

REPUBLIC OF KENYA
IN THE HIGH COURT OF KENYA AT NAIROBI
MILIMANI LAW COURTS
COMMERCIAL & ADMIRALTY DIVISION
MISC. CIVIL CAUSE NO. E395OF 2026

IN THE MATTER OF EQUIMED SUPPLIES LLP
AND
IN THE MATTER OF THE COMPANIES ACT NO. 17 OF 2015
AND
IN THE MATTER OF AN APPLICATION TO EXTEND TIME TO
REGISTER A COMPANY CHARGE

EQUITY BANK (KENYA) LIMITED
APPLICANT

RULING

1. The Applicant, **Equity Bank (Kenya) Limited**, has approached the Court through a Notice of Motion dated 9 April 2026 seeking extension of time within which to register a Charge dated 18 February 2026 over **Premises No. 1222 on L.R. No. 10744/2, Thika Greens**, executed by **Equimed Supplies LLP**. The Application is supported by the **Supporting Affidavit of Eunice Njeri Michuki, Advocate**, together with annexures thereto.

2. The background of the matter is that Applicant advanced financial facilities to the Chargor, secured by a duly executed Charge dated 18 February 2026. The Charge was properly assessed and stamped on 19 February 2026.
3. Registration, however, stalled. The reason placed before the Court is that the mother title required for concurrent registration was unavailable at the Lands Registry owing to ongoing conversion processes, particularly those affecting long-term leases.
4. It is deponed that the mother title was eventually availed on **24 March 2026**, whereupon the Applicant's advocates booked the instrument for registration, receiving the duly registered Charge on **6 April 2026**.
5. By that time, the statutory period under the Companies Act for lodging the Charge had expired, necessitating the present Application. The Applicant asserts, and there is nothing on record to the contrary, that the delay was neither deliberate nor negligent, and that no prejudice has accrued to creditors, shareholders, or third parties.

Analysis and Determination

6. From the pleadings, the sole issue for determination is whether the Court should extend time for registration of the Charge pursuant to sections 878, 885, and 888(2) of the Companies Act, 2015.
7. The discretion granted under the Companies Act is equitable in nature. It turns on three key considerations:
 - i. Whether the omission to lodge the Charge within time was accidental, inadvertent, or due to sufficient cause;
 - ii. Whether the delay has prejudiced creditors or other stakeholders; and
 - iii. Whether granting leave accords with the justice of the case.
8. On the material placed before the Court, I am satisfied that the delay was occasioned by circumstances outside the Applicant's control. The unavailability of the mother title is a matter the Applicant could neither foresee nor remedy. The moment the title surfaced, the Applicant took steps to complete registration without delay.
9. The Court also notes that the Charge was already registered at the Lands Registry and that refusal to extend time would carry the disproportionate consequence of automatically rendering the Charge void. That outcome would be commercially disruptive and inequitable,

particularly where the transaction has been consummated and no competing claims have been shown.

10. There is similarly no evidence of prejudice to creditors or any other party. The equities of this matter, therefore, lie firmly in favour of the extension sought.

11. In the premises, the Court finds that this is a case deserving the exercise of this Court's discretion in favour of the Applicant. In exercising this discretion, the Court is guided by the principle established in **National Bank of Kenya Ltd v Michael Ndungu [2018] eKLR**, which emphasizes that where a delay is explained, and no third-party interests are prejudiced, the Court should favor the perfection of substantive security interests over procedural technicalities.

12. In the result, and for the reasons stated, the Court makes the following orders:

- i. Time for registering the Charge dated 18 February 2026 over Premises No. 1222 on L.R. No. 10744/2, Thika Greens, by Equimed Supplies LLP in favour of Equity Bank (Kenya) Limited is hereby extended by thirty (30) days from the date of this Ruling.
- ii. Costs shall be in the cause.

13. It is so ordered.

**DATED, SIGNED, AND DELIVERED AT NAIROBI
THIS 9TH DAY OF APRIL 2026**



HON. MR. JUSTICE MOSES ADO
Judge of the High Court

In the presence of: -

C/A - Moses

.....for the Applicant

.....for the Respondents