

Tanzania

Public Corporations Act

## Public Corporations (Miscellaneous Transfer of Assets and Liabilities) Order, 1969

Government Notice 186 of 1969

Legislation as at 31 July 2002

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## Public Corporations (Miscellaneous Transfer of Assets and Liabilities) Order, 1969

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**Tanzania**  
**Public Corporations Act**  
**Public Corporations (Miscellaneous Transfer  
of Assets and Liabilities) Order, 1969**  
**Government Notice 186 of 1969**

Published in Tanzania Government Gazette

**Commenced on 1 August 1969**

*[This is the version of this document at 31 July 2002.]*

*[Note: This legislation has been thoroughly revised and consolidated under the supervision of the Attorney General's Office, in compliance with the Laws Revision Act No. 7 of 1994, the Revised Laws and Annual Revision Act (Chapter 356 (R.L.)), and the Interpretation of Laws and General Clauses Act No. 30 of 1972. This version is up-to-date as at 31st July 2002.]*

*[G.N. No. 186 of 1969]*

**1. Citation**

This order may be cited as the Public Corporations (Miscellaneous Transfer of Assets and Liabilities) Order.

**2. Interpretation**

In this Order, unless the context otherwise requires—

"**effective date**" means the 1st August, 1969;

"**instrument**" means any contract, guarantee, agreement (including agreement concluded by exchange of letters), bond, authority, mortgage, charge, bill of exchange, promissory note, bank draft, bank cheque, letters of credit or any other security or instrument;

"**Minister**" means the Minister responsible for development planning;

"**National Development Corporation**" means the National Development Corporation established under the Public Corporation Act<sup>1</sup>;

"**National Housing Corporation**" means the National Housing Corporation established by the National Housing Corporation Act<sup>2</sup>;

"**scheduled company**" means a company specified in the First Schedule to this Order;

"**specified corporations**" means the National Housing Corporation, and the Tanzania Sisal Corporation, and includes the Treasury Registrar;

"**Tanzania Sisal Corporation**" means the Tanzania Sisal Corporation established by the Tanzania Sisal Corporation (Establishment and Vesting of Interests) Act<sup>3</sup>.

1

[Cap. 257](#)

2

[Cap. 295](#)

3

### 3. Shares

- (1) As from the effective date—
  - (a) all the shares in the scheduled company specified in Part I of the First Schedule to this Order and held by the National Development Corporation immediately preceding the effective date shall vest in the Treasury Registrar;
  - (b) all the shares in the scheduled company specified in Part II of the First Schedule to this Order and held by the National Development Corporation immediately preceding the effective date shall vest in the National Housing Corporation;
  - (c) all the shares in the scheduled company specified in Part III of the First Schedule to this Order and held by the National Development Corporation immediately preceding the effective date shall vest in the Tanzania Sisal Corporation.
- (2) The shares vested in the specified corporations by virtue of subparagraph (1) shall so vest without further assurance.

### 4. Liability to vest in the Tanzania Sisal Corporation

- (1) The liability specified in Part I of the Second Schedule to this order and in respect of which the National Development Corporation was liable immediately preceding the effective date shall, with effect from the effective date, vest in the Tanzania Sisal Corporation by virtue of this Order and without further assurance.
- (2) *[Spent]*
- (3) The liabilities to which this paragraph applies shall, as from the effective date, be deemed to be the liabilities of the specified corporation in which such liabilities are vested, and the National Development Corporation shall be discharged from its obligation in respect of every such liability.

### 5. Instruments to continue in force

- (1) All instruments to which the National Development Corporation is a party and the scheduled company is the other party or one of the other parties, shall, with effect from the effective date and by virtue of this Order, continue in full force and effect as if the specified corporation in which the shares in such scheduled company have been vested by virtue of paragraph 3 of this Order were substituted for the National Development Corporation and all the rights and liabilities of the National Development Corporation under that instrument shall vest in the specified corporation:

Provided that where the specified corporation is the Treasury Registrar the instruments to which this paragraph applies shall continue in full force and effect as if the Government of the United Republic were substituted for the National Development Corporation, and all the rights and liabilities of the National Development Corporation under that instrument shall vest in the Government of the United Republic.

- (2) Where in any instrument to which the National Development Corporation is not a party reference is made to that Corporation, and in the opinion of the Minister that reference should be to a specified corporation and not to the National Development Corporation, the Minister may, by notice in writing to all the parties to the instrument, notify those parties that the reference to the National Development Corporation in that instrument shall be construed as references to the specified corporation or, where the specified corporation is the Treasury Registrar, as references to the Government of the United Republic, and upon the notice being issued that instrument shall take effect as if references in it to the National Development Corporation were references to the specified corporation or the Government of the United Republic, as the case may be.

- (3) Without prejudice to the generality of the provisions of subparagraphs (1) and (2) every instrument specified in the Third Schedule to this Order shall, with effect from the effective date and by virtue of this Order, continue in full force and effect as if the Tanzania Sisal Corporation were substituted for the National Development Corporation as a party to the instrument and all rights and liabilities of the National Development Corporation under the instrument shall, with effect from the effective date, vest in the Tanzania Sisal Corporation; and where the National Development Corporation is not a party to that instrument but the instrument contains any reference to the National Development Corporation then all references to the National Development Corporation shall be construed as references to the Tanzania Sisal Corporation.

## **6. Specified corporation shall have and may exercise all the powers necessary**

For the avoidance of doubt and without prejudice to any of the other provisions of this Order it is hereby declared that in respect of any asset, liability, right or obligation vested, conferred or imposed upon any specified corporation, the specified corporation shall have and may exercise all the powers necessary or expedient to take possession and recover any property, to ascertain, perform and enforce any right, and to discharge any liability or obligation conferred or imposed upon it by virtue of this Order, and to deal with it, as the National Development Corporation would have had and could have exercised had this Order not been made.

## **7. Liabilities and powers to vest in the Tanzania Sisal Corporation**

- (1) As from the effective date by virtue of this Order and without further assurance all assets, liabilities and interests of the State Trading Corporation in and in respect of Kwaraguru Estates, being a partnership between Amboni Estates Limited, Kikwetu Sisal Estate Limited, Tungi Limited and the State Trading Corporation, shall vest in the Tanzania Sisal Corporation and the Tanzania Sisal Corporation shall for that purpose be deemed to be a partner in the said Kwaraguru Estates to the same extent and subject to the same terms and conditions as the State Trading Corporation was immediately preceding the effective date.
- (2) For the avoidance of doubt it is hereby declared that as from the effective date the State Trading Corporation shall cease to have any interest in the said Kwaraguru Estates and the Tanzania Sisal Corporation shall be deemed to be a partner in the said Kwaraguru Estates in place of the State Trading Corporation and shall have all the rights and be liable for all the liabilities in respect of the said partnership as the partner.

## **8. Constrution of this Order**

- (1) Nothing in this Order shall be construed as—
- (a) validating or ratifying or deemed to be validating or ratifying any instrument or any term, covenant, condition or other provision of any instrument to which this Order relates;
  - (b) creating in favour or against any specified corporation or any other party any right or liability under any instrument to which this Order relates which is not a right or liability conferred or imposed under that instrument;
  - (c) reviving in favour of or against any specified corporation or any other party any right or liability conferred or imposed upon the National Development Corporation or any other specified corporation or that other party under any instrument to which this Order relates which had ceased to be legally enforceable prior to the effective date;
  - (d) reviving against any specified corporation or any other person any liability or obligation to which this Order relates and which had ceased to be legally enforceable prior to the effective date.
- (2) Any action or other proceeding pending or instituted by or against the National Development Corporation at the effective date in respect of any asset or liability transferred to a specified

corporation by this Order or under any instrument to which this Order relates, may be instituted or continued and completed by or against the specified corporation.

- (3) Any action or other proceeding pending or instituted by or against the State Trading Corporation as a partner in the Kwaraguru Estates at the effective date in respect of the partnership business, or any matter arising from or relating to the partnership, may be instituted or continued and completed by or against the Tanzania Sisal Corporation.

## **First Schedule**

### **Part I**

Mwananchi Engineering and Contracting Company Limited.

### **Part II**

National Property Development and Management Company Limited.

### **Part III**

Ralli Estates Limited.

## **Second Schedule**

### **Part I**

Liabilities of the National Development Corporation arising out of the Agreement dated 28th October, 1964 made between the Government of the United Republic of Tanganyika and Zanzibar, the Tanganyika Development Corporation and the Standard Bank Limited, and the Agreement dated 28th October, 1964 made between the Tanganyika Development Corporation, General Guarantee Corporation Limited, the Government of the United Republic of Tanganyika and Zanzibar and Ralli Brothers Limited, both of which Agreements relate to Ralli Estates Limited.

### **Part II**

- (1) Loan of Shs. 43,000/- due from the National Development Corporation to the Government of the United Republic of Tanzania, being part of the total in respect of Mwananchi Development Corporation.
- (2) The guarantees given by the National Development Corporation to the National Bank of Commerce in respect of overdraft facilities to the extent of Shs. 4,250,000/- to be accorded to the Mwananchi Trading Company Limited by the National Bank of Commerce.

## **Third Schedule**

- (1) Agreement known as Guarantee Agreement dated 28th October, 1964 made between the Government of the United Republic of Tanganyika and Zanzibar the Tanganyika Development Corporation (being the title by which the National Development Corporation was then known) and the Standard Bank Limited.
- (2) The Agreement relating to shares in Ralli Estates Limited entered into on 28th October, 1964 between the Tanganyika Development Corporation (being the title by which the National Development Corporation



was then known), the Government of the United Republic of Tanganyika and Zanzibar and Ralli Brothers Limited.