

**IN THE HIGH COURT OF THE UNITED
REPUBLIC OF TANZANIA
(COMMERCIAL DIVISION)
AT DAR-ES-SALAAM**

COMMERCIAL APPLICATION NO.20 OF 2020

**In the Matter of the Companies Act No.12 of
2002
AND**

**In the Matter of an Application for an Order
Directing Baobab Apartments Inn Ltd to Hold
an Annual General Meeting
BETWEEN**

FARAJA JOSEPH MUNGAI.....APPLICANT

VERSUS

**BAOBAB APARTMENTS
INN LTD..... RESPONDENT**

RULING

Last Order: 14/07/2021
Ruling: 16/07/2021

NANGELA, J.:

This ruling is in respect of an Application which was filed in this Court by the Applicant under section 137(1) and (2) of the Companies Act, Cap.212 [R.E.2019].

According to that section, this Court is empowered to issue an order that a meeting of the company be convened, held and conducted in such manner as the Court thinks appropriate.

The Applicant filed this application by way of a Chamber Summons supported by an Affidavit of *Faraja Joseph Mungai*, seeking for the following Orders, that:

1. This Honourable Court be pleased to exercise its powers under the provisions of the law cited herein above, to make an Order directing Baobab Apartments Inn Ltd to hold an Annual General Meeting at the date and time fixed by this Honourable Court;
2. the Agenda in that meeting should include, among others:
 - (i) The Company affairs in general and the operation of the Company, particularly Baobab Apartments Inn Ltd.
 - (ii) Audited Financial Accounts from inception to present.
3. This Court be pleased to exercise its power and order that one member of the Company present in person or by proxy shall be deemed to constitute a meeting.
4. This Court be pleased to exercise its power and prohibit an officers, authorised and unauthorised agents, servants, employees and attorneys not to do any such acts that might destroy or

otherwise endanger the properties of the Company, and bank accounts inclusive.

5. Any other relief which this honourable Court deems just and fit to grant.

Earlier, the Respondent raised preliminary legal issues objecting the hearing and determination of this application. The preliminary issues were determined on 16th October 2020 and the Parties were ordered to proceed with the hearing and determination of this Application. The Applicant enjoyed the legal services of Mr Mandela Sengoma, learned advocate, while Mr Jamhuri Johnson represented the Respondent.

Later developments saw the parties coming together and prayed to have the matter settled amicably. This Court granted them an opportunity to do so and took into account the need to promote harmonious resolution of disputes among family members who are involved in this dispute.

After several mention dates in which the Court was updated about the progress of the negotiations, on 14th July 2021, the matter was called on for final orders of this Court. Mr Mandela appeared in Court while Mr Jamhuri was absent without notice.

Mr Mandela informed this Court that, the parties managed to carry out the meetings which were the

source of acrimony among the members of the Company and the Directors. The minutes of the respective Annual General Meeting were submitted to indicate that the parties have resolved their differences.

In that regard, Mr Mandela prayed to withdraw the matter from the Court with no order as to costs. In view of that prayer, this application is hereby marked withdrawn from the Court, with no orders as to costs.

It is so ordered.



A handwritten signature in black ink, appearing to read 'Deo John Nangela', written over a horizontal dotted line.

HON. DEO JOHN NANGELA
JUDGE,
High Court of the United Republic of Tanzania
(Commercial Division)
(16 / 07 / 2021)