

Menachem Gudelsky

Associate



Menachem Gudelsky is an Associate in our Corporate & Commercial practice. He holds an LLB (cum laude) from the University of Johannesburg. Menachem specialises in mergers and acquisitions, company law and regulatory compliance.

About Menachem

After graduating cum laude from the University of Johannesburg, Menachem joined Cliffe Dekker Hofmeyr as a Candidate Attorney in 2021. Menachem was appointed as an Associate in our Corporate and Commercial practice in 2023, and was admitted as an Attorney of the High Court of South Africa in the same year.

Credentials

Education

- LLB (cum laude), University of Johannesburg
- Year of admission as an attorney: 2023
- Registered with the Legal Practice Council

Experience

• Advising local and multinational clients

Menachem has experience advising local and multinational clients on mergers and acquisitions, due diligence investigations, corporate reorganisations and restructures, bespoke commercial contracts, Broad-Based Black Economic Empowerment, corporate governance and Companies Act and FICA compliance. He has specialised knowledge of the South African regulatory landscape, with a focus on the mining, aviation, film, industrial and logistics sectors.

• Transactional work

Menachem has experience in transactional work, such as drafting the transaction documents and assisting with closing of deals.

• Legal due diligence investigations and reports

Conducting legal due diligence investigations and drafting due diligence reports and assisting with company secretarial work, including the formation of private companies, drafting of resolutions and other company constitutional documents.

News

Contact Menachem

+27 (0)11 562 1827

menachem.gudelsky@cdhlegal.com

Expertise

[Corporate & Commercial Law](#)

Location

Johannesburg

Language

English

Courts not so unanimous about unanimous assent

In the recent case of *Cowan and Others v Norton and Others* (2024/090281) ZAGPJHC 358 (25 March 2025) the Johannesburg High Court considered the validity of company actions ratified by the unanimous assent of the shareholders, without (at the outset) passing resolutions at a shareholders' meeting or in writing by way of a section 60 round-robin.

Measure twice, cut once: Recent case law on how to remove company directors

In any war between factions of shareholders, the first battle typically plays out in respect of board composition, as that is the central decision-making organ of a company. The procedures regarding director removals are not necessarily very complex but can turn out that way if not followed surgically. The recent unreported judgments of *Jones and Others v Delpont and Others* (2023/082594) (28 August 2024) and *Sharp and Another v Buthelezi and Others* (2024/088147) (18 September 2024), in the Gauteng High Court Local and Provincial Divisions, underline the importance of this and remind us of the sage advice, "measure twice, cut once". Under the Companies Act 71 of 2008 (Companies Act), the removal of a director may occur either by their fellow directors under section 71(3) or via an ordinary resolution of the company's shareholders under section 71(1). Each of these has different requirements and considerations.

Recent amendments to South Africa's trust and non-profit organisation legislation in response to the Financial Action Task Force greylisting: Part two

Part one of this series (which you can read [here](#)) dealt with the amendments that are relevant to non-profit organisations. As alluded to in that article, the General Laws (Anti Money Laundering and Combatting Terrorism Financing) Amendment Act 23 of 2022 also amended the Trust Property Control Act 57 of 1988 (TPCA). The Legislature passed amendments (effective from 1 April 2023) which impose disclosure and administrative obligations on trustees (specifically when transacting with institutions listed in the Financial Intelligence Centre Act 38 of 2002 (FICA)).

Recent amendments to South Africa's non-profit organisation legislation in response to the FATF greylisting

In 2021, the Financial Action Task Force (FATF) released its Mutual Evaluation Report of South Africa, which summarised the effectiveness of South Africa's anti-money laundering and counter-terrorism financing measures.

New accountable institutions beware: Deadline ahead for submission of a risk and compliance return

On 31 March 2023 the Financial Intelligence Centre (FIC) issued Directive 7 in terms of section 43A(3)(a) of the Financial Intelligence Centre Act 28 of 2001 (FIC Act). Directive 7 makes it mandatory for a specified list of accountable institutions to submit a risk and compliance return to the FIC by 17h00 on 31 July 2023.

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