

RWANDA / JUDGMENT

SONARWA HOLDINGS Ltd v. MUBERANGABO

RSOC 00001/2024/CA

COURT

Court of Appeal

DECIDED

11 March 2025

CASE / FILE NUMBER

RSOC 00001/2024/CA

Source: amategeko.gov.rw · Research copy typeset by Esheria. Not court-issued or certified.

SONARWA HOLDINGS Ltd v. MUBERANGABO

- Source: Amategeko
- Section: Decisions (Judgements)
- Date: 2025-03-11
- Case/document no.: RSOC 00001/2024/CA
- Collection: Court of Appeal

Text

Page 1

SONARWA HOLDINGS Ltd v. MUBERANGABO [Rwanda URUKIKO RW'UBUJURIRE – RSOC 00001/2024/CA (Rutazana, P.J.), 11 Werurwe 2025] Amategeko agenga sosiyete z'ubucuruzi – Sosiyete y'ubucuruzi – Sosiyete iba iriho igihe cyose yanditse mu gitabo cy'Amasosiyete mu Biro by'Umwanditsi Mukuru mu Rwego Rushinzwe Iterambere mu Rwanda (RDB). Amategeko agenga imiburanishirize y'imanza – Inyandiko nsobanurakirego itanzwe n'umuburanyi umwe – Ikirego nticyafatwa nk' inyandiko nsobanurakirego itanzwe n'umuburanyi umwe iyo mu kugitanga hagaragajwe uregwa, yitabye urukiko ndetse yiregura mu rubanza. Amategeko agenga imiburanishirize y'imanza z'ubucuruzi – Amasezerano y'ubwumvikane – Kugirango impaka zikemurwe, ubisaba agomba kugaragaza ko zabayeho – Kuba harabaye amasezerano y'ubwumvikane hagati y'impande zombi, bombi bakayashyiraho umukono ku bushake bwabo, agaterwaho kashe mpuruza, ayo masezerano agomba gufatwa nk' inyandikompesha igomba kurangizwa. Incamake y'ikibazo: Ku wa 08/03/2019, Urukiko rw'Ubujurire rwaciye urubanza rw'umurimo RSOC 00005/2018/CA ku rwego rw'ubujurire bwa kabiri rwaburanwaga hagati ya

Muberangabo Titien na SONARWA HOLDINGS Ltd, iyi itegekwa kumwishyura 121.090.860Frws ahwanye n'ikinyuranyo cy'umushahara atahembwe ku mwanya w'umurimo yariho; 7.310.986Frws y'imisanzu y'ubwiteganyirize bw'abakozi mu Rwego rw'Ubwiteganyirize mu Rwanda (RSSB) ibazwe guhera mu kwezi kwa 02/2011 kugeza mu kwezi kwa 12/2012; n'amafaranga y'imperekeza nayo abariye kuri uwo mubare; 10.000.000Frws y'indishyi z'akababaro, 2.000.000Frws akubiyemo igihembo cya Avoka n'ikurikiranarubanza ku rwego rw'ubujurire, na 3.000.000 Frws yagenewe ku rwego rwa mbere. Kuwa 19/01/2024 SONARWA HOLDINGS Ltd yaregeye uru Rukiko irusaba gukemura impaka zavutse mu kurangiza urwo rubanza, ivuga ko izo mpaka zishingiye ku kuba mu gihe cyo kwishyura amafaranga y'imishahara yategetswe n'Urukiko harakuwemo imisoro ijyanye n'ibihembo hashingiwe ku kuba umukoresha ariwe utegetswe gufatira no kwishyura umusoro ukomoka ku kazi akurikije ibipimo bivugwa mu itegeko, ariko Muberangabo Titien ntiyabyemera, avuga ko agomba kwishyurwa amafaranga yose yatagegetswe n'Urukiko. Muberangabo Titien yatanze inzitizi zigamije gusaba ko kitakirwa ku mpamvu zitandukanye zagaragajwe mu rubanza. SONARWA HOLDINGS Ltd yireguye kuri izo nzitizi ivuga ko nta shingiro zifite. Urubanza rwaburanishijwe, habanza gusuzumwa inzitizi zigamije gusaba ko ikirego kitakirwa, zatanzwe na Mubernagabo Titien; mu rubanza rubanziriza urundi Urukiko rwemeza ko iburanisha rizongera gupfundurwa kugira ngo ababuranyi bagire icyo bavugaga ku nyandiko yiswe Full Registration Information of Domestic Company uhagarariye SONARWA HOLDINGS Ltd yashyize muri dosiye nyuma y'uko iburanisha ripfundikiwe.

Page 2

Nyuma yaho, impande zombi zagerageje gukemura ikibazo mu bwumvikane, ariko ntacyo ubwo bwumvikane bwagezeho. Urubanza rwongera guhamagarwa, kuri uri uwo munsu iburanisha ku bijyanye n'inzitizi zisaba kutakira ikirego rirapfundikirwa. Urukiko rurasuzuma ibibazo byo Kumenya niba SONARWA HOLDINGS Ltd yarasheshwe ku buryo idafite ububasha bwo kurega; Kumenya niba ikirego cya SONARWA HOLDINGS Ltd cyaratanzwe mu nzira no mu buryo bwa binyuranyije n'amategeko ku buryo kitagomba kwakirwa no Kumenya niba urubanza RSOC 00005/2018/CA rwarakuweho n'amasezerano yo kwikiranura (settlement agreement) yakorewe imbere ya Noteri hagati ya SONARWA LIFE ASSURANCE COMPANY Ltd na Muberangabo Titien ku buryo SONARWA HOLDINGS Ltd nta mpamvu n'inyungu ifite byo kurega. Incamake y'icyemezo: 1. Sosiyete iba iriho igihe cyose yanditse mu gitabo cy'Amasosiyete mu biro by'Umwanditsi Mukuru mu Rwego Rushinzwe Iterambere mu Rwanda (RDB). 2. Ikirego nticyafatwa nk'inyandiko nsobanurakirego itanzwe n'umuburanyi umwe iyo mu kugitanga hagaragajwe uregwa, yitabye urukiko ndetse yiregura mu rubanza.

3. Kugirango impaka zikemurwe, ubisaba agomba kugaragaza ko zabayeho. Kuba harabaye amasezerano y'ubwumvikane hagati y'impande zombi, zikayashyiraho umukono ku bushake bwabo, agaterwaho kashe mpuruza, ayo masezerano agomba gufatwa nk'inyandikompesha igomba kurangizwa. Inzitizi nta shingiro ifite; Ikirego gisaba gukempura impaka zavutse mu irangiza ry'urubanza nta shingiro gifite. Amategeko yashingiweho: Itegeko N° 007/2021 ryo ku wa 05/02/2021 rigenga amasosiyete y'ubucuruzi nk'uko ryahinduwe kugeza ubu, ingingo ya 280; Itegeko N° 22/2018 ryo ku wa 29/04/2018 ryerekeye imiburanishirize y'imanza

z'imbonezamubano, iz'ubucuruzi, iz'umurimo n'iz'ubutegets, ingingo ya 189; Itegeko N° 22/2018 ryo ku wa 29/04/2018 ryerekeye imiburanishirize y'imanza z'imbonezamubano, iz'ubucuruzi, iz'umurimo n'iz'ubutegets, mu ngingo ya 241. Imanza zifashishijwe: Urubanza I. IMITERERE Y'URUBANZA [1] Ku wa 08/03/2019, Urukiko rw'Ubujurire rwaciye urubanza rw'umurimo RSOCAA 00005/2018/CA ku rwego rw'ubujurire bwa kabiri rwaburanwaga hagati ya Muberangabo Titien na SONARWA HOLIDINGS Ltd, iyi itegakwa kumwishyura 121.090.860Frw ahwanye n'ikinyuranyo cy'umushahara atahembwe ku mwanya w'umurimo yariho; 7.310.986Frw

Page 3

y'imisanzu y'ubwiteganyirize bw'abakozi mu Rwego rw'Ubwiteganyirize mu Rwanda (RSSB) ibazwe guhera mu kwezi kwa 02/2011 kugeza mu kwezi kwa 12/2012; n'amafaranga y'imperekeza nayo abariye kuri uwo mubare; 10.000.000 Frw y'indishyi z'akababaro, 2.000.000 Frw akubiyemo igihembo cya Avoka n'ikurikiranarubanza ku rwego rw'ubujurire, na 3.000.000 Frw yagenewe ku rwego rwa mbere. [2] Kuwa 19/01/2024 SONARWA HOLDINGS Ltd yaregeye uru Rukiko irusaba gukemura impaka ivuga ko zavutse mu kurangiza urwo rubanza. Mu kirego cyayo isobanura ko izo mpaka zishingiye ku kuba mu gihe cyo kwishyura amafaranga y'imishahara yategetswe n'Urukiko harakuwemo imisoro ijyanye n'ibihembo hashingiye ku kuba umukoresha ariwe utegetswe gufatira no kwishyura umusoro ukomoka ku kazi akurikije ibipimo bivugwa mu itegeko, ariko Muberangabo Titien ntiyabyemea, avuga ko agomba kwishyurwa amafaranga yose yatagetswe n'Urukiko. [3] Mbere yo kwiregura kuri icyo kirego Muberangabo Titien yatanze inzitizi zikurikira, zigamije gusaba ko kitakirwa:

- Kuba SONARWA HOLDINGS Ltd idafite ububasha bwo kurega kuko yasheshwe ikaba itakibaho;
- Kuba ikirego cyaratanzwe mu nzira no mu buryo binyuranyije n'amategeko kuko urega avuga ko hari impaka zigomba gukemurwa nyamara ikirego kikaba cyaratanzwe mu buryo bw'inyandiko nsobanurakirego itanzwe n'umuburanyi umwe.
- Kuba urubanza RSOCAA 00005/2018/CA rwarakuweho n'amasezerano yo kwikiranura agamije kururangiza (settlement agreement) yakorewe imbere ya Noteri kuwa 06/09/2013, hagati ya SONARWA LIFE ASSURANCE COMPANY Ltd na Muberangabo Titien;
- Kuba nta nta mpamvu (sans objet) n'inyungu SONARWA HOLDINGS Ltd ifite byo kurega kuko nta mpaka zigihari zikomoka mu kurangiza urubanza RSOCAA 00005/2018/CA kandi ikaba ntacyo yishyuzwa [4] Abahagarariye SONARWA HOLIDINGS Ltd bireguye kuri izo nzitizi bavuga ko nta shingiro zifite, bakabisobanura mu buryo bukurikira:
- Nta kimenyetso Muberangabo Titien atanga kigaragaza ko yasheshwe;

- Ibyo avuga ko urubanza RSOCAA 00005/2018/CA rwakuweho n'amasezerano yo kwikiranura agamije kururangiza nta gaciro byahabwa kuko ikiburanwa ari impaka zihari ku bijyanye n'ibyaregewe, kuba rero habaho amasezerano yo kwikiranura bikaba bidakuraho ibyo agamije cyangwa ibyo akomokaho;
- Kuvuga ko ikirego nta mpamvu yacyo si inzitizi ahubwo ni uburyo bwo kwinjira mu mizi y'urubanza.
- Ikirego nticyatanzwe mu buryo bunyuranyije n'amategeko kuko SONARWA HOLDINGS Ltd yagaragaje uwo irega kandi akaba yarireguye. [5] Urubanza rwaburanishijwe mu ruhamwe ku wa 11/06/2024, SONARWA HOLDINGS Ltd ihagarariwe na Me Bimenyimana Eric na Me Mutsinzi Clémentine, habanza gusuzumwa inzitizi zigamije gusaba ko ikirego kitakirwa, zatanzwe na Mubernagabo Titien; isomwa ry'icyemezo

Page 4

cy'Urukiko rishyirwa ku wa 27/06/2024 kuri uwo munsu mu rubanza rubanziriza urundi Urukiko rwemeza ko iburanisha rizongera gupfundurwa kugira ngo ababuranyi bagire icyo bavuga ku nyandiko yiswe Full Registration Information of Domestic Company uhagarariye SONARWA HOLDINGS Ltd yashyize muri dosiye nyuma y'uko iburanisha ripfundikiwe. Urubanza rwongeye kuburanishwa mu ruhamwe ku wa 08/07/2024 no ku wa 20/11/2024, isomwa rishyirwa ku wa 29/11/2024 ariko kuri uwo munsu SONARWA HOLDINGS imenyesha Urukiko ko impande zombi zatangiye kugerageza gukemura ikibazo mu bwumvikane, Urukiko rubaha umwanya wo kumvikana, bigeze ku wa 23/01/2025 SONARWA HOLDINGS imenyesha Urukiko ko ubwumvikane bwageragejwe ariko ntacyo bwagezeho, urubanza rwongera guhamagarwa ku wa 24/02/2024, kuri uri uwo munsu iburanisha ku bijyanye n'inzitizi zisaba kutakira ikirego rirapfundikirwa. [6] Urukiko rurasuzuma ibibazo bikurikira bigize urubanza:

- Kumenya niba SONARWA HOLDINGS Ltd yarasheshwe ku buryo idafite ububasha bwo kurega.
- Kumenya niba ikirego cya SONARWA HOLDINGS Ltd cyaratanzwe mu nzira no mu buryo bwa binyuranyije n'amategeko ku buryo kitagomba kwakirwa.
- Kumenya niba urubanza RSOCAA 00005/2018/CA rwarakuweho n'amasezerano yo kwikiranura (settlement agreement) yakorewe imbere ya Noteri kuwa 06/09/2013 hagati ya SONARWA LIFE ASSURANCE COMPANY Ltd na Muberangabo Titien ku buryo SONARWA HOLDINGS Ltd nta mpamvu n'inyungu ifite byo kurega. II. ISESENGURA RY'IBIBAZO BIGIZE URUBANZA 1. Kumenya niba SONARWA HOLDINGS Ltd yarasheshwe ku buryo idafite ububasha bwo kurega [7] Me Bizimana Emmanuel uhagarariye Muberangabo Titien avuga ko SONARWA HOLDINGS Ltd ari sosiyete yasheshwe ashingiye ku mpamvu zikurikira:

- Kuba mu gika cya 6 n'icya 13 by' urubanza RS/INTERT/RSOC 00001/2023/CA rwaciwe n'uru Rukiko kuwa 11/01/2024 aho SONARWA LIFE ASSURANCE COMPANY Ltd yari yareze isaba gusobanura urubanza RSOCAA 00005/2018/CA, Urukiko rwasobanuwe ko SONARWA HOLDINGS Ltd yasheshwe.
- Kuba n'ubundi Muberangabo Titien yarashatse SONARWA HOLDINGS Ltd kugira ngo irangize urubanza RSOCAA 00005/2018/CA ikabura kuko itabaho, ikaba itagira aho ibarizwa ndetse nta n'ubuyobozi igira.
- Kuba SONARWA LIFE ASSURANCE COMPANY Ltd ariyo yakoze amasezerano yo kwikiranura (settlement agreement) mu rwego rwo kurangiza urubanza RSOCAA 00005/2018/CA kuko SONARWA HOLDINGS Ltd yari yarabuze;
- Kuba ibijyanye no gukurikirana ko iki kirego cyakirwa, nko gutakambira icyemezo cy'Umwanditsi Mukuru cyo kutacyakira n'ibindi, byose byarakorwaga na SONARWA LIFE ASSURANCE COMPANY Ltd cyangwa SONARWA GENERALE INSURANCE COMPANY Ltd nk'uko bigaragara muri dosiye muri system (imigereka 010 na 011);

Page 5

- Kuba mu iburanisha uhagarariye urega nawe yaremeje ko iyi sosiyete idakora imirimo ya buri munsu mu buryo buhoraho kandi ikaba nta bakozi nta n'aho ibarizwa ifite. [8] Me Bizimana Emmanuel kandi avuga ko mu rwego rwo kwirinda izindi mpaka n'imanza zazavuka nyuma y'uru, Avoka uburanira SONARWA HOLDINGS Ltd akwiriye kugaragaza amasezerano y'ubutumwa yagiranye n'uyihagarariye, hashingiwe ku murongo watanze mu rubanza RS/INJUST/RC 00012/2019/SC rwaciwe n'Urukiko rw'Ikirenga kuwa 22 Nyakanga 2022 ujyanye no kuba iyo habaye gukemanga ku butumwa Avoka yaba yarahawe, asabwa kubugaragaza kugira ngo iburanisha ry'urubanza rigende neza, n'ubwo ubusanzwe afatwa nk'ufite ubutumwa (présumé) bwo guhagararira uwo aburanira. [9] Me Bizimana Emmanuel asaza asaba Urukiko gushingira kuri izo mpamvu rukemeza ko SONARWA HOLDINGS Ltd yasheshwe bityo ikaba idafite ububasha bwo kurega kuko itakiriho, no gushingira ku biteganywa mu ngingo ya 3, iya 84(4) n'iya 129, igika cya 2 z'Itegeko N° 22/2018 ryo kuwa 29/04/2018 ryerekeye imiburanishirize y'imanza z'imbonezamubano, iz'ubucuruzi, iz'umurimo n'iz'ubutegetsi ryerekeye imiburanishirize y'imanza mbonezamubano, iz'ubucuruzi, iz'umurimo n'iz'ubutegetsi rukemeza ko ikirego cyayo kitagomba kwakirwa. [10] Me Bimenyimana Eric na Me Mutsinzi Clémentine bahagarariye SONARWA HOLDINGS Ltd bavuga ko inzitizi yatanze na Muberangabo Titien nta shingiro ifite bashingiye ku mpamvu zikurikira:
- Kuba nta kimenyetso atanga kigaragaza ko SONARWA HOLDINGS Ltd yasheshwe ikandukurwa mu bitabo by'Umwanditsi Mukuru;
- Kuba urubanza uhagarariye Muberangabo Titien avuga ko rwasobanuye ko SONARWA HOLDINGS Ltd yasheshwe, uretse no kuba rutayireba kuko itarubayemo umuburanyi, nta cyemezo cyarufashwemo cyemeza ko yasheshwe, kuko ikigaragaramo ari invugo

y'umuburanyi ubivuga gusa nyamara mu cyemezo cy'Urukiko ubwacyo ntaho rwemeje ko SONARWA HOLDINGS Ltd yasheshwe; ko ahubwo rwasobanuye ko ari sosiyete yihariye ifite ubuzima gatozi bwayo butandukanye n'ubwa SONARWA LIFE ASSURANCE COMPANY Ltd, bikaba kandi bishimangirwa n'inyandiko za Domestic Company Registration Certificates zigaragaza ko muri izo sosiyete nta yaba yarabyawe n'indi;

- Kuba ibijyanye no gusaba ko Avoka uhagarariye SONARWA HOLDINGS Ltd agaragaza ubutumwa nta shingiro byahabwa kuko mu rubanza RS/INJUST/RC 00012/2019/SC rushingirwaho bisabwa hari amakuru y'uko umuburanyi yapfuye bikaba impamvu yo kwemeza ko uwamutangiyeye ikirego nta butumwa yamuhaye, nyamara muri uru rubanza bikaba atari ko bimeze kuko hari icyemezo cyerekana ko SONARWA HOLDINGS ikiriho kuko icyanditse mu bitabo by'Umwanditsi Mukuru muri RDB.

1 Ingingo ya 3 y'iryo tegeko iteganya ko: "ikirego cyakirwa mu rukiko iyo urega afite ububasha, inyungu n'ubushobozi byo kurega....."; iya 83 (4) igateganya ko: ".....Impamvu ituma ikirego kitakirwa ni ingingo yose isaba kutakira ikirego cy'umuburanyi, hatinjiwe mu mizi yacyo, kubera ko adafite uburenganzira bwo kurega, nko kuba adafite ububasha n'inyungu zo kurega...." naho iya 129 igateganya mu gika cyayo cya 2 ko "kutagira ububasha, ubushobozi cyangwa inyungu byo kurega, ari [inzitizi y'] indemyagihugu kandi ko ishobora kubyutswa n'umuburanyi cyangwa urukiko rubyibwirije igihe icyo aricyo cyose.

Page 6

- Kuba SONARWA HOLDINGS Ltd ari sosiyete ikiriho binashimangirwa no kuba uregwa ubwe yaragiye gufatira imigabane yayo muri CIMERWA, bikaba rero bitari gushoboka ko hafatirwa umutungo wa sosiyete itakiriho. UKO URUKIKO RUBIBONA [11] Impaka kuri iki kibazo zishingiye ku kumenya niba SONARWA HOLDINGS Ltd yarasheshwe bityo ikaba idafite ububasha bwo kurega kuko itakiriho. [12] Ingingo ya 280 y'Itegeko N° 007/2021 ryo ku wa 05/02/2021 rigenga amasosiyete y'ubucuruzi nk'uko ryahinduwe kugeza ubu, iteganya mu gika cyayo cya mbere, ko isosiyete iba itakiriho iyo yakuwe mu gitabo cy'amasosiyete. Iyi ngingo yumvikanisha ko mu gihe isosiyete icyanditse mu gitabo cy'amasosiyete iba ikiriho. [13] Ingingo ya 4 (1) y'Itegeko N° 062/2024 ryo ku wa 20/06/2024 rigenga ibimenyetso iteganya ko urega cyangwa utanze ikibazo agaragaza ikimenyetso cy'ibyo aregera cyangwa asaba. [14] Ingingo ya 2, igika cya mbere, agace ka 1, a. y'Itegeko N° 83/2013 ryo ku wa 11/09/2013 rishyiraho Urugaga rw'Abavoka mu Rwanda rikanagena imitunganyirize n'imikorere yarwo, ivuga ko Avoka ari umunyamwuga w'amategeko ufasha ubutabera, ushinze guhagararira, kunganira no kuburanira abantu mu nzego z'ubutegetsi, iz'ubucamanza n'izindi zose zifata ibyemezo. Naho ingingo ya 47 y'iryo tegeko mu gika cyayo cya mbere igateganya ko abavoka bonyine aribo bafite uburenganzira bwo kuburanira imbere y'Inkiko, kandi ko umwavoka afite ububasha bwo kuburana imbere y'Inkiko atagombye kwerekana ko hari uwamutumye, keretse iyo itegeko risaba ubutumwa bwihariye. Iyi ngingo ya 47 yumvikanisha ko ihame ari uko Umushingamategeko yahaye umwavoka ububasha bwo kuburana imbere y'inkiko bitabaye ngombwa ko asabwa gutanga ikimenyetso kigaragaza ko hari uwamutumye, ko

ariko iyo biteganyijwe mu itegeko ryihariye, ashobora gusabwa kubigaragaza. [15] Muberangabo Titien uhagarariye na Me Bizimana Emmanuel avuga ko SONARWA HOLDINGS Ltd yasheshwe bityo ikaba itakiriho, ashingiye ku mpamvu zinyuranye zagaragajwe haruguru (mu gika cya 8 cy'uru rubanza). [16] Urukiko rw'Ubujurire rurasanga muri dosiye harimo icyemezo cyatanzwe n'Ibiko by'Umwanditsi Mukuru mu Rwego Rushinzwe Iterambere mu Rwanda (RDB) ku wa 12/06/2024 cyiswe Full Registration Information of Domestic Company, kigaragaza ko SONARWA HOLDINGS Ltd ari Sosiyete yanditse mu gitabo cy'Amasosiyete mu Biro by'Umwanditsi Mukuru guhera ku wa 25/08/1976, kuri Company Code: 100026716. Hashingiwe kuri icyo cyemezo no ku biteganywa mu ngingo ya 280 y'Itegeko N° 007/2021 ryo ku wa 05/02/2021 rigenga amasosiyete y'ubucuruzi ryavuzwe haruguru, bikaba bigaragara ko SONARWA HOLDINGS Ltd ari sosiyete iriho, icyanditse mu bitabo by'Amasosiyete mu Biro by'Umwanditsi Mukuru. [17] Urukiko rw'Ubujurire rurasanga hashingiwe ku bimaze kuvugwa mu gika kibanziriza iki, impamvu zose zavuzwe haruguru uhagarariye Muberangabo Titien ashingiraho avuga ko SONARWA HOLDINGS Ltd itakiriho kuko yasheshwe nta shingiro zifite, kuko nk'uko

Page 7

byasobanuwe ari Sosiyete icyanditse mu gitabo cy'Amasosiyete, bikaba rero atari ngombwa ko izo mpamvu zisuzumwa imwe kuri imwe. [18] Urukiko rurasanga kandi impamvu zashingiweho mu rubanza RS/INJUST/RC 00012/2019/SC Me Bizimana Emmanuel ashingiraho asaba ko Avoka uhagarariye SONARWA HOLDINGS Ltd agaragaza uwamuhaye ubutumwa bwo kuyiburanira zidahuye n'uru rubanza, kuko muri urwo rubanza RS/INJUST/RC 00012/2019/SC hari hagaragajwe impungenge z'uko umuburanyi yitabye Imana bigatuma ububasha bwa Avoka wavugaga ko amuhagarariye bukemangwa, kandi koko bikaza kugaragara ko uwo muburanyi yari yaritabye Imana ndetse Urukiko rugashingira kuri iyo mpamvu rutesha agaciro ibyakozwe n'uwo mwavoka wavugaga ko amuhagarariye; nyamara muri uru rubanza ibintu bikaba atariko bimeze kuko nk'uko byagaragajwe haruguru, SONARWA HOLDINGS Ltd ari Sosiyete iriho mu buryo bwemewe n'amategeko, hakaba rero nta mpungenge zihari ku bijyanye nabyo, Uru Rukiko rukaba nta mpamvu rubona yatuma ububasha Avoka uyihagarariye, nk'umunyamwuga, afite bwo kuburana imbere y'Inkiko atagombye kwerekana ko hari uwamutumye hashingiwe ku biteganywa mu ngingo ya 47 y'Itegeko N° 83/2013 ryo ku wa 11/09/2013 rishyiraho Urugaga rw'Abavoka mu Rwanda, bukemangwa cyane cyane ko nta tegeko ryihariye ribisaba ryagaragajwe. [19] Hashingiwe ku bimaze gusobanurwa haruguru byose, inzitizi y'iburabubasha bw'uru Rukiko ishingiyeye ku mpamvu y'uko SONARWA HOLDINGS Ltd yasheshwe ikaba nta shingiro ifite.

2. Kumenya niba ikirego kitagomba kwakirwa kuko cyatanzwe mu nzira no mu buryo binyuranyije n'amategeko [20] Me Bizimana Emmanuel uhagarariye Muberangabo Titien avuga ko indi mpamvu bashingiraho basaba Urukiko kutakira ikirego cya SONARWA HOLDINGS Ltd ari uko cyatanzwe mu nzira no mu buryo binyuranyije n'amategeko. Asobanura ko nk'uko bigaragazwa na system ya IECMS ikirego cyatanzwe nk'inyandiko nsobanurakirego itanzwe n'umuburanyi umwe (requête unilatérale), bivuze ko cyatanzwe nk'ikibazo bigaragara ko nta mpaka giteye ndetse ko kidafite uregwa, hashingiwe ku biteganywa mu ngingo ya 1892 y'Itegeko

N° 22/2018 ryo kuwa 29/04/2018 ryerekeye imiburanishirize y’imanza z’imbenezamubano, iz’ubucuruzi, iz’umurimo n’iz’ubutegets, mu gihe SONARWA HOLDINGS Ltd igaragaza ko hari uwo irega kandi ko hari impaka zigomba gukemurwa; ko rero yagombaga kugitanga mu buryo bw’ibirego bisanzwe bifite ababuranyi bombi, ahubwo ikaba yasaba ko kiburanisha mu buryo bwihuse nk’uko bisanzwe bigenda ku birego bifite ubwihutirwe butewe n’uko itegeko ryabigennye cyangwa izindi mpamvu. [21] Uhagarariye SONARWA HOLDINGS Ltd avuga ko ikirego kitatanzwe nk’inyandiko nsobanurakirego itanzwe n’umuburanyi umwe kuko urega yagaragaje uwo arega kandi uyu akaba yarireguye. Asobanura ko ari ngombwa gutandukanya uburyo ikirego gitanzwemo, igihe kiburanishirizwamo na kamere y’ikiburanwa kuko ibirego bisaba gukemura impaka zavutse mu kurangiza urubanza bitaba bigamije ko urubanza ruburanishwa mu mizi, ari nayo mpamvu bidakorerwa inama ntegururubanza, kandi bikaba biba bigomba kuburanishwa mu bihe by’ibirego

2 Iyi ngingo iteganya ibi bikurikira: “Inyandiko nsobanurakirego itanzwe n’umuburanyi umwe ari uburyo budasanzwe bwo kuregera umucamanza umusaba kugira ibyo aramira mu buryo bwihuse. Ibikubiye muri iyo nyandiko bigomba kandi kuba ari ibibazo bigaragara ko nta mpaka biteye ku buryo byaba ngombwa ko undi muburanyi ahamagarwa.”

Page 8

byihutirwa cyangwa ibirego by’inyandiko nsobanurakirego itanzwe n’umuburanyi umwe (requête unilaterale). UKO URUKIKO RUBIBONA [22] Impaka kuri iki kibazo zishingiye ku kumenya niba ikirego cya SONARWA HOLDINGS Ltd cyaratanzwe mu buryo bw’inyandiko nsobanurakirego itanzwe n’umuburanyi umwe, bikaba impamvu ituma kitakirwa kuko cyaba cyaratanzwe mu nzira no mu buryo binyuranyije n’amategeko. [23] Ingingo ya 189, igika cya mbere, y’Itegeko N° 22/2018 ryo ku wa 29/04/2018 ryerekeye imiburanishirize y’imanza z’imbenezamubano, iz’ubucuruzi, iz’umurimo n’iz’ubutegets igira iti:

“Inyandiko nsobanurakirego itanzwe n’umuburanyi umwe ni uburyo budasanzwe bwo kuregera umucamanza umusaba kugira ibyo aramira mu buryo bwihuse. Ibikubiye muri iyo nyandiko bigomba kandi kuba ari ibibazo bigaragara ko nta mpaka biteye ku buryo byaba ngombwa ko undi muburanyi ahamagarwa. Inyandiko nsobanurakirego itanzwe n’umuburanyi umwe ishobora gukoreshwa mu bibazo byose bisaba ko hafatwa icyemezo cyihuse bitari ngombwa ko habanza gutangwa ikirego cy’iremezo”. [24] Iyi ngingo yumvikanisha ko uburyo bw’inyandiko nsobanurakirego itanzwe n’umuburanyi umwe bukoreshwa n’umuburanyi ushaka kugeza ku Rukiko ikibazo bigaragara ko kinateye impaka, ni ukuvuga ko kugira ngo icyo kibazo gikemurwe nta wundi muburanyi (uregwa) bikenewe ko ahamagarwa mu rubanza, kandi urega akaba agamije gusaba Ururukiko ko rugira ibyo ruramira mu buryo bwihuse. [25] Ku birebana n’uru rubanza, dosiye yarwo muri IECMS igaragaza ibi bikurikira:

- Mu gice kigenewe ababuranyi (case parties) uwareze ni SONARWA HOLDINGS Ltd naho uregwa ni Muberangabo Titien;

- Urega n'uregwa kandi bagaragara mu byemezo binyuranye byafashwe n'Urukiko ku bijyanye n'iyandikwa ry'ikirego (reba icyemezo cy'Umwanditsi Mukuru cyo ku wa 07/02/2024 n'Icyemezo cya Perezida w'Urukiko cyo ku wa 20/02/2024);
- Me Bizimana Emmanuel uhagarariye Muberangabo Titien yahujwe n'ikirego anacyireguraho, haba mu kugaragaza inzitizi zigamije gusaba ko kitakirwa, haba no mu kwiregura ku ngingo zigize urubanza mu mizi (reba ahagenewe ibibazo bisuzumwa n'imiburanire y'ababuranyi kuri buri kibazo (parties' submissions), ndetse akaba yaritabye Urukiko akaburana;
- Ahagenewe ikiburanwa (subject matter) hagaragaza ko icyo SONARWA HOLDINGS Ltd yaregeye ari ugusaba Urukiko gukemura impaka zavutse mu kurangiza urubanza RSOCOA 00005/2018/CA rwaciwe n'Urukiko rw'ubujurire kuwa 08/03/2019. [26] Urukiko rw'ubujurire rurasanga ibimaze kugaragazwa mu gika kibanziriza iki byerekana ko ikirego cyatanzwe na SONARWA HOLDINGS Ltd atari inyandiko nsobanurakirego itanzwe n'umuburanyi umwe, kuko bigaragara ko icyo SONARWA HOLDINGS Ltd yaregeye ari ugusaba

Page 9

Urukiko gukemura impaka kandi mu gutanga ikirego ikaba yaragaragaje uwo irega, arabimenyeshwa binyuze mu guhuzwa n'urubanza, ariregura ndetse yitaba Urukiko araburana; hakaba nta cyagaragajwe mu biteganywa n'ingingo ya 189 yavuzwe haruguru cyatuma ikirego gifatwa nk'inyandiko nsobanurakirego itanzwe n'umuburanyi umwe; kuba muri system ya IECMS ahagenewe Case Priority handitse Exparte Applications "Requete" ubwabyo bikaba atari byo byahindura kamere y'ikirego hashingiwe ku bimaze gusobanurwa haruguru, kuko icy'ingenzi bigamije ari ukugaragaza niba ikirego kiburanishwa mu bihe bisanzwe cyangwa niba cyaragenewe ibihe byihariye kigomba kuburanishwamo. [27] Hashingiwe ku bisobanuro byose byatanzwe kuri iki kibazo, iyi nzitizi nayo ikaba nta shingiro ifite. 3.Kumenya niba urubanza RSOCOA 00005/2018/CA rwarakuweho n'amasezerano (settlement agreement) yakorewe imbere ya Noteri kuwa 06/09/2013 hagati ya SONARWA LIFE ASSURANCE COMPANY Ltd na Muberangabo Titien, ku buryo SONARWA HOLDINGS Ltd nta mpamvu n'inyungu ifite byo kurega [28] Me Bizimana Emmanuel uhagarariye Muberangabo Titien avuga ko urubanza RSOCOA 00005/2018/CA rwakuweho n'amasezerano yo kwikiranura (settlement agreement) yakorewe imbere ya Noteri kuwa 06/09/2013 hagati ya SONARWA LIFE ASSURANCE COMPANY Ltd na Muberangabo Titien, kuko ku bw'itegeko ayo masezerano afite agaciro nk'ak'urubanza rwaciwe ku rwego rwa nyuma, kandi mu rwego rwo gukuraho burundu urubanza RSOCOA 00005/2018/CA, mu kuyakora impande zombi zikaba zaranateganyije ko ibikubiye muri ayo masezerano nibitubahirizwa azashyirwa mu bikorwa nk'inyandiko mpesha hashingiwe ku biteganywa mu ngingo ya 241 (6) y'Itegeko N° 22/2018 ryo kuwa 29/04/2018 ryerekeye imiburanishirize y'imanza z'imbonezamubano, iz'ubucuru, iz'umurimo n'iz'ubutegetsi; akavuga ko rero ibi bivuze ko impande zombi zumvikanye ko ayo masezerano ariyo azarangizwa nk'inyandiko mpesha aho kuba urubanza. [29] Me Bizimana Emmanuel akomeza asobanura ko hashingiwe ku bimaze gusobanurwa, ku ruhande rumwe SONARWA HOLDINGS Ltd nta mpamvu (sans objet) ifite yo

kurega isaba gukemura impaka zavutse mu kurangiza urubanza rwavuzwe haruguru kuko rwakuweho burundu n'ayo masezerano kandi ibiyakubiyemo bikaba byaramaze kubahirizwa n'impane zombi, Muberangabo Titien akishyurwa amafaranga avugwa muri ayo masezerano ndetse nawe agahagarika inzira zo kurangiza urubanza yari yaratangije; no ku rundi ruhande SONARWA HOLDINGS Ltd ikaba nta nyungu ifite yo kurega kuko ntacyo Muberangabo Titien ayishyura gishingiye kuri urwo rubanza, bityo hakaba nta mpaka zihari hagati y'impane zombi ku buryo yarega asaba ko zikemurwa. Me Bizimana Emmanuel avuga ko ubu impaka zishoboka ari izaba zishingiye kuri ayo masezerano kuko ariyo yashyizwe mu bikorwa, bikozwe na SONARWA LIFE ASSURANCE COMPANY Ltd bayagiranye, ari nayo yaziregera. [30] Ashingiye kuri izo mpamvu, Me Bizimana Emmanuel asaba Urukiko kutakira ikirego cya SONARWA HOLDINGS Ltd hashingiwe ku biteganywa mu ngingo ya 3, iya 83 (4) n'ya 129 (2) y'Itegeko N° 22/2018 ryavuzwe haruguru kuko nta mpamvu (sans objet) n'inyungu ifite byo kurega. UKO URUKIKO RUBIBONA

Page 10

[31] Impaka kuri iki kibazo zishingiye ku kumenya niba urubanza RSOC 00005/2018/CA rwarakuweho n'amasezerano (settlement agreement) yakorewe imbere ya Noteri kuwa 06/09/2013 hagati ya SONARWA LIFE ASSURANCE COMPANY Ltd na Muberangabo Titien ku buryo nta mpaka zigihari hagati ye na SONARWA HOLDINGS Ltd zishingiye kuri urwo rubanza, bikagira ingaruka z'uko ikirego cya SONARWA HOLDINGS Ltd kitakirwa kuko nta mpamvu n'inyungu ifite byo kurega. [32] Ingingo ya 247 y'Itegeko N° 22/2018 ryo kuwa 29/04/2018 ryerekeye imiburanishirize y'imanza z'imbonezamubano, iz'ubucuruzi, iz'umurimo n'iz'ubutegetsi nk'uko ryahinduwe kugeza ubu igira iti: "Mu gihe cy'iminsi mirongo itatu (30) kuva urubanza rubaye itegeko cyangwa hasohotse indi nyandikompesha, uwatsinzwe yegera uwamutsinze amumenyesha uburyo yifuza gushyira mu bikorwa ibyo icyo cyemezo cy'urukiko cyangwa indi nyandikompesha bitegeka kugira ngo babyumvikaneho. Ugomba kwishyura kandi ategetswe kugaragaza umutungo we ushobora kumanwamo ubwishyu binyuze muri cyamunara igihe atubahirije amasezerano; akanagaragaza urutonde n'uburyo byakurikiranywa mu kubigurisha. Iyo bumvikanye, ayo masezerano afatwa nk'inyandikompesha agatangazwa ku rubuga rw'imanza zirangizwa n'uwatsinzwe cyangwa Umuhesha w'Inkiko." [33] Igika cya mbere n'icya gatatu by'ingingo ya 247 yavuzwe haruguru birebwe hamwe byumvikanyishye ko Umushingamategeko yahaye umuburanyi watsinzwe urubanza rwabaye itegeko inshingano yo kwegera uwamutsinze akamumenyesha uburyo yifuza gushyira mu bikorwa ibyemejwe n'Urukiko, kandi ko iyo impande zombi bumvikanye, ibyumvikanyweho biba amasezerano afatwa nk'inyandikompesha igomba kurangizwa n'uwatsinzwe, atabikora ikarangizwa n'Umuhesha w'Inkiko; bikaba rero byumvikana ko ku byumvikanyweho mu masezerano, asimbura urubanza akaba ariyo arangizwa. [34] Ku birebana n'uru rubanza, dosiye yarwo irimo inyandiko y'amasezerano yahawe umutwe ukurikira: "Settlement for execution of a Court decision between Muberangabo Titien and SONARWA Life Ltd", yakorewe imbere ya Noteri kuwa 06/09/2023, kuri icyo tariki inashyirwaho umukono n'uhagaraye SONARWA LIFE

ASSURANCE COMPANY Ltd (Chief Executive Officer) ku ruhande rumwe, na Muberangabo Titien ku rundi ruhande. Bimwe mu bivugwa muri iyo nyandiko ni uko:

- Ku wa 06/09/2023 hakozwe imishyikirano igamije kurangiza mu bwumvikane urubanza RSOCOA 00005/2018/CA, hagati ya SONARWA LIFE Ltd (nk'uregwa) na Muberangabo Titien (nk'urega);
- SONARWA LIFE Ltd yemeye kwishyura Muberangabo Titien amafaranga yose hamwe angana na 241.387.260 Frw hashingiwe ku byemejwe mu rubanza rwavuzwe haruguru (reba ingingo ya 1), akishyurwa mu byiciro bibiri, ku wa 13/09/2023 no ku wa 15/10/2023, kuri buri cyiciro hishyurwa 50% (reba ingingo ya 2);
- Ayo masezerano azashyirwa mu bikorwa nk'uko impande zombi zibyumvikanye, nibidakorwa azaba inyandikompesha irangizwa ku gahato hashingiwe ku biteganywa mu

Page 11

ningo ya 241 (6) y'Itegeko N° 22/2018 ryo ku wa 29/04/2018 ryerekeye imiburanishirize y'imanza z'imbonezamubano, iz'ubucuruzi, iz'umurimo n'iz'ubutegets. [35] Mu miburanire yabo, abahagarariye SONARWA HOLDINGS Ltd bemera ko ayo masezerano yavuzwe mu gika kibanziriza iki iyazi kandi ko ari yo yahaye SONARWA LIFE ASSURANCE COMPANY Ltd ububasha bwo kuyakorana na mu Muberangabo Titien hagamijwe kurangiza urubanza RSOCOA 00005/2018/CA. [36] Urukiko rurasanga ibyasobanuwe mu gika cya 34 n'icya 35 by'uru rubanza bigaragaza ko nyuma y'uko urubanza RSOCOA 00005/2018/CA ruciwe, SONARWA HOLDINGS Ltd (yari yatsinzwe) yarahaye SONARWA LIFE ASSURANCE COMPANY Ltd ububasha bwo kumvikana na Muberangabo Titien mu mwanya wayo, ku buryo ibyemejwe n'Urukiko muri urwo rubanza bizashyirwa mu bikorwa, ikaba ari nayo imwishyura; kandi impande zombi zikaba zarumvikanye ndetse zigashyira umukono ku masezerano yavuzwe haruguru; hashingiwe ku biteganywa mu ngingo ya 247 yavuzwe haruguru, ayo masezerano akaba ari inyandikompesha igomba kurangizwa (ayo masezerano yanatewehe kashe mpuruza n'urukiko rw'Ubujurire ku wa 03/10/2023), byaba bikozwe ku bushake na SONARWA LIFE ASSURANCE COMPANY Ltd mu mwanya wa SONARWA HOLDINGS Ltd, cyangwa bigakorwa ku gahato n'Umuhesha w'Inkiko. [37] Urukiko rw'Ubujurire rurasanga SONARWA HOLDINGS Ltd itarenga kuri ayo masezerano yakozwe na SONARWA LIFE ASSURANCE COMPANY Ltd iyibihereye ububasha, ngo isubire inyuma itange ikirego isaba gukemura impaka ivuga ko zavutse mu kurangiza urubanza RSOCOA 00005/2018/CA, kandi nk'uko byasobanuwe atari rwo rurangizwa, ahubwo ku byo impande zombi zumvikanye urwo rubanza rwarasimbuwe n'amasezerano yavuzwe haruguru ari nayo agomba kurangizwa nk'inyandikompesha; bikaba rero byumvikana ko impaka SONARWA HOLDINGS Ltd isaba ko zikemurwa ishingiyeye kuri urwo rubanza nta zabayeho. [38] Urukiko rw'Ubujurire rushingiyeye ku byasobanuwe kuri iki kibazo byose, rurasanga kuba impaka SONARWA HOLDINGS Ltd isaba ko zikemurwa ntazabayeho kuko urubanza izishingiraho atari rwo rurangizwa, bigira ingaruka y'uko ikirego cyayo nta shingiro gifite kuko itabasha kugaragaza ibyo ivuga, bikaba rero bihagije kugira ngo impaka ku bijyanye n'iki kirego zirangire, bityo bikaba atari ngombwa gusuzuma izindi ngingo SONARWA HOLDINGS Ltd yashingiragaho ikirego cyayo. III. ICYEMEZO

CY'URUKIKO [39] Rwemeje ko inzitizi zatanzwe na Muberangabo Titien nta shingiro zifite. [40] Rwemeje ko ikirego cya SONARWA HOLDINGS Ltd gisaba gukemura impaka zavutse mu irangiza ry'urubanza RSOCAA 00005/2018/CA rwaciwe n'Urukiko rw'ubujurire ku wa 08/03/2019 nta shingiro gifite.

3 Ababuranira SONARWA HOLDINGS Ltd bavuga ko ubwo bubasha SONARWA LIFE ASSURANCE COMPANY Ltd yabuhawe na SONARWA HOLDINGS Ltd bikoze n'Urwego rw'Ubwiteganyirize mu Rwanda (RSSB) ari nawe munyamigabane rukumbi wayo.

Page 12

[41] Rutegetse SONARWA HOLDINGS Ltd kwishyura Muberangabo Ticien amafaranga ibihumbi magana arindwi (700.000 FRW) y'igihembo cya Avoka n'ibihumbi magana abiri (200.000 FRW) y'ikurikiranarubanza.

Source & reproduction note

Judgment wording, source notices and original paragraph numbers are retained. Esheria supplies the layout and this PDF's page numbers; these are not the source pagination. This is a research copy, not an official or certified court document. Check quotations, citations and publication restrictions against the original source before relying on it.

ORIGINAL SOURCE <https://www.amategeko.gov.rw/view/doc/9531/10013>

CASE PAGE <https://chat.esheria.ai/case-law/rwanda/sonarwa-holdings-ltd-v-muberangabo-titien-Corporateexistence-court-of-appeal-2025--6a3ea5233b1caa9129818b0f>

Prepared on 13 October 2026 · Esheria