

Heather Ashe

Associate Director | Tax & Legal | KPMG SA



Q What does your current role entail, and tell us about your journey to this position?

A My role as an Associate Director in the KPMG Law team is to advise clients, primarily on commercial and corporate law. From a mergers and acquisitions perspective, this entails conducting legal due diligence investigations, advising on the structuring of transactions, and drafting transaction implementation documents. I particularly enjoy working on the restructuring of groups, where I work closely with my Tax colleagues on implementing transactions utilising tax group relief provisions. I enjoy mastering the complexities of combining the legal principles with the tax considerations.

After completing my LLB at the University of Pretoria in 1993, I completed my legal articles at Tim du Toit & Co and was admitted as an attorney, notary and conveyancer. I practiced as a conveyancer and notary at a mid-sized law firm for two and a half years, before being appointed as a consultant in Arthur Andersen's legal division in August 1998. I was encouraged by my more senior colleagues to further my studies, and did my Masters in Company Law through UNISA. My manager at the time also recommended that I do at least Accounting 1, which I did. In 2002, Andersen merged with KPMG.

In 2020, I completed the JSE Sponsor Development Programme, gaining further insight into the JSE Listing Requirements, Takeover Law, the Companies Act, King IV, Ethics and Market Abuse.

I was fortunate to be guided and taught the practical application of commercial and corporate law by many experienced lawyers, and to be exposed to working on a wide range of merger and acquisition transactions over my nearly 26 years as a commercial lawyer. In the same vein, I find satisfaction in passing on

the knowledge that I have gained to my more junior colleagues.

One of the things that I appreciate most about working in the KPMG environment is that we are able to provide a "one-stop shop" solution on corporate and commercial transactions. While my division advises on the legal structuring and implementation of transactions, we typically do so working as a team with our Tax and Transaction Services / Deal Advisory colleagues, to ensure that all aspects of the transaction are properly catered for.

Q When things go wrong, what advice would you give about moving on?

A Just like death and taxes, things do go wrong at times. My advice is to never try to hide something that has gone wrong, and to always maintain your professional integrity. When something does go wrong, communicate quickly with colleagues and seek advice and guidance to consider the issue, assess the options available to address the issue, and then respond with an appropriate decision. Afterwards, it's important to reflect on what has happened to learn from the incident, and then to endeavour to avoid a similar occurrence in the future. Taking learnings from the things that go wrong is an integral part of gaining experience. An important trait in the business world is to be resilient - as my headmistress at Pretoria High School for Girls, Beryl Mullins, would say to us, we need to "keep on keeping on". Be there to support your team members, and ask for assistance when you need it of the team. At KPMG, one of our core values is "Together for Better".

Q What is one of the most memorable transactions you worked on and why?

A I have been involved in so many transactions over my almost 26 years working in corporate and commercial law. I very much enjoyed working on the K+S acquisition of 75% of the fertiliser business

of South African trading company, Industrial Commodities Holdings (Pty) Ltd (ICH), which is now housed in Fertiva (Pty) Ltd. This deal was finalised in mid-2023. We represented K+S on instruction from our German KPMG Law practice. It was a challenging and exciting transaction with lots of moving parts. We conducted the legal due diligence in conjunction with our Tax colleagues, who conducted a tax due diligence, and our Transaction Services colleagues, who conducted a financial due diligence. Thereafter, we advised and assisted K+S on all South African legal aspects in relation to the implementation of the transaction, working closely with KPMG Germany, K+S, ICH's attorneys, and their deal advisors. The day the transaction closed was one of the most joyous of my career. Our clients had flown out from Germany and, once the closing was done, ICH and all stakeholders and their transaction advisors celebrated the deal with a traditional South African braai at their premises. Our clients were grateful for a job well done, and I felt pride in the successful culmination of our combined KPMG team's hard work over many months.

FUN FACTS

Current book on your nightstand: There are a few, two of which speak to my love of history and adventure: Mensun Bound's "The Ship Beneath the Ice, The Discovery of Shackleton's Endurance" and Ranulph Fiennes' "Mad Dogs and Englishmen, an expedition round my family".

Unusual hobbies: Motorbike riding with my husband and friends. I have various motor bikes, the most recent addition being a BMW GS 1250. It's a big upgrade to what I am used to (which was a BMW GS 700), and so it is taking a measure of courage, on my part, to build the skills that I need to master this machine! 🏍️