



THE SUPREME COURT OF APPEAL
REPUBLIC OF SOUTH AFRICA

MEDIA SUMMARY – JUDGMENT DELIVERED IN THE SUPREME COURT OF APPEAL

From: The Registrar, Supreme Court of Appeal
Date: 30 May 2014
Status: Immediate

Please note that the media summary is intended for the benefit of the media and does not form part of the judgment of the Supreme Court of Appeal.

DANIELINA CORNELIA BUTLER & ANOTHER

v

GERRIT MARTHINUS VAN ZYL & OTHERS

In this appeal the majority shareholders of a company known as Nuco Chrome Bophuthatswana (Pty) Ltd requisitioned a meeting of all the shareholders of the company. One of the stated purposes of the meeting was the removal of the company's managing director, Mr G M van Zyl from his position. Mr van Zyl then approached the South Gauteng High Court to prevent the shareholders meeting from taking place. He contended that the request for the proposed meeting, and the notice convening the meeting, were unlawful by reason of the fact that it was in breach of an interdictory order granted by the North West High Court in favour of a Mr Rosenberg. That order, amongst other things, interdicted the shareholders of the company from voting on their shares. The South Gauteng High Court found in favour of Mr van Zyl, it set the notices aside and interdicted the holding of a

shareholders meeting.

On appeal to the SCA it was held that on a construction of the order on which Mr van Zyl relied, it was not intended to interdict the shareholders from voting in relation to matters which did not impact on Mr Rosenberg's interest in the proceedings in the North West High Court. To hold otherwise would, it was found, mean that the company would be rendered moribund. The appeal was consequently upheld and the order of the South Gauteng High Court was set aside with costs.