



**REPUBLIC OF KENYA**

**IN THE HIGH COURT OF KENYA**

**Civil Suit 665 of 2004**

**JOSEPH GITAU KAMAU.....1ST PLAINTIFF**

**DANIEL MUIGAI MBURU.....2ND PLAINTIFF**

**WILLIAM NJUGUNA.....3RD PLAINTIFF**

**VERSUS**

**MBO-I-KAMITI FARMERS CO LTD.....DEFENDANT**

**RULING**

The Applicants seek two orders:

1. They be joined as interested parties
2. That the Annual General Meeting of the Defendant be held at Anner Estate and not Twiga Estate.

Order 1 r 10 (1) provides for the addition of parties and that if it is necessary in the real determination of the matters in dispute.

The Plaintiff sought to restrain a meeting to be held at Twiga Estate on the 24th June 2004 and an injunction to compel the Defendants to supply certain accounts.

The meeting of the 24th June 2004 was stopped and I ordered that a fresh meeting be called to conform to the provisions of the Companies Act and the Defendant's Article of Association.

The question of the venue of the meeting was not an issue in the Plaintiff. Mr. Nyaga for the Plaintiff has no objection to the holding of the meeting at Twiga Estate.

It appears to me that the mischief which the Plaintiff sought to restrain has now been rectified. I see no reason therefore to enjoin the applicants as the Plaintiffs or Defendants in this suit. If they so wish they can file their own proceedings.

I refer to my ruling in the case of **KENYA BRIDGE ASSOCIATION LTD VS RAJ THANKAR & 13 OTHERS HCCC NO. 325 OF 2004** in which I declined to enjoin interested parties as parties. At page 3 I had this to say:

**The title interested party denotes very little, as only persons who have a substantial and legal stake in the proceedings should be parties. The question for the court is do, the Applicants have a sufficient interest in this suit to be joined as Defendants. They are not a football match where the spectators may well have an interest in the outcome of the match but are in no way participants.**

In so far as the application to join the applicants is concerned I refuse to make that order. That being the case, the Applicants have no locus standi to object to the venue of the Annual General Meeting.

I would say this about the venue. It is not for the court to determine where the meeting should be held and it is not for the court to decide that issue unless there is some evidence that the proposed venue would be dangerous for security reasons or that the venue was so undesirable that a court should interfere. It is not possible to say that the meeting will not be fairly held in advance of the meeting.

I order that the Registrar General send his representative and that the O.C.S Juja Police station do provide security. For these reasons the application is dismissed with costs with costs to the Respondents.

**DATED and DELIVERED at Nairobi on 22nd Day of November 2004**

**P.J RANSLEY**

**JUDGE**