



WERKSMANS
ATTORNEYS



Firm Overview

➤ Keep us close

**THE CORPORATE &
COMMERCIAL LAW FIRM**
A member of the LEX Africa Alliance
www.werksmans.com



Who we are

Established in the early 1900s, Werksmans Attorneys is a leading South African corporate and commercial law firm serving multinationals, listed companies, financial institutions, entrepreneurs, individuals and government.



Leading Expertise

Ranked band 1 in: Dispute Resolution and Restructuring & Insolvency by Chambers Global 2023.



Africa Reach

Representation in 29 countries through the Werksmans LEX Africa alliance. LEX Africa is ranked band 1 the leading Regional Law Firm Network by Chamber Partners; and African Network of the Year African Legal Awards 2023.



Over 200 lawyers

Multi faceted and leading specialists who constitute our team in over 22 areas of law.



About us

With a formidable track record in mergers & acquisitions, banking & finance, and commercial litigation & dispute resolution, we are distinguished by the people, clients and work that we attract and retain. Our lawyers constitute a powerful team of independent-minded individuals who share a common passion and service ethos. Our success is built on a solid foundation of insightful and innovative deal structuring and legal advice; a keen understanding of business and economic imperatives; and a strong focus on achieving the best outcome for clients.



Focus and approach

As a corporate and commercial law firm, we focus specifically on businesses' agendas. We make it our responsibility to understand the full impact of our advice on all facets of our clients' businesses.



Agile, efficient, accessible

We are geared for agility, efficiency and accessibility through our geographic footprint, the range of services we offer, the way we structure our teams and how we interact with our clients.



Collaboration and teamwork

A strong culture of teamwork and collaboration exists across the diverse skills base of our organisation, ensuring that skills are deployed to match each client's requirements and that our clients receive the best and most comprehensive advice possible.









It is always a pleasure to deal with the M&A team at Werksmans Attorneys, which is always willing to go the extra mile and offer creative solutions to complex matters.

Corporate M&A practice area
Chambers Global



Practice Areas

 Banking & Finance	 Environmental	 Private Equity
 Business Crimes & Investigations	 Healthcare & Life Sciences	 Pro Bono
 Competition	 Infrastructure & Energy	 Real Estate
 Construction & Engineering	 Insolvency & Business Rescue	 Regulatory
 Corporate Mergers & Acquisitions	 Intellectual Property	 Sustainability
 Digital Media & Electronic Communications	 Investment Funds	 Tax
 Disputes	 Land Reform	 Technology & Innovation
 Employment	 Mining & Resources	



Our Leadership

Our diverse team of specialist lawyers are themselves headed up by a team of experts. Their combined experience in both private and public sectors positions Werksmans as one of the premier law firms in the country.



Chairman

David Hertz

David joined Werksmans as a Candidate Attorney in 1989 and has been a part of the firm's DNA ever since.

He has been a leading lawyer in numerous independently conducted ratings of the legal profession locally and internationally, led Werksmans Dispute Resolution & Litigation Practice for ten years to its current pre-eminent position, and all the while has contributed enormously to the firm's success and strategic vision. His passion and dedication to the firm are highly valued by both colleagues and clients.



Chief Executive Officer

Jeremy Botha

Jeremy has been CEO at Werksmans since 2006 with a background in financial management and taxation at some of South Africa's largest corporates.

Prior to joining Werksmans, he was the General Manager of Adams & Adams, a large intellectual property law firm, for a period of five years. During this time he gained wide experience in general management, particularly in the financial, information technology, human resources and marketing fields.



Head of Disputes

Corlett Manaka

Corlett joined the firm following its merger with Nalane Manaka, a leading black law firm, which he co-founded in 1999.

Corlett is a skilled litigator and has served on the boards of various companies and institutions. He has represented private and government entities on matters relating to constitutional & administrative law, corporate law, competition law, local government law, gambling law and aviation law.



Head of Commercial

Kevin Trudgeon

Kevin joined Werksmans as a Candidate Attorney in 1994. He specialises in corporate finance and M&A transactions.

He has advised on a number of the most significant markets and M&A transactions undertaken in South Africa. He also has vast financial experience having worked on numerous groundbreaking financial transactions.



**Werksmans is capable
of handling the highest-
calibre and most
complex lending
transactions.**

Banking & Finance practice area
Chambers Global





Transformation

Werksmans is fully committed to transformation and the principles of equal opportunity, inclusivity and diversity are fundamental to our ongoing success.

Our firm continuously transforms to reflect the demographics of the South African population and aligns itself with the requirements of the Legal Sector Black Economic Empowerment Charter.

Werksmans was one of the first major law firms to become a member of the Black Lawyers Association (BLA), confirming our dedication to playing a role in transforming the South African legal sector. Emphasis will continue to be placed on the identified focus areas of the firm's transformation strategy, with particular attention being paid to:

- ▶ Participating actively in advancing transformation at all levels in the firm;
- ▶ Constantly evolving the composition of the firm to reflect the broad demographics of South Africa to create a truly South African law firm; and
- ▶ Recruiting, training and developing individuals of the highest caliber.

The firm is currently rated as a Level One BBBEE Contributor.





Africa Reach

Africa is a continent of great opportunity, but also one of diverse challenges and legal risks. It is important, then, to have a comprehensive understanding of applicable laws, business etiquette and cultural practices when doing business in Africa. Our in-depth expertise and years of experience enable us to anticipate challenges and mitigate risks.

Werksmans has been Africa's pioneering law firm. A founding member of LEX Africa, we have an enviable track record and experience in advising on multi-jurisdictional transactions, dispute resolution and other regulatory matters both commercial and corporate. Africa is integral to all we do and all our lawyers are proudly African. Our fully integrated and seamless services work across Africa to provide innovative solutions and legal advice.

LEX Africa produces popular business and specialist guides annually, including Mining in Africa, Insolvency and Restructuring and a guide to Foreign Judgment and Arbitral Awards in Africa. These can be found on www.lexafrica.com.



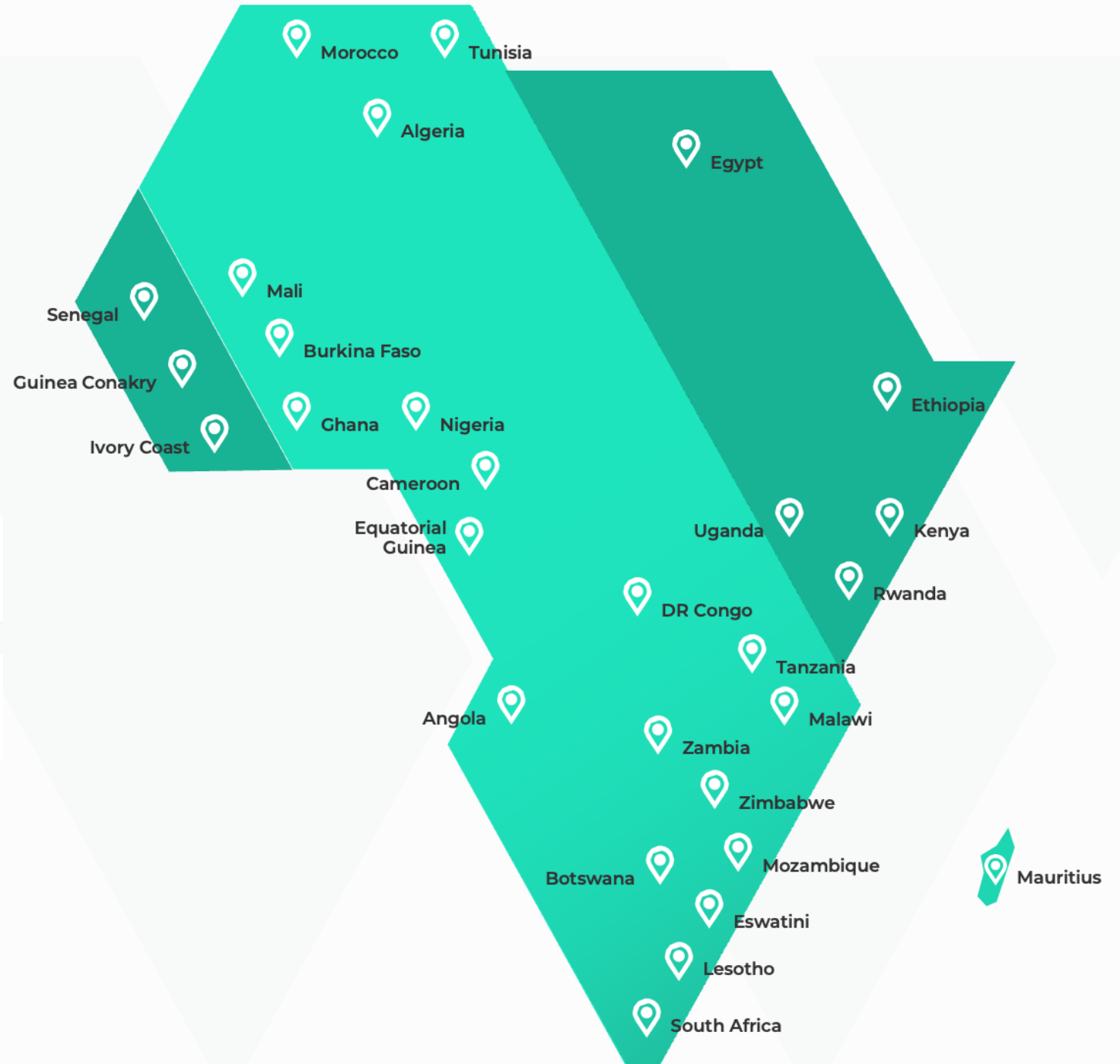
29 African countries



First and largest pan African legal alliance.



Independent African law firms only.





Our Accolades



Global Chambers



In 2024, Werksmans was ranked by Chambers Global - an independent international legal ratings directory, ranking both individual lawyers and select practices on a regional basis. Within the South African section, Werksmans obtained rankings across 19 practice areas and 37 of our lawyers were ranked individually as Leading Lawyers in their respective fields.



IFLR1000 (Financial & Corporate and Energy & Infrastructure)



In 2024, Werksmans was ranked by IFLR1000, reflecting Werksmans' market standing within the financial and corporate practice areas, which covers the Sub-Saharan African legal market. 20 of our lawyers were ranked as Notable Practitioners.



Legal 500



In 2024, Werksmans was ranked in 12 areas of law by The Legal 500, regarded as one of the world's largest and most reputable legal referral guides. The Legal 500 is an independent directory which assesses the strengths of law firms in over 100 jurisdictions. A total of 7 lawyers were ranked in the Hall of Fame category, 7 as Leading Individuals, 2 as Next Generation Partners and 34 as Recommended Lawyers.



Dealmakers



Two of the transactions in which Werksmans acted as legal advisors were announced as winners namely, BEE Deal of the Year and Business Rescue Transaction of the Year in 2023. In 2024, Werksmans was legal advisor to the winning Deal of the Year.



International Who's Who Legal



Werksmans lawyers are consistently recognised in the fields of Arbitration, Banking, Capital Markets, Commercial Litigation, Competition, Corporate Governance, Corporate Tax, Employment, Mergers and Acquisitions, Mining and Telecoms and Media.



Pro Bono

As a leading South African corporate and commercial law firm, Werksmans recognises its responsibility to the larger community – the constitutional imperative of access to justice for all, especially the poor and vulnerable.

We do this by providing pro bono legal services. We have focused our efforts on matters of public significance that have an impact on people and the environment.

Making a difference that cannot be measured

We make a difference through the work we do with ProBono.org, a public interest law clearing house, the Wits Law Clinic, and the Legal Resources Centre.

Worthy causes we have assisted include organisations championing the healthcare rights of cancer patients, communities living in informal settlements, and emerging entrepreneurs. Without pro bono assistance, vast numbers of people run the risk of being unfairly assessed or handed incorrect judgments; some of these judgments being prejudicial enough to severely affect their ability to support themselves and their families.

The right pro bono legal assistance can turn a client's otherwise dire situation into a new chapter. It is this desire to create new chapters for disadvantaged people that drives us to provide pro bono legal services not out of obligation, but out of integrity.

The Werksmans pro bono team also conducts legal training workshops in Diepsloot to inform community members of their rights.



They offer customised and innovative solutions, professionalism, and timeous delivery.

Banking & Finance practice area
The Legal 500



Finest tax team in South Africa.

Chambers High Net Worth,
Private Wealth Chambers



They are available to interact with clients and offer excellent technical knowledge and good turn-around times.

Intellectual Property practice area
The Legal 500



They operate exceptionally as a team.

Insolvency & Business Rescue practice area
Chambers Global



Werksmans is exceptionally well equipped, with a dedicated team of highly knowledgeable legal experts.

Disputes practice area
Chambers Global



Werksmans Attorneys is able to provide excellent advice, both legal and strategic, whilst being sensitive to our corporate structure and dynamics. This leads to advice which is solution-oriented and pragmatic.

Business Crimes & Investigations practice area
Chambers Global



Track Records

Werksmans has a formidable track record in both Commercial and Litigation. Below are select recent examples of this expertise in action.

Commercial Matters



Blue Label Telecoms Limited (“BLT”), an entity listed on the JSE, through its wholly-owned subsidiary The Prepaid Company Proprietary Limited (“TPC”) was a 45% shareholder of Cell C Limited (“Cell C”)

Known as “Project Dorset”, the construct of the transaction was in the form of new money to restructure Cell C’s financial and operational liabilities and stabilise the company. Werksmans provided legal advice in relation to aspects of the transaction to BLT, including drafting, negotiating and implementing the definitive transaction agreements. Due to the complexity of this transaction, it involved multiple practice areas including corporate, M&A, tax, competition, regulatory, banking and finance and insolvency. As the largest shareholder in Cell C, BLT was a key proponent in the transaction.



Steinhoff/ Settlement of various contractual claimants

Steinhoff became well-known as the one of the largest global financial corporate controversies, which affected thousands of investors globally, including investment vehicles. The record-breaking settlement of €1.4 billion resolved the alleged widespread accounting fraud that led to a 95% decline in Steinhoff’s stock price and a €12.6 billion loss in market capitalisation after the December 2017 disclosures, and which resulted in a number of significant claims being instituted against the Steinhoff group. The global settlement was a one-of-its-kind settlement of complex, multi-jurisdictional securities-related claims and other litigation, and was achieved through a novel, inter-conditional, twin process global settlement which was concluded successfully by Werksmans’ cross-divisional commercial and litigation teams.



Acquisition: by Old Mutual Private Equity of the issued shares of Long4Life Limited

The Acquisition will be implemented by way of a scheme of arrangement (“Scheme”) in terms of section 114 of the Companies Act, No. 71 of 2008, to be proposed by Long4Life to its shareholders and to which OMPE, acting through a special purpose vehicle, will be a party. In the event that the Scheme is implemented, the listing of the Long4Life Shares on the Main Board of the JSE Ltd will be terminated.

The work undertaken by Werksmans in relation to this transaction involved i) drafting and negotiating pre-offer Heads of Agreement; (ii) Drafting and negotiating Firm Intention Letter, SENS Announcements, Applications to the Takeover Regulations Panel and the Circular to Shareholders; and (iii) providing general legal advice in relation to aspects of the transaction, including without limitation, the unwinding of share incentive schemes, independence issues etc.



RMB Corvest Proprietary Limited

Werksmans provided legal advice to a consortium comprising of RMB Corvest Proprietary Limited (“RMB Corvest”), Chris Seabrooke, Mike Teke and the RMB Family Office Group Solutions (through their investment entity “Masimong Beverages Holdings”), as well as existing target company management (“Purchasing Consortium”) to acquire the entire issued share capital of Halewood International SA Proprietary Limited (“Halewood”). Halewood is one of South Africa’s fastest growing manufacturers and distributors of alcoholic and non-alcoholic beverages.

Werksmans provided legal advice in relation to aspects of the transaction to the Purchasing Consortium, including drafting, negotiating and implementing the definitive transaction agreements.



Thelo Rolling Stock Leasing Proprietary Limited (“TRSL”)

TRSL is a rolling stock financier which operates on the African continent. TRSL commenced business in 2012 with its formation in response to the increasing need for reliable rolling stock in Sub-Saharan Africa. From inception, the IDC had a 50% shareholding in TRSL, with the investment seen as transformative in a capital intensive sector. At inception, the IDC’s involvement was conditional to a maximum of 10 years invested or once TRSL became financially independent. As a result of the 10 year intended IDC investment horizon having been achieved, Werksmans was appointed by TRSL to assist with the structuring and implementation of (including the drafting and negotiation of the requisite legal agreements to give effect to) the reduction of the IDC’s shareholding in TRSL, down to 10%, as well the requisite amendments to the IDC loan to TRSL and related security.



Acquisition: by Sun Valley Proprietary Limited (subsequently renamed Kyron Holdings Proprietary Limited) of 100% of the shares from Ascendis Health Limited in the following entities-

- ▶ Ascendis Vet Proprietary Limited;
- ▶ Kyron Prescriptions Proprietary Limited; and
- ▶ Kyron Laboratories Proprietary Limited;
- ▶ Ascendis Animal Health Proprietary Limited.

The firm: (i) advised the Purchaser on the acquisition of the entire shareholding in each of the following companies: Ascendis Vet Proprietary Limited; Kyron Laboratories Proprietary Limited; Kyron Prescriptions Proprietary Limited; and Ascendis Animal Health Proprietary Limited; and (ii) assisted with negotiating and drafting the transaction documents.



Dometic Sweden AB / Cadac International

Werksmans acted as the South African legal advisor to Dometic Sweden AB (“Dometic”) in relation to its acquisition of all the shares in Cadac International.

This matter was complex as the share purchase agreement catered for the sale to Dometic of entities and assets in South Africa and the United Kingdom. As the transaction spanned various jurisdictions, it required consideration of complex corporate law and jurisdictional issues, as well as consideration as to whether multiple regulatory and cross-border approvals were required to facilitate a complex and heavily negotiated transaction.



Lenmed Health Management Company Proprietary Limited

The proposed transaction was for the Lenmed Group to directly or indirectly acquire all of the issued ordinary shares and shareholders loans in and against Matlosana Medical Health Services Proprietary Limited (“MMHS”) and Cold Creek Investments 22 Proprietary Limited (“Cold Creek”) (the company owning 74% of the ordinary shares in MMHS)

Litigation Matters



Gold Fields Operations Limited

Werksmans represents Gold Fields Operations Limited (“Gold Fields”) in an action in which the plaintiffs have claimed payment of certain amounts which the plaintiffs assert damages in respect of shares allegedly stolen directly or indirectly by various individuals.

The plaintiffs also claim various additional amounts in respect of dividends lost.

This matter is important due to the unique nature of the claim and the quantum involved, which is substantial.



Gauteng Provincial Government (Province)

Representing our client in an action it has launched against Zurich Insurance Company South Africa Limited (“Zurich”).

Our client’s claim arises from damage sustained to a portion of the Gautrain tunnel due to defective design, plan, specification, material and/or workmanship, the replacement and/or repairing and/or making good which is, on our client’s version, recoverable under the relevant Construction All Risks Policy.



Mozambique Leaf Tobacco Limitada (MLT)

Representing our client in an arbitration in which it claims damages from African Fertilizantes, LDA (“AFL”), for losses sustained as a result of a breach of a fertilizer sale and purchase agreement.

› **Certain ex-executives of companies within the NTT / Dimension Data group (the Executives)**

Representing the Executives in motion proceedings relating to a transaction (the “Campus Transaction”) where a subsidiary in the NTT Holdings Group, Dimension Data Facilities Proprietary Limited, which in 2019 sold the head office of the South African business, a property known as the Campus, to Identity Propco Proprietary Limited. In the motion proceedings the applicants seek, *inter alia*, to have the sale agreement underpinning the Campus Transaction declared void and invalid, as well as restitution. The applicants also foreshadow a damages claim (in the form of an action) against the Executives.

› **Steinhoff International Holdings Proprietary Limited**

Application for the sanction and approval of a formal compromise in terms of s155 of the Companies Act 71 of 2008. Compromise of thousands of claimants, represented by numerous firms and organisations, over three classes of creditors.

In light of the high profile nature of the Steinhoff litigation, and more particularly, litigation against Markus Jooste, and having regard to the fact that the Steinhoff debacle attracted such a lot of attention in the South African market, this action against Jooste (and La Grange) is one which the market has taken note of.

Added to this, the matter value is one which is high and is noteworthy. Werksmans has run the matter from inception to date.

› **The Steinhoff Group in general and Steinhoff International Holdings Proprietary Limited (“SIHPL”). Steinhoff International Holdings N.V. (“SIHNV”) in particular**

On 5 and 6 December 2017, SIHNV issued press releases announcing that information had come to light which related to events concerning alleged accounting irregularities and that Mr Jooste, the former CEO of SIHNV, had resigned with immediate effect.

This eventually led to a multiplicity of litigation against Steinhoff group entities both locally and abroad. The local, South African litigation instituted against Steinhoff Group entities, and more particularly, SIHNV and SIHPL, aggregated to billions of Rands and was run by Werksmans litigation / dispute resolution teams



Contact us

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