

# Thandiwe Nhlapho

Senior Associate



Thandiwe Nhlapho is a Senior Associate in our Corporate & Commercial practice.

## About Thandiwe

Thandiwe started her career at ENSafrica as a Candidate Attorney in 2015 in the Corporate & Commercial department. She then completed her Masters degree in Business and Commercial Law at the University of Witwatersrand in 2017.

Thandiwe joined Fasken as an Associate in 2018 where she was promoted to Senior Associate in 2020. She joined Cliffe Dekker Hofmeyr as a Senior Associate in 2021 in the Corporate & Commercial practice. Thandiwe completed a 3-month secondment at Debevoise & Plimpton in London through the International Lawyers for Africa Flagship Programme in 2022.

With her passion for teaching the law, she has conducted training and lectures on company law and other private law topics.

Thandiwe is the winner of the Rising Star Awards 2023 in the Professional Services category and has been recognised as one of the top 200 Young South Africans by Mail & Guardian.

## Credentials

### Education

- PhD Candidate, University of Witwatersrand
- LLB, University of Witwatersrand
- LLM, University of Witwatersrand
- Competence Certificate in Advanced Company Law I, University of Witwatersrand
- Competence Certificate in Advanced Company Law II, University of Witwatersrand
- Registered with the Legal Practice Council

### Memberships

- Women in Mining South Africa
- Institute of Independent Directors South Africa

## Experience

## Contact Thandiwe

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## Expertise

Corporate & Commercial Law

## Location

Johannesburg

## Language

English

- Thandiwe's experience includes advising clients on various corporate transactions, as well as drafting and vetting transaction documents including sale agreements (shares, businesses and other), share subscription agreements, repurchase agreements, loan agreements, board and shareholder resolutions. She also conducts legal due diligence investigations.

Thandiwe has worked on merger and acquisition transactions for listed and unlisted corporate clients in the local and international arena in a number of industries and sectors including, financial services, liquid fuels, information technology, media, minerals and energy.

- **Vodacom**

Acted for Vodacom Tanzania Public Limited Company (DSE listed) in its acquisition of 100% of the issued share capital of Smile Communications Tanzania Limited ("Acquisition") from Smile Telecoms Holdings Limited and Smile Telecoms IP Limited

- **PPC International Holdings**

Acted for PPC International Holdings Proprietary Limited in its disposal of its entire shares constituting 51% of the issued shares in CIMERWA PLC to National Cement Holding Limited ~ US\$42.5 million.

- **Tender agreement**

Acted for a bidder on tender agreements for constructing a 1 million litre diesel storage tank and supplying petroleum products for a tin mine in the DRC.

- **South32**

Acted for South32 Investment 1 B.V. (South32) in acquiring an additional 17% issued shares in Aluminium Management Company of Mozambique Proprietary Limited ~ USD200m.

- **Etion Limited**

Acted for Etion Limited (JSE listed) in its disposal of 100% of the issued shares in Law Trusted Third Party Services Proprietary Limited (Lawtrust) to Altron - ZAR245 million (subject to the potential adjustment relating Lawtrust's net debt and working capital as at the effective date).

- **Thor Explorations Limited**

Assisted Thor Explorations Limited, a TSX-V listed gold miner to list its securities to trade on the AIM Market of the London Stock Exchange - £127 million expected market capitalization.

- **Eastern Platinum**

Acted for Eastern Platinum in completing a rights offer on the primary listing on the TSX in Toronto and secondary listing on the JSE in South Africa - approximately CDN\$11,788,835 (TSX-CDN\$11,364,188 and JSE-R5,010,825) capital raised.

- **Renewable Energy**

Acted for a lender in relation to the development, financing, construction, commissioning and operation of a Wind Farm and a Solar Plant by BioTherm Energy (BTE) to complete four of its renewable energy projects to connect 284MW into South Africa's national grid - the investment was valued at R6.5bn.

- **LAPA Publishers**

Acted for LAPA Publishers in its disposal of a part of its business to Penguin Random House South Africa.

## News

### Joint ventures: To incorporate or not?

Once business partners have agreed on a joint venture (JV) as a suitable business structure, one of the initial considerations is often whether or not the JV should be incorporated. Making this decision will depend on myriad factors ranging from formation, financing, ownership of assets, regulatory, taxes, commercial considerations to dissolution.

### [The story of the Vrrr Pha \(Volkswagen Golf\) gone wrong](#)

It is trite in law that a company is a separate juristic entity. This means, among other things, that the debts of the company cannot be regarded as the debts of its shareholders or directors. This is, however, not cast in stone as seen in the recent High Court judgment regarding *Kolisang v Alegrand General Dealers and Auctioneers and Another ZAGPJHC 431* ( *Kolisang case* ).

### [Looking through the telescope: Companies Amendment Bill on beneficial ownership](#)

The Department of Trade, Industry and Competition published the draft Companies Amendment Bill, 2021 (" *Bill* ") which proposes several amendments to the Companies Act No. 71 of 2008 (" *Companies Act* ").

## Videos

### [Companies Act Developments Seminar](#)

On Tuesday, 30 January 2024, our Corporate & Commercial practice hosted a seminar on Companies Act Developments.

## Podcasts

### [Thandiwe Nhlapho elected to serve on the ILFA National Committee](#)

Thandiwe recently completed the International Lawyers for Africa (ILFA) advanced training and secondment programme. ILFA is a capacity building Africa focused organisation founded in 2006 to enhance the quality of legal services and strengthen the rule of law in Africa. Thandiwe is joined by Fateema Benjamin, Programme Manager of ILFA, where they discuss international opportunities offered by the organisation for lawyers on the African continent. Thandiwe has also been elected to join the ILFA National Committee in South Africa. Congratulations Thandiwe!

### [Thandiwe successfully completes the ILFA secondment programme](#)

Congratulations to Thandiwe Nhlapho on successfully completing the International Lawyers for Africa advanced training and secondment programme at Debevoise & Plimpton. Thandiwe has been away in London since September 2022 to enhance her professional development, which she discusses in this episode of CDH Conversation.

[All news by Thandiwe Nhlapho →](#)

## Recognition

- Rising Star South Africa (Professional Services) 2023
- Mail & Guardian Top 200 Young South Africans, 2023