

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

**MISC. COMMERCIAL CAUSE NO. 43 OF 2020  
IN THE MATTER OF THE COMPANIES ACT,  
2002**

**AND**

**IN THE MATTER OF A PETITION FOR  
WINDING UP TANZANIA TOOKU GARMENTS  
CO.LTD**

**QUEENSWAY TANZANIA  
(EPZ) LTD .....PETITIONER**

**AND**

**TANZANIA TOOKU GARMENTS  
CO.LTD.....RESPONDENT**

Date of Last order: 31/12/2020

Delivery of Ruling: 29/03/2021

**RULING**

**NANGELA, J.:**

This is a winding up petition brought under sections 275; 279(1) (d), (e); 281 (1) and 294 of the Companies Act, 2002. The Respondent has filed a counter affidavit in opposition to the petition. Besides, the Respondent filed a Notice of Preliminary Objection, bringing to the front three

points in objection to the hearing and determination of this Petition. The three points are as here below, that:

- 1. This matter is prematurely referred to this Court.*
- 2. This Court lacks jurisdiction to entertain this matter.*
- 3. The Agreement to which this matter emanates contravenes the laws of the United Republic of Tanzania.*

On 18<sup>th</sup> December 2020, this Court directed the parties to dispose of the preliminary objections by way of written submissions. A schedule of filing was given and the parties duly complied with that schedule.

On 24<sup>th</sup> November 2020, this Court extended time to the Respondent to file a rejoinder submission and fixed the matter for mention on 31<sup>st</sup> December 2020. When the parties appeared on the appointed date, it was agreed that the ruling on the preliminary objections be delivered on the 26<sup>th</sup> March 2021.

I will now consider the rival submissions filed by the learned counsels representing the parties. In his submission, learned advocate for the

