CAP. XXIII.

An Act for granting certain additional Powers and Authorities to the *Canada* Company. [23d *June* 1856.]

'WHEREAS by an Act of Parliament passed in the Sixth Year of the Reign of His late Majesty King *George* the Fourth, intituled *An Act to enable His Majesty to grant to a Company, to be incorporated by Charter, to be called "The* Canada *Company," certain Lands in the Province of* Upper Canada, *and to invest the said Company with certain Powers and Privileges, and for other Purposes relating thereto,* it was enacted that in case His then Majesty should, within Three Years after the passing of the Act now being recited, be pleased, by Charter of Incorporation under the Great Seal of *Great Britain* and *Ireland*, to declare and grant that such and so many Persons as should be named therein, and all and every such other Person or Persons as from Time to Time should be duly admitted Members into their Corporation, should be a Body Politic and Corporate by the Name of "The *Canada* Company," and to declare that the said Corporation so to be made and created should be established for the Purpose in the said Act mentioned, and for such other lawful Purposes as to His Majesty might seem meet, then and in that Case His Majesty should be authorized to grant to the said Corporation certain Lands therein mentioned, and the said Corporation should have certain Powers and Privileges therein specified: And whereas by Letters Patent under the Great Seal of *Great Britain* and *Ireland*, bearing Date at *Westminster* on the Nineteenth Day of *August* in the Seventh Year of the Reign of His late Majesty King *George* the Fourth, and in all respects in accordance with the said Act, His said Majesty was pleased to grant and declare that certain Persons in such Charter named, together with such and so many other Person or Persons, Bodies Politic or Corporate, as had become or should at any Time thereafter become Subscribers or Shareholders of or for the Capital Stock therein-after mentioned, in manner therein-after provided, and their respective Successors, Executors, Administrators, and Assigns, should be One Body Politic and Corporate by the Name of "The *Canada* Company," and by that Name should have perpetual Succession and a Common Seal; and by the said Charter it was declared, that the said Corporation was established for the Purpose of purchasing, holding, improving, clearing, settling, and disposing of waste and other Lands in the Province of *Upper Canada*, and for making Advances of Capital to Settlers on such Lands, for the opening, making, improving, and maintaining Roads and other internal Communications, for the Benefit thereof, and for promoting the Cultivation of such Articles as could advantageously be exported from the said Province, and for the other Purposes hereinafter mentioned, and that the present Capital or Joint Stock of the said Company to be used and applied in establishing and carrying on the said Undertaking and for the Purposes aforesaid should be a Sum of not exceeding One million Pounds Sterling, to be raised in Shares of One hundred Pounds each and in the said Charter Provision was made and Power given for the Transfer and Sale of Shares in the Company, and for making Calls thereon, and also for holding General Courts and Special General Courts of the Proprietors of the said Company, and for electing or appointing from Time to Time a Governor, Deputy Governor, and Directors and other Officers of the said Company, and for managing and directing the Affairs of the Company, and, if necessary, for raising additional Capital; and it was by such Charter declared, that all Sums of Money paid and received in respect of the Shares of the said Company, together with all Acquisitions or Investments whatsoever, whether Real or Personal, whether vested in the said Company in their own Name or in the Names of Trustees, or in what Manner soever the same should be vested, should form and constitute the Joint or Capital Stock of the said Company and their Successors for ever, and should be liable and answerable for the Debts, Liabilities, and Engagements of the said Company; and further, that it should be lawful for the said Company, not only to purchase, take, hold, sell, let, and dispose of all such Lands in the Provinces of *Upper Canada* and *Lower Canada* as aforesaid, and more especially any such Lands as should be granted by His Majesty in virtue of His Royal Prerogative or by the Authority of Parliament, but

6 G. 4. c. 75.

Charter, dated 19 August. (7 G. 4.)

'also to contract for, bargain, purchase, and export all such Merchandises, Matters, and 'Things as might be necessary or convenient for the Cultivation, Clearing, or Improvement 'of the Lands which might be purchased by the said Company, and should also be em- 'powered to import and receive, and to sell and dispose of, all Goods and Merchandise which 'might be consigned or remitted to them from such their Lands in Payment or Satisfaction 'of any Rent or Purchase Money arising from the Occupation or Sale of any such Lands, 'and to receive and negotiate in *England* Bills of Exchange, Promissory Notes, or other 'negotiable Securities for Money, which might be remitted to them on account of any such 'Rent or Purchase Money, and also to purchase, take, hold, sell, and dispose of all Lands, 'Tenements, and Hereditaments situate in *Great Britain* and *Ireland* or in the Provinces of '*Upper Canada* and *Lower Canada*, or elsewhere in His Majesty's Dominions, which it might 'be necessary or convenient for the said Company to acquire, in order to the carrying the 'Purposes of such Charter into more complete Effect; and further, that Interest, calculated 'to the Tenth Day of *July* One thousand eight hundred and twenty-six, should, within 'One Month from the Date of the said Charter, be payable to the Members of the said 'Company, at and after the Rate of Four *per Centum per Annum*, from the respective 'Periods at which the Deposit and subsequent Calls (if any) on their Shares should have 'been paid, to be calculated upon and in respect of such Deposit and Calls, and on the 'Tenth Day of *January* and Tenth Day of *July* One thousand eight hundred and twenty- 'seven, and on each and every Tenth Day of *January* and Tenth Day of *July* until and 'ending with the Tenth Day of *January* One thousand eight hundred and thirty-one, 'further Interest at the like Rate should be calculated and become payable to the said 'Members upon the said Deposit and upon the Amount of the several Calls which should 'have been made upon and paid by them, and from and after the Tenth Day of *January* in 'the Year One thousand eight hundred and thirty-one it should be lawful to and for the 'Court of Proprietors, twice in every Year, in the said Months of *June* and *December*, if 'the State of the Affairs of the said Company should warrant the same, to declare such 'Dividend to and amongst the Members of the said Company for the Half Year ending on 'the Tenth Day of *July* and the Tenth Day of *January* next succeeding such respective 'General Court as to the said Court of Proprietors should appear proper, in addition to 'such Payment of Interest as aforesaid; and that in declaring such Dividends respectively 'due Regard should be had to all the Debts and Engagements of the said Company, and the 'Risks and Contingencies affecting their Assets and Securities, and so as no Dividend or 'Interest after the said Tenth Day of *January* One thousand eight hundred and thirty-one 'should be in any Case paid out of the Capital of the said Company, or otherwise than as 'a Division of the whole or Part of the Gains and Profits of the said Company: And 'whereas an Act of Parliament was passed in the Ninth Year of the Reign of His said late
9 G. 4. c. 61. 'Majesty King *George* the Fourth, intituled *An Act to alter and amend an Act for enabling 'His Majesty to grant to a Company to be incorporated by Charter, to be called the* Canada '*Company, certain Lands in the Province of* Upper Canada, and thereby certain additional 'Powers were given to the said Company; And whereas the Sum of Thirty-two Pounds 'Ten Shillings *per* Share has been paid up on each Share, and the paid-up Capital of the 'said Company now consists of the Sum of Two hundred and eighty-nine thousand seven 'hundred and thirty-seven Pounds Ten Shillings, divided into Eight thousand nine hundred 'and fifteen Shares: And whereas Lands in the Province of *Upper Canada* to the Extent 'of Two millions four hundred and eighty-four thousand four hundred and thirteen Acres 'were purchased by the Company, who expended large Sums in improving the same, and a 'considerable Portion of such Lands have been sold at Prices considerably exceeding the 'Monies expended in purchasing and improving the same, but the Value of the unsold 'Portion of such Lands very far exceeds the Amount of the paid-up Capital of the Com- 'pany, and of all the Liabilities of the Company, and the Company hold Mortgages and 'other Securities for Lands sold or contracted to be sold, and for other Monies owing to 'them, and other Securities for Money: And whereas Doubts have arisen whether the 'Company can divide as Profit the whole of the Monies arising from the Sale of Lands 'in which the Monies of the Company have been invested, and it is desirable that such 'Doubts should be removed, and that such additional Powers as after mentioned should be

'given

'given to the Company: And whereas it is not in the Contemplation of the Company to 'purchase additional Land: And whereas such Objects and Purposes as aforesaid cannot be 'effectually carried into effect without the Authority of Parliament;' May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, as follows; (that is to say,)

Short Title.

I. In citing this Act for any Purpose whatsoever it shall suffice to use the Expression, "The *Canada* Company's Amendment Act, 1856."

For ascertaining what shall be deemed to be the Capital.

II. For the Purpose of ascertaining the Funds applicable to be divided among the Proprietors of the Company as and by way of Dividend, under the Provisions of the said Charter of Incorporation, it shall be lawful for the Court of Directors of the said Company from Time to Time to set apart or reserve such Part or Parts of the Lands of the said Company, whether contracted to be sold or not, and such Part or Parts of the Mortgages and other Securities for Money for the Time being held by the said Company, as they in their Judgment shall deem to be sufficient, having regard to the Value of the said Lands, Mortgages and other Securities, to be ascertained by such Estimates or Valuations as to the said Court of Directors shall be satisfactory, to answer the said Sum of Two hundred and eighty-nine thousand seven hundred and thirty-seven Pounds Ten Shillings, and from Time to Time to alter and vary the Lands, Mortgages and Securities, so set apart, for others, and without Prejudice to the Right of the Company to realize and sell the same or any Part thereof, and the Land, Mortgages and other Securities, for the Time being remaining so set apart and reserved, and the Proceeds thereof, shall for the Purposes aforesaid be deemed to be and to represent the Capital of the Company.

For ascertaining what shall be deemed Profits of the Company.

III. All Monies to arise from the annual Rents and Profits of the Lands, and from the Interest and Profits of the Mortgages and other Securities of the Company, including the Lands, Mortgages, and Securities, for the Time being so set apart and reserved, and all the Monies to arise and be received by Sale or otherwise for and in respect of all other the Lands, Property, and Effects of the Company, other than and except what under the Provisions of this Act shall for the Time being be set apart as representing the Capital of the Company, shall for all Intents and Purposes be treated as Gains and Profits of the Company, and, after deducting and retaining thereout so much as may be necessary to meet the Debts and Liabilities of the Company, the Residue thereof shall be applicable towards Payment of Interest on the paid up Capital of the Company, and the Dividends from Time to Time to be declared on the Shares therein.

No further Part of Capital to be called up.

IV. It shall not be lawful for the Directors to call up any further Part of the subscribed Capital of the Company.

Power to wind up and dissolve the Company.

V. It shall be lawful for the Proprietors of the Company, at a Special General Court called for the Purpose, by a Resolution to be passed by a Majority of Votes given at such Court by Proprietors duly qualified to vote, and according to the Number of Shares held by them respectively, in accordance with the Provisions of the said Charter, to direct that the Affairs of the said Company shall be wound up, and that the Company shall be dissolved, which Resolution shall be submitted to the Proprietors at a subsequent Special General Court to be also specially called for the Purpose, and held at an Interval of not less than One Calendar Month nor more than Two Calendar Months from the Special General Court at which the Resolution shall have passed; and such Second Special General Court shall, if required by any Nine Proprietors present thereat, be adjourned to a Time and Place to be then appointed by the Chairman, for the Purpose only of taking the Votes of the Proprietors on such Resolution; and in case the said Resolution shall be confirmed by a Majority of the Votes given at such Second Special General Court or adjourned General Court, as the Case may be, by Proprietors duly qualified as aforesaid, the Directors of the Company shall with all convenient Speed pay and discharge all Debts and Liabilities of the Company, and sell and convert into Money the Land and other Property of the Company

then remaining undisposed of, and from Time to Time distribute the Monies arising from such Sales and Conversion, and the other Monies from Time to Time in their Hands, amongst the Shareholders of the Company, either by way of Interest and Dividends, or by way of Return of Capital, according as the Property from which such Monies shall have arisen ought to be treated as Gains and Profits or Capital of the Company.

Powers of the Company to continue until the same is wound up.

VI. Notwithstanding such Resolution for winding up the Affairs of the Company shall have been passed at such Two General Courts as aforesaid, the Company shall remain incorporated; and all and every the Powers and Authorities which by this Act and the said recited Acts, or any of them, or by the said Charter, are given to the Company, or to the Directors or other Officers thereof, or to the General Courts or Special General Courts of Proprietors of the Company, shall, subject to the Restrictions contained in this Act, remain in full Force, and the Shares in the said Company shall continue transferable, and Interest and Dividends shall be payable, and the Directors and other Officers of the Company shall continue to be appointed, until the passing such Resolution as after mentioned.

Directors to render final Balance Sheet of Liquidation.

VII. In case any Resolution for winding up the Affairs of the Company shall be passed at such Two General Courts as aforesaid, then and in that Case, when and so soon as all the Debts and Liabilities of the Company shall have been paid and satisfied, and all the Assets thereof shall have been realized, and divided amongst the Shareholders in the Company, the Directors shall make out a final Balance Sheet of the Affairs of the Company, and submit the same for the Approval of a General Court of Proprietors specially called for the Purpose of considering and approving such Balance Sheet, and for authorizing the final Dissolution of the Company; and if such General Court shall, by a Resolution passed thereat by a Majority of Votes given in accordance with the Provisions of the said Charter, approve of the said Balance Sheet, and authorize the final Dissolution of the Company, the Company shall as on the Day after the passing of such Resolution be dissolved.

Public Act.

VIII. This Act shall extend to and be in force in the said Provinces of *Upper Canada* and *Lower Canada*, as well as in the United Kingdom of *Great Britain* and *Ireland*, and shall be judicially taken notice of as such by all Judges, Justices, and others, in the said Provinces as well as in the United Kingdom aforesaid, without being specially pleaded.

Expenses of Act.

IX. The Costs, Charges, and Expenses of and incident to the obtaining and passing of this Act shall be paid by the Company.

CAP. XXIV.

An Act for enabling the Commissioners of Public Works in *Ireland* to acquire certain Lands for the Site of a Prison for the Reception of Juvenile Convicts.

[23d *June* 1856.]

10 & 11 Vict. c. 26.

'WHEREAS by an Act passed in the Session of the Tenth Year of Her present 'Majesty, Chapter Twenty-six, the Commissioners of Public Works in *Ireland* were 'incorporated, and authorized to purchase, as therein mentioned, Land for Prisons in *Ireland*: 'And whereas it is expedient to erect a suitable Prison for the Reception of Juvenile 'Convicts in *Ireland*, and certain Lands called the "Racecourse Commons," situate in the 'Parish of *Lusk* in the Barony of *Balrothery East* and County of *Dublin*, which are no 'longer used for a Racecourse, and are now lying waste and unproductive, would be a 'suitable Site for such Prison and the Purposes connected therewith, which Lands are 'described in the Schedule to this Act, and delineated on a Plan thereof, of which Copies 'have been deposited for public Inspection at the Office of the Clerk of the Peace for the 'County