

***** IN THE HIGH COURT OF SOUTH AFRICA GAUTENG DIVISION, PRETORIA ***** **CASE NO: 2025-137857** In the *ex parte* matter between: **PETER ANDREW FAUCITT** (Identity Number: 520430 5708 18 5) *APPLICANT* And **JACQUELINE FAUCITT** (Identity Number: 570607 0898 18 1) *FIRST RESPONDENT* **DANIEL JAMES FAUCITT** (Identity Number: 820715 5300 18 2) *SECOND RESPONDENT* **REGIMA WORLDWIDE DISTRIBUTION (PTY) LTD** (Registration Number: 2011/005722/07) *THIRD RESPONDENT* **REGIMA SKIN TREATMENTS CC** (Registration Number: 1992/005371/23) *FOURTH RESPONDENT* **VILLA VIA ARCADIA NO 2 CC** (Registration Number: 1996/004451/23) *FIFTH RESPONDENT* **STRATEGIC LOGISTICS CC** (Registration Number: 2008/136496/23) *SIXTH RESPONDENT* **FIRSTRAND BANK LTD t/a FIRST NATIONAL BANK** *SEVENTH RESPONDENT* **ABSA BANK LIMITED** *EIGHTH RESPONDENT* **THE COMPANIES AND INTELLECTUAL PROPERTY COMMISSION** *NINTH RESPONDENT*

FOUNDING AFFIDAVIT

I, the undersigned, PETER ANDREW FAUCITT, do hereby make oath and say:

1. INTRODUCTION

1.1 I am a major businessman, with identity number 520430 5708 18 5.

1.2 I am resident at 20 River Road, Morning Hill, Bedfordview.

1.3 The facts herein contained fall within my personal knowledge, unless otherwise stated or as may otherwise appear from the context in which they are stated and are, to the best of my knowledge, both true and correct.

2. APPLICANT

2.1 I am the applicant herein.

2.2 I have been involved personally, and continuously with the subject-matter of this application. I am accordingly able to confirm, as I hereby do, that the contents of this affidavit fall within my personal knowledge, and are true and correct.

2.3 Any submissions of a legal nature are made on the advice of my legal representatives, which advice I have accepted as being true and correct, and upon which I act accordingly.

2.4 The contents of the documents annexed hereto must be read, with respect as if specifically incorporated, and repeated herein.

3. IDENTIFICATION OF RESPONDENTS

3.1 As aforesaid, I am the applicant herein.

3.2 The first respondent is my wife, JACQUELINE FAUCITT, a major businesswoman with identity number 570607 0898 18 1, who is resident at 20 River Road, Morning Hill, Bedfordview.

3.3 The second respondent is my son, DANIEL JAMES FAUCITT, a major businessman, with identity number 820715 5300 18 2, who is resident at Suite no. 132, Nicol Hotel, Corner Nicol Road and Skeen Boulevard, Bedfordview.

3.4 Fourth Respondent

3.4.1 The third respondent is REGIMA SKIN TREATMENTS CC, a close corporation duly registered in terms of the laws of the Republic of South Africa, with registration number 1992/005371/23, and registered address at 20 River Road, Morning Hill, Bedfordview.

3.4.2 In confirmation thereof I attach hereto, marked "PF1", a Windeed printout of the company information obtained from the CIPC.

3.5 Third Respondent

3.5.1 The fourth respondent is REGIMA WORLDWIDE DISTRIBUTION (PTY) LTD, a for-profit company with limited liability, duly registered in terms of the Laws of the Republic of South Africa, with registration number 2011/005722/07, and with registered address at 20 River Road, Morning Hill, Bedfordview.

3.5.2 In confirmation thereof I attach hereto, marked "PF2", a Windeed printout of the company information obtained from the CIPC.

3.6 Fifth Respondent

3.6.1 The fifth respondent is VILLA VIA ARCADIA NO 2 CC, a close corporation duly registered in terms of the Laws of the Republic of South Africa, with registration number 1996/004451/23, and with registered address at 20 River Road, Morning Hill, Bedfordview.

3.6.2 In confirmation thereof I attach hereto, marked "PF3", a Windeed printout of the company information obtained from the CIPC.

3.7 Sixth Respondent

3.7.1 The sixth respondent is STRATEGIC LOGISTICS CC, a close corporation duly registered in terms of the Laws of the Republic of South Africa, with registration number 2008/136496/23, and with registered address at 20 River Road, Morning Hill, Bedfordview.

3.7.2 In confirmation thereof I attach hereto, marked "PF4", a Windeed printout of the company information obtained from the CIPC.

3.8-3.10 Other Respondents

3.8 The seventh respondent is FIRSTRAND BANK LTD t/a FIRST NATIONAL BANK, with registered address at FNB Bank City, 6th Floor, 1 First Place, corner of Simmonds and Pritchard Streets, Johannesburg.

3.9 The eighth respondent is ABSA BANK LIMITED, with registered address at 7th Floor, ABSA Tower West, 15 Troye Street, Johannesburg.

3.10 The ninth respondent is THE COMPANIES AND INTELLECTUAL PROPERTY COMMISSION, at Block F, The DTIC Campus, 77 Meintjies Street, Sunnyside, Pretoria.

3.11 No relief is sought from the third to ninth respondents directly, save for costs if they oppose this application; they are cited herein simply in order to give effect to the order of Court sought herein, and for any interest they may have in this matter.

3.12 For the sake of convenience I shall refer hereinafter to the first respondent as "my wife", and the second respondent as "my son".

3.13 For any necessary confirmation of my own identity, I attach hereto a copy of my identity document, marked "PF5".

4. JURISDICTION

This Honourable Court has the necessary jurisdiction to adjudicate this application due, inter alia, to the respondents being resident in, registered within, and conducting business within its area of jurisdiction.

5. LOCUS STANDI

I have, with respect, the necessary locus standi to bring this application, as contemplated in Section 162(2) of the Companies Act, No 71 of 2008 (the "Companies Act"), in that I am a director and shareholder of the third respondent, and I am a member of the third, fourth, fifth, and sixth respondents.

6. RELATIONSHIPS

6.1 My wife is a director of the third respondent, and a member of the fourth, fifth, and sixth respondents.

6.2 My son is a director of the third respondent, and a member of the sixth respondent.

6.3 I caused the third to sixth respondent to be created, together with their present directors/members.

6.4 The third to sixth respondents bank with the seventh and eighth respondents.

6.5 The third to sixth respondents are registered with the ninth respondent.

7. DISCOVERY OF FINANCIAL IRREGULARITIES

7.1 During or about mid June 2025, our accountant (for the corporations aforesaid, being the third to sixth respondents) attended to our office (Mr Daniel Jacobus Bantjes), so that provisional tax and VAT submissions could be finalised. His confirmatory affidavit, which confirms this and the further information in his knowledge (set out in this affidavit), is attached hereto marked "PF6".

7.2 He noted, following his attendance, and during July 2025, numerous discrepancies in the applicant corporations' banking accounts, and numerous irregular payments therefrom, with which I deal in the paragraphs below.

7.3 Those payments all seemed to relate to IT (Information Technology) related expenses, based on the nomenclature, and names of the line items therein.

7.4 This 'department' falls under the purview of my son â whose conduct has become increasingly erratic as of late.

7.5 The payments in question could not be explained by my wife and son, and I, accordingly, cancelled their business bank cards (and my own, for the sake thereof) during June 2025, and requested invoices and proof of expenses from my son for the numerous unexplained expenses.

7.6 Although he provided a few, the majority of the transactions remain unexplained.

7.7 Some of our actual subscriptions, pertaining to, inter alia, internet domains, and the like, were halted due to the card cancellations.

7.8 Instead of assisting therewith, my son, unfortunately, adopted a 'superior' position and effectively refused to assist.

7.9 I attach hereto relevant inter-office communications with my son, confirming all of the above, as annexure "PF7".

7.10 The communications were with his personal assistant for the most part, upon my instructions.

7.11 It is clear that he would or could not provide relevant invoices.

7.12 My son, through the above, inter alia, interfered with the corporations' staff doing their jobs.

7.13 Upon the domains and the like being re-instated through payment, our son elected not to provide all employees/staff access to their historic emails and email accounts, but did so on an ad hoc basis, as it suited him.

7.14 This interference has, unfortunately, also continued.

7.15 This conduct is not in the interests of the corporations.

7.16-7.20 THE R500,000 PAYMENT

7.16 My wife simply re-approached the banks (being the seventh and eighth respondents) and obtained duplicate/new cards, on or about 24 June 2025.

7.17 I discussed the transactions with her, but she rejected any idea of malfeasance or neglect on our son's part.

7.18 She adopted an 'I will show you' approach, defended our son, and then transferred to him the sum of R500,000.00 from the corporations, on or about 16 July 2025, as a 'birthday gift', which I did not authorise, and which he was not entitled to accept; she has no other sources of income other than her remuneration by the third to sixth respondents.

7.19 This was without my knowledge, and the expense cannot remotely be described as being a legitimate business expense.

7.20 This was separate to his remuneration as director/member.

8. IT EXPENSES ANALYSIS

8.1 In addition to the aforesaid, I annex hereto the IT related expenses (annexure "PF9" hereto) which my son has approved and/or paid over the 2024 to 2025 financial year.

8.2 Other than a few, such as Sage (being accounting software), the majority are unexplained, and we have almost no invoices for these items which creates, inter alia, major tax problems.

8.3 The 'expenses' from March 2025, to June 2025, relating to computer related costs solely, are attached hereto marked "PF10".

8.4 The 2024 tax year 'expenses', for this category alone, amount to R6,738,007.47.

8.5 The 2025 tax year, thus far, for this category only, amounts to R2,116,159.47.

8.6 These amounts exclude the 'birthday gift', aforesaid, and are almost entirely unexplainable.

8.7 Many of the 'expenses' are also seemingly international.

8.8 Annexed hereto marked "PF11" is a screenshot of a message received from the seventh respondent bank, on or about 05 August 2025, confirming that the business accounts have almost exceeded the yearly allowable quota for funds leaving the Republic of South Africa (I note, in this regard, that the corporations bank together, effectively as a group of companies - their funds are inter alia pooled as necessary).

8.9 Not only is this inexplicable, but it will probably cause further, and serious, tax implications for the applicant corporations, to their significant detriment.

8.10 For the sake of inter alia the South African Revenue Services, and the Reserve Bank, the corporations will, as it stands, be unable to explain these international expenses.

9. SUBSTANTIAL FINANCIAL MISCONDUCT

9.1 The aforesaid, which appears to constitute substantial financial misconduct, is neither sustainable, nor acceptable.

9.2 None of the respondents (third to sixth) are resellers in technology or technological related items, or services.

9.3 Other than a few minor costs for accounting services, internet hosting, and the like, the 'expenses' to which I have referred above, are unrelated to the business of the applicants.

9.4 The aforesaid is entirely due to my son, who is defended, and enabled by my wife, and indicates the misappropriation of substantial sums of money from the corporations aforesaid, to their significant detriment.

10. DELINQUENCY AND PROBATION APPLICATION

10.1 I seek, as final relief under PART B of the notice of motion, an order declaring the first and second respondents delinquent, alternatively placing them under probation.

10.2 I deal therewith at the outset, as their conduct justifying that relief explains the necessity for the relief I seek under PART A.

10.3 My son and wife are, with respect, clearly and evidently acting in a manner which is detrimental to the third to the sixth respondent corporations, and to me, to the extent that their conduct is delinquent alternatively justifies them being placed under probation.

10.4 Their conduct is in clear contravention of the Companies Act, No 71 of 2008, and the Close Corporations Act, No 69 of 1974 (the "Close Corporations Act").

10.5 Legal Grounds for Relief

10.5.1 Declaring the first and/or second Respondent/s delinquent, as envisaged in Section 162(5)(a)-(c) of the Companies Act, read together at Section 69(8) (a) of the Companies Act, read together with Section 162(5)(f)(ii) thereof, and Section 47 of the Close Corporations Act; alternatively

10.5.2 Placing the first and/or second Respondent/s under probation, for which provision is made in Section 162(7)(a)-(c), and Section 162(8) of the Companies Act, taking into account Section 162(5)(f)(ii) thereof, and Section 47 of the Close Corporations Act.

10.6 Fiduciary Duties Under Close Corporations Act

Section 42 of the Close Corporations Act provides that every member of a close corporation stands in a fiduciary relationship [Section 42(1)] with that corporation shall:

10.6.1 Exercise such powers as he may have to manage or represent the corporation in the interest and for the benefit of the corporation; [Section 42 (2)(a)(i)] and

10.6.2 Shall not act without or exceed his powers; [Section 42(2)(a)(ii)]

10.6.3 Shall avoid any material conflict between his own interests and those of the corporation, and in particular shall not derive any personal economic benefit to which he is not entitled by reason of his membership of or service to the corporation, from the corporation or from any other person in circumstances where that benefit is obtained in conflict with the interests of the corporation; [Section 42(2)(b)(i)]

10.7 Liability for Breach

Section 42 provides further that a member of a corporation whose act or omission has breached any duty arising from his fiduciary relationship shall be liable to the corporation for a

10.7.1.1 Any loss suffered as a result thereof by the corporation; [Section 42 (3)(a)(i)] or

10.7.1.2 any economic benefit derived by the member by reason thereof [Section 42(3)(a)(ii)].

10.8 Disqualification

Section 47 of the Close Corporations Act recognises that a person removed from an office of trust on account of misconduct shall be disqualified from participating in the management of a corporation (save under the authority of a Court).

10.9 Grounds for Declaring Delinquency

Section 162(5) of the Companies Act provides for the mandatory disqualification of a person (by declaring him delinquent) from serving as a director (or close corporation) of a company, and a member of a close corporation [at Section 162 (5)(f)(ii)] under circumstances where a person (such as my wife, and son):

10.9.1 Grossly abused the position of director (or member); [Section 162(5)(c) (i)]

10.9.2 Per Section 162(5)(c)(iii), Intentionally, or by gross negligence, inflicted harm upon the company (or close corporation), contrary to Section 76 (2)(a);

10.9.3 Acted in a manner:

10.9.3.1 Amounting to gross negligence, wilful misconduct or breach of trust in relation to the performance of the director's (or member's) functions within, and duties to, the company (or close corporation); [Section 76(5)(c)(iv)(aa)]

10.9.3.2 Per Section 162(5)(c)(iv)(bb), acquiesced [per Section 77(3)(b)] in the carrying on of the company's business despite knowing that it was being conducted in a manner prohibited by Section 22(1).

10.9.3.3 Per Section 162(5)(c)(iv)(bb), was a party to an act or omission by the company (or close corporation) [per Section 77(3)(c)] despite knowing that the act or omission was calculated to defraud a creditor, employee or shareholder (or member) of the company (or close corporation), or had another fraudulent purpose.

10.10 Grounds for Probation

My son and wife have also contravened Section 162(7) of the Companies Act, which provides that a Court may make an order placing a person (director or member) under probation who, while serving as a director:

10.10.1 Acted in a manner that is materially inconsistent with their duties; [Section 162(7)(a)(ii)]

10.10.2 Per Section 162(a)(iii):

10.10.2.1 Whose conduct had the result that is oppressive or unfairly prejudicial to, or that unfairly disregards my interests;

10.10.2.2 Carried on the business of the corporation in a manner that is oppressive or unfairly prejudicial to, or that unfairly disregards my interests;

10.10.2.3 Exercised their powers as director/member in a manner that is oppressive or unfairly prejudicial to, or that unfairly disregards my interests.

10.11-10.13 Conclusion on Delinquency

10.11 Taking into account the manner in which they have acted, and the above legislation, I am advised that I may seek that an order (as I now do) that the first and second respondents be declared delinquent, or be placed under probation.

10.12 The full extent of the transgressions, and the ensuing losses to the third to sixth respondents, have yet to be determined; I request accordingly, inter alia, an order authorising me to appoint necessary experts, including the aforesaid bookkeeper, at the cost of the third to sixth respondents, so that a proper forensic investigation may be conducted.

10.13 At this stage already, significant sums of money (as aforesaid) cannot be accounted for.

11. UK OPERATIONS

11.1 I pause to mention that, we also began companies in the United Kingdom, which sell the applicant's products - and which my son has been appointed to direct and manage.

11.2 These companies fall under the UK head office, being RegimA UK Ltd.

11.3 My wife, my son, and I are the directors thereof.

11.4 While my involvement has been minimal I, inter alia, ensure operational growth, and manage the respondent corporations.

11.5 My son was appointed to oversee the UK branch, which carries under it, as umbrella, RegimA @ Dr H Ltd, RegimA Zone Ltd, RegimA Zone Academy Ltd and RegimA Medic Ltd.

11.6 The third to sixth respondents ship to the UK branch, but do not receive payment therefrom due to apparent fraud that transpired in the UK in the past, from which the UK companies allegedly required time to again become financially viable.

11.7 This was perpetrated by the then managing director of the UK branch, Isaac Chesno, which resultant in our son's appointment.

11.8 I fear (due to his present conduct) that the continued non-payment (from the UK branch) may inter alia be a ruse.

11.9 I accordingly have no idea pertaining to the financial wellness of the UK branches, and intend to approach the relevant Court for relief with regards thereto.

12. NECESSITY OF RELIEF

12.1 I say, with respect, that the orders sought under PART B of the notice of motion are essential to the survival of the third to sixth respondents, as the relationship between the directors and members (namely the first and second respondents, and I) has disintegrated and become deadlocked to the extent that they would otherwise have to be liquidated, to my significant detriment, and to the detriment of my wife, and son, who are sustained by those corporations - as well as to the detriment of the corporations.

12.2 Needless to say, with respect, the extent to which money appears to have been misappropriated from the third to sixth respondent, (which has unquestionably flowed out of those corporations, and very irregularly at that), which continues, is not sustainable, has already created significant taxation problems, and will inescapably lead to their insolvency.

12.3 I approach this Honourable Court to prevent this.

12.4 It goes without saying, with respect, that my wife and son can serve those corporations in capacities other than director or member, and can be sustained thereby.

13. INTERDICTS SOUGHT

13.1 I say further, with respect, that the interdicts (and other relief) sought under PART A of the notice of motion are also essential to the survival of the third to sixth respondents; the rot must, with respect, be stopped urgently, which will be impossible in the absence of appropriate interdictory relief, such as is set out in therein.

13.2 Requirements for Interdict

13.2.1 I have, with respect, a clear (and a prima facie) right not to be prejudiced by the unlawful conduct of the first and second respondents that causes such harm to the third to sixth respondents that will inevitably lead to the loss of the entities that sustain me.

13.2.2 I have already sustained an injury by way of actual harm caused to those corporations, and I apprehend (reasonably, with respect) further (similar) injury committed by the first and second respondents.

13.3 Needless to say, with respect, I have a reasonable, and well-grounded apprehension of further, and irreparable harm if the interdicts I seek are not granted.

13.4 I have no alternative adequate remedy; I am constrained to approach this Honourable Court for essential interdictory (and other) relief, as I now do.

13.5 The balance of convenience favours, with respect, the granting of the interim interdictory (and other) relief sought under PART A of the notice of motion.

13.6 In the premises, I say with respect that I am entitled to the relief I seek under PART A of the notice of motion, on an interim, and a final basis.

13.7 I ask, with respect, that any relief not granted under PART A of the notice of motion be adjudicated under PART B thereof.

14. OTHER RELIEF SOUGHT

14.1 As appears from PART A of the notice of motion, I also ask for orders enabling me to take control of the financial administration of the third to sixth respondents (which is essential for their survival), and to commence and prosecute a forensic investigation into their financial affairs, for which purpose the compliance of the first and second respondents is essential.

14.2 It is vital, with respect, that such funds as may be recovered (pursuant to a forensic investigation) are restored to the aforesaid corporations, so that they can meet their tax obligations, and continue with their businesses.

14.3 It is also essential that the first and second respondent are constrained to the extent that they can no longer cause financial prejudice to the third to sixth respondents.

14.4 The forensic audit is also necessary for purposes of PART B of the notice of motion; I have no objection to the first and second respondents continuing to receive their present

remuneration until PART B is finally adjudicated; it is essential, however, that they are not permitted to participate in the financial administration of the corporations in question until this matter has been finally determined.

14.5 I ask again, with respect, that any relief not granted under PART A of the notice of motion be adjudicated under PART B thereof.

15. PART B RELIEF

I have already dealt, with respect, with the order I seek declaring the first and second respondents delinquent, alternatively placing them under probation, which is essential for the survival of the third to sixth respondents, as aforesaid.

16. URGENCY

16.1 The conduct of the first and second respondents was only discovered (and partially so) during mid June 2025; at that stage we were still trying to establish why those payments had been made, and the authors thereof.

16.2 On or about 16 July 2025, when the first respondent transferred the sum of R500,000.00 to the second respondent, it became clear that action had to be taken to protect the third to sixth respondents.

16.3 The conduct, pertaining to unnecessary funds leaving the businesses at the first and/or second respondents' behest, is continual.

16.4 As may be expected, with respect, I was still in a state of shock (which resulted in me not being able to think clearly) when I approached my attorneys of record for advice, on 05 August 2025.

16.5 I was unaware that an urgent application to this Honourable Court could be pursued, until advised thereof by my attorneys; if I had known that earlier, there would have been no delay.

16.6 Following thereupon, instructions, information, discussions, and the appointment of Counsel to settle these papers, was required.

16.7 I have also been required to proceed, as is extremely difficult, with such instructions to my attorneys of record secretly, so as to prevent any funds leaving the corporations as a result of such instructions - or any other untoward 'knee-jerk' reactions.

16.8 This has, as a result, been a more time consuming manner in which to provide instructions to my attorneys of record.

16.9 I say with respect, however, that every passing day constitutes a new ground of urgency due to the first and second respondent's reckless, and delinquent conduct that

indicates clearly that they will not cease their transgressions.

16.10 It is probable, with respect, that the third to sixth respondents will suffer irreparable harm if the first and second respondent's are not stopped from continuing their misconduct as soon as possible.

16.11 Doubtless, with respect, the misappropriated money has been squandered and/or concealed.

16.12 In the premises, I say with respect that the third to sixth respondents (and me accordingly) will be unable to obtain substantial, or any relief in due course if this Honourable Court does not come to my assistance urgently.

17. EX PARTE APPLICATION

17.1 This application is lodged ex parte as I fear, with good reason, that the first and/or second respondents will react to the service of this application upon them by misappropriating further sums of money from the aforesaid corporations (as a "knee jerk reaction" thereto), due to the first respondent having immediately and defiantly transferred the sum of R500,000.00 to the second respondent, shortly after I took their cards, as aforesaid, and questioned the transactions.

17.2 This application serves also (to an extent) the purpose of an anton pillar application in that I - having reason to believe that the first and second respondents will conceal or destroy relevant documentation if they are not subject to an appropriate order - request an order that they surrender, forthwith, all documentation (electronic and otherwise) within their possession relating to the administration (financial and otherwise) of the third to sixth respondents, and all login details and passwords to any banking and other online facilities relating thereto.

17.3 Such applications are usually brought, with respect, on an ex parte basis, for obvious reasons.

17.4 In the premises we say that the matter is sufficiently urgent to compel the attention of the above Honourable Court ex parte, on an urgent basis.

18. COSTS

I say, with respect, that the costs order sought in the notice of motion are appropriate in the circumstances.

PRAYER

WHEREFORE, THE ABOVE HONOURABLE COURT IS REQUESTED RESPECTFULLY TO GRANT AN ORDER AS PRAYED IN THE NOTICE OF MOTION. DATED AT PRETORIA ON 13th AUGUST

2025

DEPONENT

COMMISSIONER OF OATHS CERTIFICATION

I CERTIFY THAT THE DEPONENT HAS ACKNOWLEDGED THAT HE KNOWS AND UNDERSTANDS THE CONTENTS OF THIS AFFIDAVIT, WHICH WAS SIGNED AND SWORN BEFORE ME AT BEDFORDVIEW on 13 AUGUST 2025; THE REGULATIONS CONTAINED IN GOVERNMENT NOTICE NO. R 1258 OF 21 JULY 1972, AS AMENDED, HAVING BEEN COMPLIED WITH-THE DEPONENT HAVING ACKNOWLEDGED THAT HE UNDERSTANDS THE CONTENTS OF THIS AFFIDAVIT, HAS NO OBJECTION TO TAKING THE PRESCRIBED OATH AND CONSIDERS THE OATH TO BE BINDING ON HIS CONSCIENCE

COMMISSIONER OF OATHS