IN THE COMPANIES TRIBUNAL OF SOUTH AFRICA

CASE NUMBER: CT02283/ADJ/2025

IN THE MATTER BETWEEN:

LIZE-MARI DU TOIT	**APPLICANT**
And	
COMPANIES AND INTELLECTUAL PROPERTY COMMISSION	**RESPONDENT**

MEMBER OF THE TRIBUNAL: D TERBLANCHE
DATE OF DECISION: 10 OCTOBER 2025

DECISION AND REASONS

THE PARTIES

1. The Applicant is Lize-Mare Du Toit currently residing at 5 Kwa Bapede, Lawrence Road, Poortview, Johannesburg.

2. The Respondent is the Companies and Intellectual Property Commission (CIPC) located at the DTIC Campus, Block F, Entfutfukweni, 77 Meintjies Street, Sunnyside, Pretoria.

THE APPLICATION

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3. The Applicant requests the Tribunal to review the Respondent's decision, namely, the Respondent's refusal to register the Applicant's company. The basis for this refusal was the absence of a certified registered company address, with the specific requirement that such certification should not be older than three months.

DEFAULT APPLICATION

4. The Applicant submitted the application to the companies tribunal on 20 June 2025, as appears from the stamped Form CTR142.

5. The Applicant provided proof to the Tribunal that she served the application on the Respondent *via* email on 23 June 2025. Service on the Respondent *via* email is in line with section 6(10) of the Act read with Regulation 7(1) of the Regulations promulgated under the Companies Act (the Regulations), and Table C3 of the Regulations.

6. Regulation 143 prescribes that the Respondent has twenty business days from service of the application to submit an answer if they opposes the application.

7. Twenty business days elapsed on 21 July 2025 without a response from the CIPC. It thus appears that the Respondent did not file an answer in opposition to the application within the prescribed timeframe.

8. Regulation 153(1) allows the initiating party to request a default order if no opposition to the application is filed within the prescribed timeframe.

9. From the record before the Tribunal it appears that the Applicant's default order application is dated 29 July 2025.

10. Under regulation 153(2)(b), the Tribunal may grant a default order if it is satisfied that the Applicant served the notice or the application appropriately.

11. The Tribunal is satisfied that the Applicant appropriately served the application on the Respondent and that the Tribunal may consider the application by default.

CONDONATION APPLICATION

12. The Applicant has submitted Form CTR147, seeking condonation from the Tribunal. The basis for this application is as follows:
    12.1. An application for review was lodged with the Companies Tribunal to address matters related to the registration of a law firm.
    12.2. The Applicant contended that the adjudication process before the Tribunal could take approximately three months to complete.
    12.3. The Applicant asserts that if the adjudication process were to span this duration, it would significantly hinder their ability to commence practice and earn income necessary to support their family.

13. It appears the Applicant seeks condonation for the reduction of the Tribunal's adjudication timeframes.

14. Regulation 147 allows for late filing, extension, and reduction of time, with the pertinent provision stated as follows:

> *"(1) 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."*

15. Upon review of the relevant regulation, it does not appear that the relief sought by the Applicant, a shorter adjudication period, falls within its provisions.

16. The Tribunal has identified no impediments affecting its authority to adjudicate this matter by default and will proceed accordingly.

THE APPLICANT'S SUBMISSIONS

17. The Applicant has brought the present application before the Tribunal, seeking a review of the Respondent's decision to refuse the registration of the Applicant's company.

18. The Respondent's refusal was based on the alleged absence of a certified, current registered address for the company.

19. The Applicant, however, contends that this decision was unfounded, as a certified proof of address was, in fact, submitted in accordance with the applicable requirements.

20. The Applicant further submits that, since the company had not yet been formally incorporated at the time of application, it was not possible to provide a proof of address in the company's name. In light of this, the Applicant used her own address as the prospective director to satisfy the registration requirements.

21. To support her application, the Applicant explains that all necessary documentation was completed and submitted to the Companies and Intellectual Property Commission (CIPC) on 12 May 2025, with the intention of registering a law firm as a Personal Liability Company (Inc).

22. On 10 June 2025, the Respondent contacted the Applicant by email, requesting a current proof of address in her capacity as the proposed director of the law firm, pending the company's registration.

23. The Applicant complied with this request and promptly provided the required proof of address.

24. Despite this compliance, the Applicant received an email from the CIPC on 13 June 2025, informing her that the application to register a Personal Liability Company (Inc) had been rejected.

25. The stated reason for this rejection was the absence of a proof of address in the name of the company.

26. In response, the Applicant clarified that she had submitted her own address, as the company, not being registered at that stage, did not have its own address to provide.

27. The Applicant asserts that, prior to incorporation, submitting a personal address was the only viable option available for fulfilling the proof of address requirement.

28. In summary, the Applicant requests that the Tribunal review and set aside the Respondent's decision, thereby permitting the registration of the company to proceed. The basis of the application is that the Respondent's refusal was unjustified, given that a certified current address was submitted in compliance with the requirements, to the extent possible for a company not yet formally incorporated.

EVALUATION AND FINDINGS

29. A person who receives a notice of rejection from the Companies and Intellectual Property Commission (CIPC) regarding company incorporation is afforded a statutory right to seek recourse from the Companies Tribunal.

30. This statutory right enables the affected party to request the Tribunal to confirm, vary, or set aside the notice of rejection. Additionally, such an application may include a request for the Tribunal to instruct the CIPC to proceed with the registration of the company.

31. Section 195(7) of the Companies Act provides that any decision made by the Companies Tribunal in relation to a decision, notice, or order issued by the Commission is binding on the Commission. This binding effect remains in force unless the Tribunal's decision is reviewed or appealed by a competent court.

32. In the present matter, the Respondent, acting pursuant to Section 13(4) of the Companies Act, 2008, and Regulation 14 of the Companies Regulations, 2011, issued a notice rejecting the Applicant's notice of incorporation. This rejection followed the Applicant's lodgement of a notice of incorporation in terms of section 13 of the Companies Act.

33. According to section 13(4) of the Act, the CIPC may reject a notice of incorporation in two circumstances: first, if the notice or any required accompanying documentation is incomplete, and second, if the notice is improperly completed in any respect, subject to section 6(8) of the Act.

34. The relevant provision states: "(4) The Commission- (a) may reject a Notice of Incorporation if the notice, or anything required to be filed with it, is incomplete, or improperly completed in any respect, subject to section 6(8) ..."

35. In this case, the Respondent cited the absence of a certified proof of registered address of the company, not older than three months, as the reason for rejecting the Applicant's notice of incorporation.

36. However, the factual record before the Tribunal demonstrates that the Applicant did in fact provide a certified proof of address, and this submission was not disputed by the Respondent.

37. As the application was unopposed, there was no substantive challenge or evidence presented by the Respondent to justify the rejection of the Applicant's notice of incorporation.

38. In light of the absence of opposition and the factual record confirming that the required certified proof of registered address was provided, the Tribunal finds that the Respondent should have approved the Applicant's registration.

39. The lack of contestation further reinforces the view that the rejection was unwarranted in the circumstances.

40. Accordingly, the Tribunal determines that the Respondent did not have the discretion to reject the registration of the Applicant's company, as the Applicant had satisfied the requirement to provide a certified address.

ORDER

41. Having considered the application and the evidence presented, the Tribunal makes the following order:

41.1. The application is granted. The Companies and Intellectual Property Commission's (CIPC) decision to reject the Applicant's Notice of Incorporation is set aside.

41.2. The CIPC is directed to, within twenty (20) business days of the CIPC receiving this order from the registrar or recording officer of the Companies Tribunal, issue the Applicant with a registration certificate confirming the incorporation of the company in accordance with the Companies Act.

41.3. The Registrar or recording officer of the Companies Tribunal is requested to serve a copy of this order on both the Applicant and the CIPC within five (5) business days from the date of this order.

Dated at Johannesburg this 10th day of October 2025.

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D TERBLANCHE

Member of the Companies Tribunal