 of the Companies Act, 2008, and Regulation 123 of the Companies Regulations, 2011.
- A company resolution to commence business rescue proceedings has no force or effect until it has been filed with this notice.
- This notice must be published to every affected person within 5 business days after -
  - (a) It has been filed, in the case of a resolution; or
  - (b) The date of the court order, in such a case.
- If this Notice is issued following a board resolution-
  - (a) The company must appoint a business rescue practitioner with 5 business days after filing this notice ; and
  - (b) Any affected person may apply to a court in terms of section 130 for an order setting aside the resolution.
- The fee for filing this notice is R0.

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address  
PO Box 429  
Pretoria  
0001  
Republic of South Africa  
Tel: 086 100 2472

www.cipc.co.za

Notice of Beginning of Business Rescue Proceedings

Date: 25 October 2017

Customer Code: COXYEA

Concerning

(Name and Registration Number of Company)

Name: Bambarani Pipes & Fittings (Pty) Ltd

Registration No: 1998/014242/07

The above named company advises that business rescue proceedings have commenced in terms of Chapter 6 of the Companies Act, as a result of:

The Board of the company having adopted the attached resolution in terms section 129, on 25 October 2017

A Court having made the attached order in terms of section 131, on

In terms of section 132 (1)(a), the company's business rescue proceedings commenced on 25 October 2017, being the date on which:

This notice was filed with the Commission.

The court issued the attached order.

(Only in the case of a company resolution)

In support of this Notice, the company has attached a sworn statement of the relevant facts upon which the resolution was founded by a director representing the Board.



Name and Title of person signing on behalf of the Company:

Dhaibhen Chuggan Reddy

Authorised Signature:

*D. Reddy*

RESOLUTION OF  
BAMBANANI PIPES & FITTINGS (PTY) LIMITED

Registration Number 1998/01424/07  
("the Company")

Held at Umhlanga on 25 October 2017

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WHEREAS

1. the Company is financially distressed, and the director is of the opinion that there is a reasonable prospect of rescuing the business, in particular, securing a greater dividend for creditors than that which creditors would be paid if the Company was liquidated.

IT IS RESOLVED THAT:

2. the Company voluntarily commences business rescue proceedings with immediate effect under the supervision of a duly appointed business rescue practitioner in terms of s129 of the Companies Act 71, 2008 ("the Act");
3. that Eugene Nel of Berrange Incorporated be nominated as business rescue practitioner subject to his written acceptance of such appointment and his satisfaction of the provisions of Section 138 of the Act;
4. Dhaibhen Chuggan Reddy (Director) or Anil Khoosal Narotam be and are hereby authorized to sign all the necessary documents on behalf of the Company to give effect to implementation of all of these resolutions.

NAME	SIGNATURE	DATE
DHAIBHEN CHUGGAN REDDY <i>Sole director</i>	<u><i>D Chuggan</i></u>	<u>25 October 2017</u>



**SWORN STATEMENT**

**OF THE DIRECTOR OF BAMBANANI PIPES & FITTINGS (PTY) LIMITED**  
Registration Number 1998/01424/07

**In support of the notice commencing business rescue of the Company**

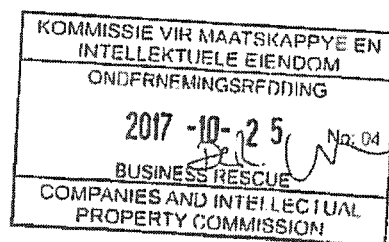
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I, the undersigned,

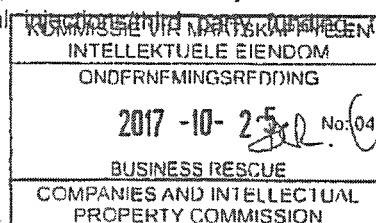
**DHAIBHEN CHUGGAN REDDY**

do hereby make oath and say that:

1. I am the sole director of Bambanani Pipes & Fittings (Pty) Limited, registration number, 1998/01424/07, a company, duly registered and incorporated according to law, and having its registered address at 8 Penny Road, Roodepoort, Gauteng 1734 ("the Company").
2. The contents of this sworn statement are true and correct and fall within my own personal knowledge, unless indicated to the contrary.
3. I am duly authorised to depose to this Affidavit in terms of a resolution passed by the board of directors of the Company dated 25 October 2017.
4. I make this sworn statement:
  - (a) in support of the Company's notice to commence business rescue proceedings as contemplated in s129 of the Companies Act, 2008 ("the Act");
  - (b) with a view to providing information relevant to the proposed business rescue proceedings and in support of the contention that the Company is in financial distress as contemplated by the provisions of Section 128 (1)(f) of the Act.
5. On 25 October 2017, I, as the sole director, resolved that the Company voluntarily commence business rescue proceedings as envisaged in the Act.



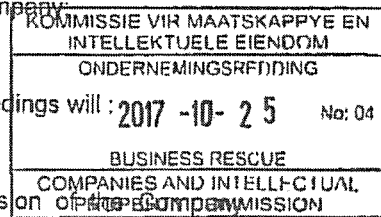
6. The primary business of the Company comprises the manufacture of large steel pipes and fittings in the water and sewage reticulation industry.
7. For the purpose of the Companies and Intellectual Property Commission Practice Note 3 of 2014, the physical address where most of the business activities in the current financial year were undertaken is No 8 Penny Road, Roodepoort, Gauteng.
8. The Public Interest score of the Company is 157 (based on the Company's Audited Financial Statements) making it a medium size company as defined in regulation 127 (2)(b) made in terms of the Act.
9. The relevant facts and reasons for the passing of the aforesaid resolution are:
  - (a) Low demand for large water pipes & fittings
  - (b) High overhead and labour costs
  - (c) Absence of external funding
  - (d) Substantial debt burden
10. The Company's current indebtedness to various parties is approximately the sum of R162.5million
11. Aside from the fact that the Company has commenced a retrenchment process as contemplated in terms of Section 189 of the Labour Relations Act; I am not aware of any legal proceedings involving the Company [Practice Note 3 of 2014].
12. From a working capital perspective, the Company's current trading indicates that the Company will not have the cash resources available to pay its expenses. The Company has traditionally operated with unsecured banking facilities and has been funded with shareholder's loans. The shareholder is not prepared to advance any further funds. Absent further shareholder capital, the Company is in a state of financial distress.



Company does not possess sufficient cash resources on to meet any cash deficit. All attempts to secure outside funding have failed.

13. Accordingly, in the opinion of the board of the Company, it is unlikely that the Company will be able to pay its debts as they become due and payable within the immediately ensuing 6 months.
14. The Company and board of directors do however believe that there appears to be a reasonable prospect of "rescuing" the Company by developing and implementing a plan which, although it will not result in the continued existence of the company on a solvent basis, will result in a better return for the Company's creditors or shareholders than would result from the immediate liquidation of the Company.. The Company and board of directors believe that the commencing of voluntary business rescue proceedings will assist the Company in developing a business rescue plan which will achieve the best outcome for all stakeholders.
15. In the premises, it is appropriate for the Company to be placed under business rescue for the following reasons:

- (a) it is unlikely that the Company will be able to pay its debts as they become due and payable, within the immediate ensuing 6 months as contemplated by Section 129 of the Act.
- (b) there is a reasonable prospect that if one or more of the creditors of the Company are not paid (as is anticipated) they may launch proceedings for the winding-up of the Company.
- (c) the contemplated business rescue proceedings will:
- (i) allow for the temporary supervision of the Company including the temporary management of its affairs;
  - (ii) afford the Company a general moratorium against actions by creditors;



*[Handwritten signature]*

- (iii) allow for a restructure of the Company in terms of a business rescue plan to be developed;
  - (iv) the business rescue plan will assist the Company to develop a strategy of "rescuing" the Company by developing and implementing a plan which, although it will not result in the continued existence of the company on a solvent basis, will result in a better return for the company's creditors or shareholders than would result from the immediate liquidation of the company.
  - (v) result in a better return for the Company's creditors and shareholders than that which will result if the Company continued trading in its current form and which may lead to the potential liquidation of the Company
16. In the premises, the directors of the Company have resolved that the Company should apply for voluntary business rescue proceedings to be commenced in accordance with Section 129(1) of the Act.

*[Handwritten Signature]*

DEPONENT

I hereby certify that the Deponent has acknowledged that he knows and understand the contents of this Affidavit which was signed and sworn to before me at Umhlanga on this 25<sup>th</sup> day of October 2017, the provisions of the Regulations contained in Government Gazette Notice R35 dated 14 March 1980 having been duly complied with.

**CALLYN WILKINSON**  
 COMMISSIONER OF OATHS  
 PRACTISING ATTORNEY R.S.A.  
 21 RICHEFOND CIRCLE  
 RIDGESIDE OFFICE PARK  
 UMHLANGA RIDGE, DURBAN

KOMMISSIE VIR MAATSKAPPE EN INTELLEKTUELE EIENDOM	
ONDERNEMINGSREDDING	
2017-10-25	No: 04
BUSINESS RESCUE	
COMPANIES AND INTELLECTUAL PROPERTY COMMISSION	

*[Handwritten Signature]*

COMMISSIONER OF OATHS

**Companies and Intellectual Property Commission  
Republic of South Africa**

**Form CoR 123.2****About this Form**

- This form is issued in terms of sections 129 and 131 of the Companies Act, 2008, and Regulation 123 of the Companies Regulations, 2011.
- This notice must be published to every affected person within:
  - (a) 2 business days after it has filed, if the company appointed the Practitioner; or
  - (b) 5 business days after the court order, in such a case.
- If this notice is issued following a company appointment, any affected person may apply to a court in terms of section 130 for an order setting aside the appointment, or requiring the practitioner to provide security.
- The fee for filing this Notice is R0.

**Contacting the Commission**

The Companies and Intellectual Property Commission of South Africa

Postal Address  
PO Box 429  
Pretoria  
0001  
Republic of South Africa  
Tel: 086 100 2472

www.cipc.co.za

**Notice of Appointment of Business Rescue Practitioner**

Date: 25 October 2017

Customer Code: COXYEA

**Concerning**

(Name and Registration Number of Company)

Name: Bambanani Pipes and Fittings (Pty) Ltd

Registration No: 1998/014242/07

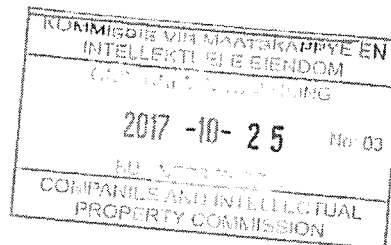
The above named company commenced business rescue proceedings on 25 October 2017

The following person has been appointed as the business rescue practitioner:

Eugene Nel

By the company, in terms of section 129 (3)(b).

By the court, in terms of section 131 (5).



Name and Title of person signing on behalf of the Company:

Dhaibhen Chuggan Reddy

Authorised Signature:

Dhaibhen Chuggan Reddy