

## GAUTENG LOCAL DIVISION, JOHANNESBURG

CASE NO: 2019/22833

In the matter between:

LILAC MOON TRADE &amp; INVESTMENTS 189 (PTY) LTD

Applicant

And

131 NORTHRIDING CC

First Respondent

WALKER, GORDON HENRY

Second Respondent

KASSEL, HILLIARD FRANK

Third Respondent

---

JUDGMENT

---

**SPILG, J:****INTERDICTIONARY RELIEF****General**

- *Applicant sought an interim interdict inter alia pending the outcome of a trial action to interdict the alienating etc. of land purchased from a close corporation (CC)*

**Prima facie right and registration of members interest in a CC**

- *Mr. W reflected in CIPC register as sole member of CC. In terms of s 54 of the Close Corporation Act 69 of 1984 that suffices for purposes of conferring authority and effectively precludes a plea of estoppel for want of authority provided the applicant ought not to reasonably have known that W did not have power to bind the corporation.*

**Balance of convenience and prejudice**

- *At best for respondent he had a competing prima facie right. On the most elementary test an interim interdict was inevitable*
- *Court mero motu providing protection should the applicant delay the trial action.*

**Costs**

*Costs granted as respondent, an attorney, would have known opposition futile*

**Section 54 of Close Corporation Act 69 of 1984**

- *Section 54 effectively legislates the only circumstances, at least in the case of a sole member whose name remains registered on CIPRO, when a corporation can escape liability for the acts of such a person purportedly binding it and is intended to obviate a party having to satisfy the common law requirements of either actual or implied authority, ostensible authority, an estoppel rebuttal, or the application of the Turquand rule*