

context. Many practitioners find these new concepts, terminology, the relation between the various new Acts and the role of each in the bigger scheme of things, still very confusing. It forms an important part of the South African law and this book goes a long way towards placing the reform developments in perspective.

**Henk Havenga  
Pretoria Bar**

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### **Hahlo's South African company law through the cases**

*Sixth edition by JT Pretorius, Delport, Havenga and Vermaas (eds)*

Juta & Co (1999)  
xlviii + 629 pages  
R245 (VAT) incl

A sixth edition of *Hahlo's South African company law through the cases* ('A collection of cases on company law, with explanatory notes and comments') has recently been published by Juta. The work is edited by the same team (headed by Prof JT Pretorius, Professor of Banking Law in the Department of Mercantile Law, University of South Africa) as the previous edition, published in 1991. (A 'corrected reprint' was published in 1995.)

First published in 1953, the work has become something of 'an old faithful' in South African company law literature. Although not often referred to in the reported cases (at least not in more recent years), the book's continuing relevance as a work of reference is borne out by its citation in counsel's heads of argument in a handful of recent reported SCA and AD cases including *MV Heavy Metal; Belfry Marine Ltd v Palm Base Marine SDN BHD* 1999 (3) SA 1083 (SCA); *Commissioner for Inland Revenue v Giuseppe Brollo Properties (Pty) Ltd* 1994 (2) SA 147 (A) and *Warmbach v Maizecor Industries (Edms) Bpk* 1993 (2) SA 669 (A).

Counsel will generally have reference to the relevant reported cases directly by accessing the various law reports and using the well-known published subject indices and noter-uppers. The usefulness of this publication to

practitioners lies not so much in its collection of extracts from reported cases, but in its provision of references to relevant South African 'extra-curial' source material and international case law and journals. For instance, the most recent authoritative South African reported case on piercing (or lifting) the corporate veil is *Cape Pacific Ltd v Lubner Controlling Investments (Pty) Ltd* 1995 (4) SA 790 (A). After setting out salient extracts from the judgment, the editors refer in their 'Notes' to a range of related source material on the subject which could provide a useful launching pad for the researches of a practitioner working up the topic. The material includes references to subsequent articles published locally in the 1996 *THRHR* and the 1997 *TSAR* and abroad in the 1995 *Cambridge LJ*, as well as to some more recent pronouncements on the subject in judgments of the Court of Appeal and the House of Lords published in English law reports in 1998.

In the preface mention is made of the editors' decision to make wider reference than in previous editions to the views expressed in postgraduate theses and dissertations, and in academic writing. This promise is borne out in the 'Notes'. (The 'Notes' are the editorial comment and elucidation inserted in respect of each topic related to the selected cases.)

The sixth edition also incorporates some reference to most SA company law-related cases reported since the publication of the fifth edition in 1991, but in a random spot check I found evidence that there may be some material blind spots. I did not find any reference to the judgment in *Randcoal Services Ltd v Randgold and Exploration Co Ltd* 1998 (4) SA 825 (SCA). This Appeal Court judgment dealt inter alia with the question of the application of the doctrine of unanimous assent to directors' resolutions taken other than at directors' meetings convened in accordance with a company's articles. The court held (at 841G-841B) that the directors' resolution was valid and effectual notwithstanding that it had not been taken at a properly convened board meeting. I would have expected at least a reference to the case in the 'Notes' sv 'The Board of Directors' at

pp 344-345, qualifying the editor's comment that '[a] resolution taken at an irregular meeting is invalid: ...'

The book would be a useful addition to the commercial practitioner's company law library; a junior companion to one's Henochsberg and Gower.

### **AG Binns-Ward Cape Bar**



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### **Scottish Chambers**

*Contributed by Marius van Wyk,  
Johannesburg*

In the last edition of *Advocate* I reported that the Johannesburg Bar now provides Scottish Chambers for those members not holding recognised chambers. Interest has been expressed by other Bars in this arrangement. At present there are 14 members in Scottish Chambers.