MBM VALKYRIE ADVISORY (PTY) LTD

INDEPENDENT LEGAL, GOVERNANCE & COMPLIANCE ADVISORY

Registration No. 2026/493372/07 · CSD MAAA1746312 · B-BBEE Level 1 EME · Not registered for VAT

31 Ouklipmuur Avenue, Equestria, Pretoria, Gauteng, 0184

+27 61 586 9435

enquiry@mbmvalkyrie.co.za

www.mbmvalkyrie.co.za

STARTUPS & SCALE-UPS

The legal, governance and compliance function your company does not yet have. Fixed-scope advisory for founders raising capital, selling to enterprise customers, entering regulated markets or expanding across borders.

Service profile · August 2026 · Revision 2

Why growth companies get caught out

Most early-stage companies do not fail a due diligence because they did something wrong. They fail it because nobody was responsible for the paperwork while the product was being built.

The pattern repeats: a term sheet arrives and the securities register does not reconcile. A corporate customer sends a 40-page master services agreement with an indemnity nobody has read. A regulator asks which lawful basis supports a database of personal information. Beneficial ownership was never filed. The board has never formally resolved anything.

None of this is difficult to fix in advance. All of it is expensive to fix under time pressure, and it is almost always fixed under time pressure — which is when it costs a discount on valuation, a delayed contract, or a founder's week.

What we do

compliance function for growing companies — on a fixed scope, at a fixed price, delivered directly by an admitted attorney — enrolled with the Legal Practice Council as non-practising — with over a decade of commercial, in-house and national regulatory experience.

We are an independent advisory and drafting consultancy. We are not a litigation firm, we do not practise as attorneys, and we do not hold client money.

When to bring us in

Trigger	What typically goes wrong	Where we start
You have raised, or are raising	Cap table and securities register do not reconcile; founder and IP assignments missing; investor conditions precedent unmet; beneficial ownership not filed	Fundraise & Enterprise Readiness Sprint
You are selling to enterprise or government	Customer paper is accepted unamended; uncapped liability, unlimited indemnities, IP assignment of your core product, SLA credits you cannot meet	Enterprise Contracting Desk

Trigger	What typically goes wrong	Where we start
You process personal information at scale	No lawful basis mapped, no operator agreements, no PAIA manual, no incident procedure, cross-border transfers undocumented	POPIA & AI Governance Pack
You are entering a regulated market	Activity turns out to require a licence, an exemption, or a different operating structure; scheme rules, platform terms or a code of conduct issued without checking the empowering legislation	Regulatory Perimeter Opinion; Rules & Codes Drafting
Your board is forming or maturing	No charter, no delegation of authority, no conflicts register, decisions taken without resolutions, King V not addressed	King V Governance Transition Review
You are expanding cross-border	Data transfers, entity structure, withholding, distributor and reseller terms, and local registration all unresolved	Diagnostic, then targeted workstreams

Four fixed-scope packages

Every package has a written scope, a fixed fee and a defined deliverable set. Scope and fee are confirmed in writing after a short scoping call, before any work begins. Fees below are indicative starting points for a company of ordinary complexity, and exclude disbursements. The exact fee for your matter is confirmed in writing at scoping — the figure in the engagement letter is the figure invoiced, and it is invoiced only once the work has been delivered.

1. Startup Legal & Governance Diagnostic

R14 500 · 10 business days · the recommended starting point

A structured review of everything a funder, acquirer or enterprise customer will eventually ask for — delivered as a ranked risk register and a costed 90-day remediation plan, so you know exactly what to fix, in what order, and what it will cost.

- Structured intake questionnaire across eight domains, with document review
- Written findings report with red / amber / green rating per domain
- Risk register: finding, exposure, consequence, recommended action, priority
- 90-day remediation plan with owner and estimated cost against each item
- 60-minute debrief with the founders or board

Fee credit: the full diagnostic fee is credited against any package or fractional arrangement commissioned within 60 days of delivery.

2. Fundraise & Enterprise Readiness Sprint

From R48 000 · 4–6 weeks

Corporate housekeeping done properly, so that a data room withstands inspection and a due diligence questionnaire can be answered from documents that actually exist.

- Statutory records rebuilt: securities register, director and officer registers, CIPC filings brought current
- Beneficial ownership register and filing
- Founder, employee and contractor IP assignment and restraint confirmations
- Shareholders' agreement and MOI reviewed for alignment and investor-readiness
- Board resolution suite, delegation of authority and signing matrix
- Indexed data-room structure with a gap list
- Review and remediation of up to three key commercial agreements

3. POPIA & AI Governance Pack

From R36 000 · 4 weeks

The privacy and AI-governance documentation that enterprise procurement teams and the Information Regulator both expect — and that most growth-stage companies do not have.

- Personal information inventory and lawful-basis mapping
- External privacy notice and internal data protection policy
- PAIA manual and Information Officer registration support
- Operator (processor) agreements and data-processing schedules for vendors and customers
- Consent wording, direct-marketing rules and special personal information controls
- Cross-border transfer framework under section 72
- Security compromise (breach) response procedure with notification templates
- AI use policy, automated decision-making register and section 71 controls

4. King V Governance Transition Review

From R29 500 · 4 weeks

King V was published on 31 October 2025 and applies to financial years beginning on or after 1 January 2026. It supersedes King IV, streamlines seventeen principles into thirteen, and introduces a Disclosure Framework that must be applied by any organisation claiming to apply King V.

- Gap assessment against the thirteen King V principles and the Disclosure Framework
- Board charter and committee terms of reference
- Delegation of authority framework
- Conflicts of interest policy and declarations register
- Directors' duties briefing note under the Companies Act
- Disclosure map: what must be reported, where, and by whom

Fractional legal, governance & compliance adviser

For companies that need continuous access rather than a project. A defined bank of hours each month, a single point of contact, and a fixed monthly fee — invoiced monthly in arrears — at a fraction of the cost of a first legal hire.

Tier	Included each month	Typically suits	Monthly fee from
Essential	8 hours Contract review, ad hoc questions, board minutes	Pre-revenue to early revenue	R11 500

Tier	Included each month	Typically suits	Monthly fee from
Core	15 hours Adds policy drafting, supplier and customer paper, compliance calendar	Post-seed, first enterprise customers	R20 500
Scale	25 hours Adds board and committee secretariat, regulatory engagement, negotiation support	Series A, regulated or multi-market	R32 000

- Invoiced monthly in arrears, after each month's work has been delivered. No payment is taken in advance.
- Minimum term three months; one month's notice thereafter.
- Unused hours roll forward one month only. Additional hours at the standard rate.
- Ad hoc advisory outside a fractional arrangement is available; rates are quoted at scoping.
- Registered non-profit organisations are charged at a reduced rate on all of the above.

Specialist drafting: rules, codes & regulatory instruments

Some businesses operate under — or themselves issue — binding instruments: scheme rules, platform and marketplace rules, codes of conduct, internal regulations. We draft and amend these with legislative discipline: every provision checked for authority under, and consistency with, the empowering primary legislation, so the instrument binds as intended and survives challenge.

- New instruments and amendment schedules — rules, codes of conduct, scheme and platform rules, internal regulations
- Vires and consistency review against the empowering Act and the surrounding statutory framework
- Consultation, approval, versioning and publication processes that make adoption defensible
- Plain-language drafting notes for the board, council or committee adopting the instrument

Priced per instrument and quoted at scoping. This is the discipline we have applied at national regulatory level, applied to your rulebook.

How we engage

Step	What happens	Timing
1. Scoping call	Thirty minutes, no charge. We establish what you actually need and whether we are the right fit.	Within 3 working days
2. Written proposal	Scope, deliverables, assumptions, exclusions, fee and timeline — in writing.	2 working days
3. Engagement letter	Signed engagement letter and, where relevant, a mutual NDA. No deposit is payable — fees are invoiced only once the work has been delivered.	On acceptance

Step	What happens	Timing
4. Delivery	Single point of contact throughout. Progress reported against the agreed milestones.	Per proposal
5. Handover	Debrief, editable documents delivered, invoice issued, and an optional maintenance plan.	On completion

The limits of our mandate

We state this plainly because it matters to how you use us, and because an adviser that is clear about its limits is easier to trust than one that is not.

— We are an independent advisory and drafting consultancy. We do not operate a trust account and do not hold a Fidelity Fund Certificate.

— Our founder is an admitted attorney enrolled with the Legal Practice Council as a non-practising legal practitioner. He does not practise as an attorney, and nothing in this profile is an offer of the services of a practising attorney or of a law firm.

— We do not undertake reserved or trust-based work: litigation or court appearance, conveyancing, notarial work or the administration of estates. Where that work is required we will say so early and can help you identify a practising attorney.

— We do not accept or hold client funds, and we do not accept deposits, retainers or any other payment before work is performed. Fees are invoiced only after the agreed work has been delivered.

— Whether legal professional privilege attaches to a communication is a question of law and is not warranted. Our confidentiality obligations apply in every case.

About MBM Valkyrie Advisory

company based in Pretoria. Every engagement is handled personally by the founder — an admitted attorney of the High Court of South Africa, enrolled with the Legal Practice Council as a non-practising legal practitioner, whose career spans commercial legal work, in-house corporate counsel, company secretarial work, and senior roles within national statutory regulation. He does not practise as an attorney; the Company provides its services in an independent advisory capacity.

That background matters for growth companies in a specific way: the person advising you on how a regulator will read your submission has sat on the other side of that desk, and the person drafting your policy has drafted rules and regulatory instruments at national level.

Registration	MBM Valkyrie Advisory (Pty) Ltd · 2026/493372/07
Ownership	100% black-owned
B-BBEE status	Level 1 contributor — Exempted Micro Enterprise (135% procurement recognition)
Core capability	Corporate governance and board advisory · Regulatory and compliance · Commercial contracting and contract review · Legislative and policy drafting
Engagement models	Fixed fee · capped fee · monthly fractional arrangement (invoiced in arrears) · hourly or daily · project fee — in every case invoiced only after the work has been performed

Start with a thirty-minute scoping call. There is no charge and no obligation. If we are not the right fit, we will say so and, where we can, point you to someone who is.

Company information

Registered name	MBM Valkyrie Advisory (Pty) Ltd
Registration number	2026/493372/07
Registered address	31 Ouklipmuur Avenue, Equestria, Pretoria, Gauteng, 0184
Telephone	+27 61 586 9435
Email	enquiry@mbmvalkyrie.co.za · brianm@mbmvalkyrie.co.za
Website	www.mbmvalkyrie.co.za
Director	Mthokozisi Brian Mhlongo (LLB) — admitted attorney of the High Court of South Africa (Gauteng Division, Pretoria), enrolled with the Legal Practice Council on the roll of non-practising legal practitioners
CSD supplier number	MAAA1746312
B-BBEE status	Level 1 EME — sworn affidavit, valid to 22 June 2027
Tax	Tax compliant. Not registered for VAT — no VAT is charged
Professional indemnity	R5 000 000 — iTOO Special Risks
PAIA	Section 51 manual published at www.mbmvalkyrie.co.za/paia-manual

MBM Valkyrie Advisory (Pty) Ltd is an independent advisory company. It is not a firm of attorneys, does not conduct a legal practice for its own account, holds no trust account and does not undertake reserved legal work. Its director is an admitted attorney enrolled with the Legal Practice Council on the roll of non-practising legal practitioners.

Scope of the company's services

The company provides legal, governance and compliance services in an independent advisory capacity. It does not appear in court, does not litigate, does not undertake conveyancing or notarial work, does not administer estates, holds no Legal Practitioners' Fidelity Fund certificate and operates no trust account. Where a matter requires reserved legal work, this is said at the outset and the matter is referred to a practising firm. Nothing in this document is legal advice; advice is given only under a signed engagement letter.

Contact

Book a thirty-minute scoping call at **www.mbmvalkyrie.co.za/book-a-call**, email **enquiry@mbmvalkyrie.co.za** or telephone **+27 61 586 9435**. Postal and physical address: 31 Ouklipmuur Avenue, Equestria, Pretoria, Gauteng, 0184.