

Working Group:
Formation of a South African Chapter of the Turnaround Managers Association.
Minutes.

Date: Monday, 21st June 2004.

Time: 17.00 to 19.00 hrs.

Venue: 18th floor, 1 Merchant Place, Sandton.

Present:

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|----------------------|------------------------------|
| Daly, Patrick | Daly Inc. |
| Geever, David | Werksmans |
| Gordan, Rowan | Credit Management Services. |
| Graham, Ricardo | Maximus Business Turnaround. |
| Lategan, Sarel | SCMB |
| Leigh, Martin | Rand Merchant Bank |
| Murgatroyd, Trevor | ABSA |
| Ngobeni, Lawrence | University of Pretoria |
| Reynolds, Philip | Deloitte Corporate Recovery |
| September, Trevor | Corporate Renewal Partners |
| Taggart, Robin | Nedbank |
| Vacy – Lyle, Michael | FNB |
| Van der Walt, Jan | Corporate Renewal Partners |
| Winer, Paul | Werksmans. |

Apologies:

| | |
|-----------------------|-----------------------------|
| Bicker – Caarten, Jan | RMB |
| Claassen, Stephan | FNB |
| Davies, Neil | Brait |
| Evans, John | Deloitte Corporate Recovery |
| Isaac, Anna | Nedbank |
| King, Mervyn | Brait |

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1) Welcome:

The Chairman declared the meeting duly constituted.

2) Minutes of Meeting 7th June 2004:

The Minutes were approved; proposed Patrick Daly, seconded Themba September.

Matters arising:

TMA advised that it is contrary to TMA policy for any Chapter to also function as a regulatory body. In their view it can give rise to issues of conflict of interest.

3) Mission Statement:

The intended Mission Statement consisted of Promote and Regulate.

The response from TMA advising that a Chapter may not also be a regulatory body was debated.

The consensus was that the primary reason for wishing to establish a South African Chapter is to provide input to the Draft Business Rescue bill and assist with the composition of a regulatory body.

As this conflicts with TMA policy then we must proceed on our own to:

(a) Register a Section 21 company under a suitable name, preferably TMA, but not yet affiliated to TMA in USA. Jan van der Walt is to explain the situation to TMA and obtain permission to use the name TMA in the meantime.

(b) Register a Section 21 company as the regulatory body.

Presently a working title of Business Rescue Association or "BRA" is in vogue.

A sub committee consisting of:

- Jan van der Walt
- Patrick Daly
- Lawrence Ngobeni
- Martin Leigh

was set up to draft criteria and objectives for BRA as the regulatory body.

Options left open are:

(a) Individuals may still independently obtain membership of TMA in USA.

(b) A South African Chapter of TMA can be considered at a later stage by affiliating the industry body (TMA as above) to TMA in USA.

Jan van der Walt is to inform the members of the Advisory Group of the resultant change in the Work Group's charter and obtain feedback.

4) Communication with DoJ, DTI, and Nedlac.

Meetings with DoJ and DTI must be arranged in order to inform them of the intended establishment of BRA and the manner in which it is envisaged that BRA can contribute to Business Rescue in general and the composition of ABARP in particular.

Patrick Daly agreed to arrange a suitable date.

DoJ and DTI meetings to take place prior to further consideration of making contact with Nedlac.

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5) Governance and infrastructure.

The Chairman requested all members to give these issues some thought prior to the next meeting.

6) Next meeting.

Date: 28th June 2004.

Time: 17.00 to 19.00 hrs.

Venue: 18th floor, 1 Merchant Place RMB, Sandton.

Meeting closed 18.10 hrs.