

COURT ONLINE COVER PAGE

IN THE HIGH COURT OF SOUTH AFRICA
Gauteng Local Division, Johannesburg

CASE NO: **2024-032459**

In the matter between:

Framatome Southern Africa (Pty) Ltd

Plaintiff / Applicant / Appellant

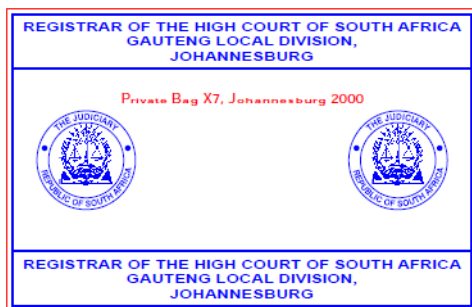
and

**Group Five Construction (Pty)
Limited, Jay and Jayendra (Pty)
Limited, Stirling Investments (Pty)
Limited, Francis Melville Carruthers**

Defendant / Respondent

Notice of Motion (Long Form)

NOTE: This document was filed electronically by the Registrar on 25/3/2024 at 3:20:38 PM South African Standard Time (SAST). The time and date the document was filed by the party is presented on the header of each page of this document.



ELECTRONICALLY SIGNED BY:

**Registrar of High Court , Gauteng
Local Division, Johannesburg**

**IN THE HIGH COURT OF SOUTH AFRICA
(GAUTENG LOCAL DIVISION, JOHANNESBURG)**

CASE NO:

In the matter between:

FRAMATOME SOUTHERN AFRICA (PTY) LTD

Applicant

and

GROUP FIVE CONSTRUCTION (PTY) LIMITED

First Respondent

(IN BUSINESS RESCUE)

JAY AND JAYENDRA (PTY) LTD

Second Respondent

STIRLING INVESTMENTS (PTY) LTD

Third Respondent

FRANCIS MELVILLE CARRUTHERS

Fourth Respondent



NOTICE OF MOTION

Please take notice that application will be made on behalf of the above-named applicant on **Tuesday, 2 April 2024 at 10h00** or so soon thereafter as counsel may be heard for an order in the following terms:

1. Dispensing with the forms and rules pertaining to notice, service and time periods and disposing of this application as one of urgency in terms of Uniform Rule 6(12).
2. That the first and second respondents be interdicted and restrained from:
 - 2.1. transferring their respective shares in Lesedi Nuclear Services (Pty) Limited ("**Lesedi**") and / or delivering their original share certificates issued by Lesedi together with any documents which may be necessary to enable the third and/or fourth respondent to take transfer of the shares and to procure the registration of the shares into its / his name, and / or
 - 2.2. ceding and transferring any Sale Claims, as defined in clause 1.1.22 of the Sale of Shares and Claims Agreement entered into between the First, Third and Fourth respondents on 30 August 2023 ("*the Group Five Share Sale Agreement*") they may have against Lesedi to the third respondent.
3. The order in prayer 2 shall not apply to the sale of the first and second respondents' shares and claims to the fourth respondent as provided for, and set out in set out in clause 2.2 of the Implementation Agreement.
4. The order in prayer 2 above to be interim in nature, with immediate effect, pending:
 - 4.1. the outcome and final determination of the dispute between the applicant and the first and second respondents, *alternatively* the applicant and the first, second and third respondents regarding the status and validity of the Implementation Agreement concluded between the parties and



Lesedi on 22 December 2023 (*"the Implementation Agreement"*) (and specifically, regarding the extension of the longstop date of 30 March 2024 as a result of the Competition Commission's extension of the period during which it is to consider the proposed merger); *alternatively*

- 4.2. any prohibition of the implementation of the proposed merger as contemplated in the Group Five Share Sale Agreement by the Competition Commission,

whichever may be sooner.



5. Directing the costs of this application to be paid only in the event and to the extent of it being opposed. Save as aforesaid, directing the costs of this application to be costs in the proceedings for final relief, as referred to in paragraph 3.1 above.
6. Further and/or alternative relief.

TAKE FURTHER NOTICE THAT the accompanying affidavit of **GUILLAUME THEVENIN**, together with the annexures thereto, will be used in support of this application.

TAKE FURTHER NOTICE THAT the applicant has appointed the offices of Norton Rose Fulbright South Africa Inc situated at 15 Alice Lane, Sandton; Tel No. (011) 685-8500; Email address: john.bell@nortonrosefulbright.com as its attorneys of record at which address, the details of which appear below, the applicant will accept service of all further notices and processes in this application.

TAKE NOTICE FURTHER THAT if you intend opposing this application you are required:-

- (a) to notify the applicant's attorneys in writing of such intention by no later than 09h00 on 26 March 2024;
- (b) to appoint in such notification an address referred to in Rule 6(5)(b) at which you will accept notice and service of all documents in these proceedings; and
- (c) deliver your answering affidavit on the applicant's attorneys, if any, by no later than 13h00 on 27 March 2024.

KINDLY enrol this matter on the urgent motion roll for hearing accordingly.

SIGNED AT SANDTON on this the 25th day of MARCH 2024.



KNagiah

**NORTON ROSE FULBRIGHT SOUTH AFRICA
INC**

Attorneys for First Defendant

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Sandton

Johannesburg

2196

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Email: john.bell@nortonrosefulbright.com

Kiasha.nagiah@nortonrosefulbright.com

Ref: PRO1490

To:

**THE REGISTRAR OF THE HIGH
COURT**

Gauteng Local Division,
Johannesburg

And to:

**GROUP FIVE CONSTRUCTION
(PTY) LTD**

First Respondent

Building 14, Block B

Byls Bridge Office

corner Olievenhoutbosch Rd & Jean

Centurion

Gauteng

c/o Werksmans Attorneys

The Central

96 Rivonia Road

Dennehof

Sandton

Gauteng

Email:

dandropoulos@werksnmans.com



And to:

JAY AND JAYENDRA (PTY) LTD

Second Respondent

88 Lancaster Avenue

Craighall Park

Johannesburg

Gauteng

And to:

**STIRLING INVESTMENTS (PTY)
LTD**

Third Respondent

7 Stillwater Cove

Atlantis Beach Estate

Cape Town

Western Cape

And to:

FRANCIS CARRUTHERS

Fourth Respondent

7 Stillwater Cove

Atlantic Beach Estate

Cape Town

Western Cape

