

JACK HOWARD PHALANE

(BA, LLB, LLM, MCom and MBA)

Address:

Telephone Number:

Fax Number:

Email Address:

Identity Number:

Race and Nationality: Black South African. Citizen and Permanent Resident of South Africa

Gender: Male

SUMMARY AND EXECUTIVE PROFILE

- Completed MBA studies with the Wits Business School (2017).
- Over 18 years experience in commercial law (including advising clients on the various transactions including: sale of shares, sale of businesses, shareholders agreements and transactions involving broad based black economic empowerment and corporate governance).
- Experience as a non executive director of the SABC (October 2017 – present) and listed companies (Caxton and CTP Publishers and Printers Limited – October 2014 – present; and Imbalie Beauty Limited – January 2021 – April 2022), a director of non listed companies, a trustee of various empowerment trusts.
- Experience as a Tax Chairperson adjudicating on income tax appeals lodged by tax payers with the South African Revenue Service (appointed by the Minister of Finance in 2008 - 2018).
- Deputy Chairperson of the Film and Publication Board's Review Board (Appeals Tribunal) (2005 – 2011)
- Trustee (from around 2008 to date) and chairman of an educational non profit organisation (Tomorrow Trust) focussing on supporting children who are poor and vulnerable.
- A member of the Legal Practice Council.
- Admitted as an attorney in 2003.

EDUCATION / ACADEMIC HISTORY

Wits Business School:	MBA (2017)
UNISA:	Certificate in Advanced Corporate Law and Securities Law (2011)
North West University (Potch):	MCom (SA and International Tax) (2006)
Wits University:	LLM (Telecommunications Law) (2001)
Wits University:	LLB (2000)

Wits University:	BA (International Relations and Law) 1998. Distinctions in Comparative Legal History and Regional Studies.
Dr CN Phatudi College:	Senior Primary Teachers Diploma (1995). Distinctions in English as a Medium of Instruction and Mathematics.

KEY BOARD AND TRUSTEESHIP POSITIONS AND EXPERIENCE

SABC Board (State Owned Entity): October 2017 to present

- I have been a board member of the South African Broadcasting Corporation SOC Limited since October 2017. My appointment to the SABC board followed a public interview process that was conducted by the members of the South African Parliament. As part of the SABC board member I was involved in the development of the SABC turnaround strategy. I currently chair the Finance, Investment and Procurement Committee of the SABC. I am a member of the Digital Technology Committee and Social Ethics Committee at the SABC.

Imbalie Beauty Limited Board (Listed on the JSE): January 2021 to April 2022

- I was a member and chair of the Imbalie Board from January 2021 until April 2022.
- Since my appointment to the Imbalie Board, I have overseen a process that resulted in the sale of the operating businesses of Imbalie. This process involved the conclusion of various sale agreements and offer to the shareholders of Imbalie.
- I was also a member of the Independent Board that was tasked with ensuring that the proposed transaction to the shareholders of Imbalie was fair and reasonable.

Caxton and CTP Publishers And Printers Board (Listed on the JSE): 2014 to present

- I have been a board member of Caxton since 2014.
- I currently chair the Audit and Risk Committee at Caxton.

Fluxmans Inc: 2003 to present

- I have been a member of the executive committee at Fluxmans since March 2020. The executive committee is responsible for formulating and providing strategic guidance to Fluxmans and overseeing the day to day operations of the company.
- I have been a director of Fluxmans since 2004. I sit on various committees within Fluxmans, including the remuneration committee and the recruitments and evaluations committee.
- In addition to carrying out director duties and responsibilities, I have been involved in various commercial transactions relating to sale of shares and businesses for listed and non-listed entities. I have thus been party to numerous negotiations regarding mergers and acquisitions.
- I advise on BEE transactions (including BEE trusts) and assist in the formation of BEE trusts.
- I have experience as a trustee of BEE trusts, including BEE trusts for Super Group Limited, Universal Industries Corporation (Pty) Ltd and Zest Weg Electric.

Other Directorships and Responsibilities

- I am a director of various private companies. In this capacity, I am involved in the general operational and financial affairs of the companies. I am part of a team that amongst others, analyses and deliberates on the finances of the companies, approving budgets, review of management accounts and financial statements.

EMPLOYMENT HISTORY AND EXPERIENCE

- I have been practising as an attorney specialising in mergers and acquisitions since 2003.
- I am a director of companies and have experience in the workings of boards of private and listed companies.
- I have drafted various commercial agreements, including sale of shares agreements, sale of business agreement, sale of assets and agency and distribution agreements, Trust Deeds for Black Economic Empowerment Trusts.

- I have advised various clients (listed and non listed companies) on various aspects of the South African Companies Act and the Broad Based Black Economic Empowerment Act on inter alia, aspects relating to corporate governance, directors' fiduciary duties, share repurchases, loans and structuring of BEE transactions.
- I have advised clients on aspects relating to telecommunications and broadcasting law.
- I was trained on and worked on various public private partnerships transactions.
- Advised clients on loan agreements in private equity transactions / funds.
- I was trained on various aspects of the law covering commercial law and litigation.
- Appointed as a director of Fluxmans Inc in November 2004 and became equity partner in 2007. Member of Fluxmans Inc's Executive Committee (March 2020 – present).
- Acquired knowledge and developed skills in the interpretation of statutes.
- Through the practice of law and as a director of companies, I have acquired leadership, strategic thinking and decision making skills.

Fluxmans Attorneys: September 2003 to present

Bell Dewar (now Fasken Martineau): January 2000 to June 2003 (candidate attorney), June 2003 to August 2003 (Associate).

DEVELOPED KNOWLEDGE, ABILITIES AND SKILLS

- Chairing of board and trustees' meetings.
- Have knowledge and understanding on the workings of boards of directors.
- Acquired skills in negotiating and structuring of transactions from a commercial and legal perspective.
- Acquired legal skills such as drafting contracts, interpretation of statutes, negotiating commercial transactions, providing legal opinions, case planning and conducting due diligences.
- Acquired financial skills, including amongst others understanding of balance sheet and income statements and analysing financial statements.
- Acquired skills in the workings of boards of directors and duties associated with being a director, which includes the development of strategy, analysing financial statements, corporate governance, interacting with and managing stakeholders and chairing of meetings.
- Acquired skills in chairing disputes/appeals and preparing rulings.
- Have developed the following skills: communication, analytical, research and management skills.

