

CHAPTER vi.

An Act to confer further powers upon the Bridgwater Gas Light Company and for other purposes.

[6th July 1943.]

WHEREAS by the following Act and Orders:—

The Bridgwater Gas Act 1903; 3 Edw. 7. c. xix.

The Bridgwater Gas (Charges) Order 1921; and

The Bridgwater Gas Order 1926;

the Bridgwater Gas Light Company are incorporated and empowered to supply gas within an area which comprises the whole of the borough of Bridgwater and certain parishes and parts of parishes in the rural district of Bridgwater all in the county of Somerset:

And whereas the issued share and loan capital of the Company consists of the following stocks all of which are fully paid:—

£80,285 5 per cent. consolidated stock;

£19,601 4 per cent. redeemable preference stock (1963-1968);

£11,803 4 per cent. perpetual debenture stock;

£5,470 5 per cent. perpetual debenture stock;

£10,000 4 per cent. redeemable debenture stock (1957);

and the Company has received as premiums on the issue of the said consolidated and preference stock the aggregate amounts of £2,114:

And whereas the Company have issued the whole of the capital which by the said Act and Orders the Company are authorised to raise by the creation and issue of consolidated or preference stock but are thereby authorised to raise by borrowing on mortgage of their undertaking or by the creation and issue of debenture stock a further sum of £23,727:

And whereas the demand for gas within the Company's area of supply has increased and is increasing and it is expedient to authorise the Company to raise additional capital and to construct additional gas works:

And whereas it is expedient that further powers be conferred on the Company and that further provisions be enacted with reference to their undertaking as in this Act contained and that the other provisions of this Act be enacted:

And whereas the objects of this Act cannot be attained without the authority of Parliament:

May it therefore please Your Majesty that it may be enacted and be it enacted by the King'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:—

Short and collective titles.

1.—(1) This Act may be cited as the Bridgwater Gas Act 1943.

(2) The Bridgwater Gas Act and Orders 1903 to 1926 and this Act may be cited together as the Bridgwater Gas Acts and Orders 1903 to 1943.

Incorporation of general Acts.

2. The following Acts as amended by subsequent Acts (so far as applicable for the purposes of this Act and subject to the provisions of the next succeeding section of this Act) are hereby incorporated with and form part of this Act:—

(1) The Companies Clauses Consolidation Act 1845;

8 & 9 Vict. c. 16.

(2) The Companies Clauses Act 1863 except Part IV (Change of name);

26 & 27 Vict. c. 118.

(3) The Lands Clauses Acts except the provisions of the Lands Clauses Consolidation Act 1845 with respect to the purchase and taking of lands otherwise than by agreement and the entry upon lands by the promoters of the undertaking;

8 & 9 Vict. c. 18.

10 & 11 Vict. c. 15.

(4) The Gasworks Clauses Act 1847;

34 & 35 Vict. c. 41.

(5) The Gasworks Clauses Act 1871.

Application of general Acts.

3.—(1) The Companies Clauses Consolidation Act 1845 as incorporated with any of the Bridgwater Gas Acts and Orders 1903 to 1943 shall be deemed to be so incorporated—

(*a*) subject to the provisions of and so far as not inconsistent with the Bridgwater Gas Acts and Orders 1903 to 1943; and

(*b*) as if section 17 (Closing of transfer books) sections 56 to 60 (with respect to the conversion of the borrowed money into capital) and section 80 (Proof of a particular majority of votes only required in the event of a poll being demanded) were excepted from incorporation; and

(*c*) as if in section 98 the words " or of the next succeeding meeting " were inserted after the words " shall be signed by the chairman of such meeting."

(2) The Companies Clauses Act 1863 as incorporated with any of the Bridgwater Gas Acts and Orders 1903 to 1943 shall be deemed to be so incorporated—

(*a*) subject to the provisions of and so far as not inconsistent with the Bridgwater Gas Acts and Orders 1903 to 1943; and

(*b*) as if the words " and to the same amount as " in section 22 (Regulations as to creation and issue of debenture stock) were excepted from incorporation.

(3) The Lands Clauses Acts as incorporated with any of the Bridgwater Gas Acts and Orders 1903 to 1943 shall be deemed to be so incorporated subject to the exception of sections 127 to 132 of the Lands Clauses Consolidation Act 1845 relating to the sale of superfluous lands.

(4) The Gasworks Clauses Act 1847 as incorporated with any of the Bridgwater Gas Acts and Orders 1903 to 1943 shall be deemed to be so incorporated—

(*a*) subject to the provisions of and so far as not inconsistent with the Bridgwater Gas Acts and Orders 1903 to 1943; and

(*b*) as if sections 30 to 37 (with respect to the amount of profit to be received by the undertakers when the gasworks are carried on for their benefit) were excepted from incorporation.

(5) The Gasworks Clauses Act 1871 as incorporated with any of the Bridgwater Gas Acts and Orders 1903 to 1943 shall be deemed to be so incorporated—

(*a*) subject to the provisions of and so far as not inconsistent with the Bridgwater Gas Acts and Orders 1903 to 1943; and

(*b*) as if sections 6 8 12 and 28 to 34 were excepted from incorporation.

Interpretation.

4. In this Act unless there be something in the subject or context repugnant to such construction the several words and expressions to which meanings are assigned by the Acts wholly or partly incorporated herewith have the same respective meanings And—

"the Company" means the Bridgwater Gas Light Company;

"the directors" means the directors of the Company;

"the Act of 1903" means the Bridgwater Gas Act 1903;

"the Order of 1926" means the Bridgwater Gas Order 1926;

"the undertaking" means the undertaking of the Company for the time being authorised;

"the limits of supply" means the limits within which the Company are for the time being authorised to supply gas;

"employee" means any workman servant or officer employed by the Company but does not include a director not being a managing director or a person appointed a director by virtue of the provisions of section 26 (Appointment of officers as directors) of the Gas Undertakings Act 1934;

24 & 25 Geo. 5. c. 28.

"consumer" means any consumer of gas supplied by the Company within the limits of supply;

"the Minister" means the Minister of Fuel and Power.

Financial.

Additional capital.

5. The Company may from time to time raise by the creation and issue of further amounts of consolidated stock or by the creation and issue of preference stock or partly by one of those modes or partly by the other additional capital to such an amount as will be sufficient to produce after taking into account premiums and discounts (if any) which may be obtained or allowed on the issue thereof the sum of eighty thousand pounds.

Additional capital to be part of general capital.

6. The additional capital authorised by this Act shall form part of the general capital of the Company and save as is otherwise by this Act provided the holders thereof respectively in proportion to the amount of their holding shall be entitled and subject to the like rights of voting and any other rights qualifications privileges and liabilities as those of holders of stock of the Company of the same class or description.

Limit of dividend.

7.—(1) Except as expressly provided by section 11 (Sliding scale as to price and dividend) of the Order of 1926 the Company shall not in any year declare or pay any larger

dividend on so much of the additional capital authorised by this Act as is issued as consolidated stock than five pounds in respect of every one hundred pounds actually paid up of such capital.

(2) The Company shall not in any year declare or pay any larger dividend on any preference stock issued under the powers of this Act than at such rate as the directors may determine before the time of issue thereof but not exceeding (without the consent of the Minister) six pounds in respect of every one hundred pounds of such stock

Sale of stock by auction or tender.

8.—(1) Subject to the provisions of this Act and of the Gas Undertakings Act 1934 all consolidated stock and preference stock issued by the Company after the passing of this Act (except stock issued under or for the purposes of the Company's co-partnership scheme) shall be issued in accordance with the provisions of this section.

(2) All stock so to be issued shall be offered for sale by public auction or tender in such manner at such times and subject to such conditions of sale as the directors shall from time to time determine:

Provided as follows:—

(*a*) Notice of the intended sale shall be given to the clerk of the council of every borough and district wholly or partly within the limits of supply and to the secretary of the London Stock Exchange at least seven days before the day of auction or the last day for the reception of tenders (as the case may be) and shall also be duly advertised once in each of two consecutive weeks in one or more local newspaper or newspapers circulating within the limits of supply;

(*b*) A reserve price shall be fixed and notice thereof shall be sent by the Company in a sealed letter to be received by the Minister not less than twenty-four hours before but not to be opened till after the day of auction or last day for the reception of tenders as the case may be;

(*c*) In the case of a sale by auction no lot offered for sale shall comprise stock of greater nominal value than one hundred pounds and a bid (other than the first bid) shall not be recognised unless it is in advance of the last preceding bid;

(*d*) In the case of a sale by tender no preference shall be given to one of two or more persons tendering the same sum except that the offer of any holder of consolidated stock or preference stock of the Company may be accepted in preference to the offer of

purposes of the undertaking or in respect of any debenture stock issued after the passing of this Act.

Application of sections of Act of 1903.

14. The following sections of the Act of 1903 shall with any necessary modifications extend and apply to and with respect to all mortgages granted and debenture stock issued under the powers of this Act as if those sections were re-enacted in this Act (that is to say):—

Section 33 (Appointment of receiver);

Section 35 (Priority of mortgages and debenture stock over other debts).

Priority of existing mortgages.

15. All mortgages granted by the Company in pursuance of the powers of the Act of 1903 or the Order of 1926 and subsisting at the passing of this Act shall during the continuance of such mortgages and subject to the provisions of the Act or Order under which such mortgages were respectively granted have priority over any mortgages granted by virtue of this Act but nothing in this section shall affect any priority of the interest of any debenture stock at any time created and issued by the Company.

Saving for emergency powers of Treasury.

16.—(1) So long as this section continues in force it shall not be lawful without the consent of the Treasury to exercise the powers of borrowing or raising capital conferred by this Act.

54 & 55 Vict. c. 30.

(2) Section 113 of the Stamp Act 1891 (which in the case of any increase in the amount of nominal share capital of a company being authorised by any Act charges stamp duty on a statement of the amount of such increase to be delivered within one month from the passing of the Act) shall as amended by any subsequent enactment have effect as respects any share capital authorised to be raised by this Act as if this Act had been passed on the date when such consent as aforesaid is given as respects that capital or on the date when this section expires whichever first occurs.

2 & 3 Geo. 6. c. 62. 3 & 4 Geo. 6. c. 20.

(3) This section shall continue in force so long as the making of an issue of capital in the United Kingdom without the consent of the Treasury is prohibited by regulations made under the Emergency Powers (Defence) Acts 1939 and 1940.

Application of moneys.

17.—(1) All moneys raised under this Act including premiums shall be applied only to purposes to which capital is properly applicable and any sum of money which may arise by way of premium from the issue of stock under the provisions of this Act shall not be considered as part of the capital of the Company entitled to dividend.

(2) The Company may apply to any of the purposes of this Act to which capital is properly applicable any money which they have raised under the Bridgwater Gas Act and Orders 1903 to 1926.

Purchase and cancellation of Company's securities.

18.—(1) The Company may at any time purchase by agreement any debentures or debenture stock of the Company at a price not exceeding the market value thereof but for that purpose may apply only moneys for the time being in their hands which they are entitled to apply to capital purposes.

(2) Any debentures or debenture stock purchased under the provisions of this section shall be cancelled.

As to renewal fund.

19.—(1) Notwithstanding anything in section 14 (Renewal fund) of the Order of 1926 the maximum amount standing to the credit of the renewal fund shall not at any time exceed seven and one-half per centum of the capital of the Company:

Provided that—

(i) where in any year after the passing of this Act the Company supply more than five million therms in the form of gas—

(*a*) if at the end of that year the amount of the renewal fund is not in excess of five per centum of the capital of the Company this section shall cease to have effect at the end of that year;

(*b*) if at the end of that year the amount of the renewal fund is in excess of the said last-mentioned percentage no further contributions shall be made to the fund so long as it continues to be so in excess and when it ceases to be so in excess this section shall cease to have effect;

(ii) where any sums which have been raised by the Company for the purposes of the undertaking on mortgage or by the creation and issue of debenture stock are paid off and in consequence thereof the amount of the renewal fund exceeds the maximum amount authorised by this section no further contributions shall be made to the fund so long as the amount thereof exceeds the amount so authorised and thereafter no contributions shall be made to the fund so as to increase its amount beyond the amount so authorised but save as aforesaid the fund may be maintained at any amount to which it had been lawfully raised when the said sums were paid off.

(2) In this section "capital" has the meaning assigned to that expression by subsection (3) of section 5 of the Gas Undertakings Act 1934.

Company not bound to regard trusts.

20. The Company shall not be bound to see to the execution of any trust whether express implied or constructive to which any consolidated stock preference stock or debenture stock of the Company may be subject and the provisions of section 20 of the Companies Clauses Consolidation Act 1845 shall mutatis mutandis extend and apply to any consolidated stock preference stock or debenture stock of the Company as if such stock or debenture stock were shares to which that section applies.

Works and lands.

Gasworks.

21. The Company may on the lands described in the First Schedule to this Act so long as they are possessed of those lands erect alter improve renew and maintain gasworks with all necessary machinery and apparatus and do all such acts as may be proper for making storing and supplying gas and may also upon the said lands work up and convert the residual products arising directly or indirectly from the manufacture of gas by them or purchased by them under the powers conferred by section 4 of the Gas Undertakings Act 1929 and for this purpose the Company may purchase from any source and use such material as is required to work up and convert any such residual products.

19 & 20 Geo. 5. c. 24.

Purchase of lands by agreement

22. Subject as in this section provided the Company may for the purpose of the undertaking purchase or take on lease by agreement but not otherwise and may hold in addition to the lands described in the First and Second Schedules to the Act of 1903 and the First Schedule to this Act any lands which they may require for those purposes but the Company shall not create or permit a nuisance on any such lands:

Provided that—

(*a*) the total quantity of the lands which the Company may hold for the purposes of the undertaking exclusive of the lands described in the said schedules but inclusive of any other lands acquired by the Company before the passing of this Act shall not at any time exceed twenty acres;

(*b*) no land shall be used by the Company for the purpose of manufacturing gas or residual products except the lands described in the First and Second Schedules to the Act of 1903 and the First Schedule to this Act; and

(*c*) no land shall be used by the Company for the purpose of the storage of gas and residual products in contravention of the provisions of section 5 of the Gasworks Clauses Act 1871.

Dwelling-houses for employees offices showrooms &c.

23. The Company may purchase or take on lease houses cottages and other buildings for employees and offices showrooms and other buildings for the purposes of the undertaking and may erect fit up maintain and let any such buildings upon any lands for the time being held by the Company for the purposes of the undertaking.

Power to sell and lease lands &c.

24.—(1) Notwithstanding anything in the Lands Clauses Acts or any other Act to the contrary the Company may sell or otherwise dispose of or may let on lease for such periods as they think fit any lands for the time being belonging to the Company and which may not at the time be required for the purposes of the undertaking The Company may also from time to time sell and dispose of any works buildings or erections on any lands belonging to them which shall not be required for the purposes of the undertaking.

(2) The Company may also sell or otherwise dispose of or let on lease for such periods as they think fit any houses or buildings purchased or erected by them under the powers conferred by section 57 (Power to erect workmen's dwellings) of the Act of 1903 or by the section of this Act of which the marginal note is "Dwelling-houses for employees offices showrooms &c." and not at the time required for the purposes of the undertaking or as dwellings for any of their employees.

(3) Any sale disposal or lease of any lands houses or buildings under this section may be to such person for such consideration and subject to such reservations stipulations restrictions and provisions and generally upon such terms and conditions as the Company may think fit.

(4) Nothing in this section shall release the Company from the restrictions contained in the proviso to section 54 (Powers as to construction and maintenance of gasworks &c.) of the Act of 1903.

Recreation ground for employees.

25. The Company may provide maintain and equip grounds for games sports or recreation for the use and benefit of the employees and may by agreement acquire or take on lease and may hold for that purpose any lands in addition to the lands which they are or may be authorised to acquire and hold for the purposes of the undertaking Provided that the total quantity of the lands which the Company may hold for the purposes of this section shall not at any one time exceed five acres in the aggregate The directors may on such occasions as they may think fit admit or sanction the admission of any persons to any grounds so provided either with or without payment for such admission.

Saving for town planning schemes &c.

26. No lands acquired by the Company under the powers of the sections of this Act of which the marginal notes are respectively "Purchase of lands by agreement" "Dwelling-houses for employees offices showrooms &c." and "Recreation ground for employees" or any of them shall be used by the Company and no lands specifically authorised by Parliament to be used by the Company for the manufacture storage or distribution of gas which may be let on lease by the Company shall during the continuance of such lease be used in contravention of any provision of the Restriction of Ribbon Development Act 1935 or of the Town and Country Planning Act 1932 or of any scheme within the meaning of that Act which may for the time being apply to such lands:

25 & 26 Geo. 5. c. 47. 22 & 23 Geo. 5. c. 48.

Provided that nothing in this section shall—

(i) prevent the use by the Company for the purposes of the manufacture or storage of gas or residual products thereon of any lands acquired by the Company under the powers of either of the before-mentioned sections of this Act which may hereafter by any Act or Order be specifically authorised to be used by the Company for the said purposes or any of them; or

(ii) prejudice or affect any right to which the Company may be entitled under the said Act of 1935 to object to any requirement or restriction which may be proposed in exercise of the powers thereof to be imposed in relation to any of the lands so acquired or to which the Company may be entitled under the said Act of 1932 to object in relation to the said lands to any proposed scheme under the said last-mentioned Act.

Administrative provisions.

Meetings of Company.

27. Notwithstanding anything in the Companies Clauses Consolidation Act 1845 the ordinary meetings of the Company shall be held once only in each year in such month as the directors may from time to time determine:

Provided that the Company may by a resolution of a general meeting at any time determine that the future ordinary meetings of the Company shall be held half-yearly in such months as the directors may from time to time determine and the Company may from time to time in like manner rescind any such resolution.

Half-yearly dividends.

28.—(1) If and so long as the ordinary meetings of the Company shall be held once only in each year (any such

meeting in this section being referred to as the "annual general meeting")—

(*a*) the directors may on or after the thirtieth day of June in any year without the sanction or direction of a general meeting declare and pay out of the funds of the Company applicable to dividend a dividend in respect of the half-year ended on the said thirtieth day of June on any class of stock in the capital of the Company at such rate as the directors may think fit but no such rate shall as respects the consolidated stock be greater than the rate of dividend in respect of the half-year for which the interim dividend is paid ascertained pursuant to section 10 (Standard dividend on consolidated stock) and section 11 (Sliding scale as to price and dividend) of the Order of 1926 or as respects any preference stock be greater than the preferential annual rate of dividend assigned thereto;

(*b*) section 116 of the Companies Clauses Consolidation Act 1845 shall in its relation to the Company be read and have effect as if the words "preceding year" were substituted therein for the words "preceding half-year."

(2) When in respect of any such half-year as aforesaid the directors exercise the powers conferred by subsection (1) of this section the only dividend (if any) to be declared at the next following annual general meeting on any class of stock in the capital of the Company in relation to which such powers were exercised shall be a dividend in respect of the half-year ended next before the date of such annual general meeting at such rate as the Company may approve not exceeding the rate of dividend requisite to enable the Company to pay in the case of consolidated stock the balance of the dividend which pursuant to the said sections can lawfully be paid in respect of the year in which such half-year occurs and in the case of preference stock the balance of the dividend in respect of the year in which such half-year occurs at the preferential annual rate assigned to such stock and section 120 of the Companies Clauses Consolidation Act 1845 shall in its application to the Company be read and have effect accordingly.

(3) Nothing in this section shall be deemed to prevent the application of the reserve fund authorised by section 30 (Power to create a reserve fund out of dividends in excess of the standard rate of dividend and application thereof) of the Act of 1903 in or towards the increasing or payment as therein provided of dividend for any half-year.

Notices of meetings.

29. Notwithstanding anything in the Companies Clauses Consolidation Act 1845 notice of all meetings of the Company (whether ordinary or extraordinary) may (if the directors so determine) be given by letter sent by ordinary letter post to each stockholder instead of by public advertisement Provided that the letters giving the notice shall be directed according to the registered address or other known address of each stockholder and posted not later than seven clear days before the date of the meeting In proving that any such notice has been given it shall be sufficient to prove that the letter containing the notice was properly addressed and posted as a prepaid letter not later than the time hereby prescribed.

Quorum for general meetings.

30. The quorum for a general meeting (whether ordinary or extraordinary) of the Company shall be stockholders holding in the aggregate not less than five thousand pounds in nominal value of the consolidated stock of the Company and being present in person or by proxy in number not less than five.

Number of stockholders who may convene extraordinary meetings.

31. The number of stockholders on whose requisition an extraordinary meeting may be required to be convened shall be five or more stockholders holding in the aggregate not less than five thousand pounds of consolidated stock.

Amendment of section 25 of Order of 1926.

32. Section 25 (As to appointment of proxies) of the Order of 1926 is hereby amended by the substitution for the proviso to that section of the following proviso:—

"Provided that the instrument appointing the attorney or if it has been deposited in the central office of the Supreme Court an office copy thereof shall be transmitted to the secretary of the Company at the same time as the instrument appointing the proxy:"

Votes of joint holders.

33. Notwithstanding anything contained in the Companies Clauses Consolidation Act 1845 where several persons are jointly entitled to and registered as holders of any stock to which voting rights are attached any one of those persons may vote at any meeting either personally or by proxy in respect of the stock as if he were solely entitled thereto but if more than one of the joint holders be present at any meeting personally or by proxy that one of the said persons so present whose name stands first on the register in respect of the stock shall alone be entitled to vote in respect thereof Several executors or administrators of a deceased member in whose name any stock stands shall for the purposes of this section be deemed joint holders thereof.

Voting at general meetings.

34.—(1) Section 76 of the Companies Clauses Consolidation Act 1845 relating to the appointment of proxies shall in its application to the Company have effect as if the

following proviso were added thereto in lieu of the proviso contained in section 2 of the Companies Clauses Consolidation Act 1888 as amended by the Companies Clauses Consolidation Act 1889 viz.:— 51 & 52 Vict. c. 48. 52 & 53 Vict. c. 37.

"Provided that where the shareholder is a body corporate the proxy may be any member or officer of such body though not personally a shareholder in the Company."

(2) Where a body corporate being a holder of consolidated stock or preference stock to which voting rights are attached is present at a meeting of the Company by a proxy who is not a holder of stock in the capital of the Company the proxy shall be entitled to vote for such body on a show of hands.

Proof of majority of votes.

35. At any meeting of the Company a majority of votes shall only be required to be proved if a poll be demanded at the meeting and if a poll be not demanded then a declaration by the chairman that the resolution has been carried and an entry to that effect in the book of proceedings of the Company shall be sufficient and conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution.

Register of stockholders and stockholders' address book.

36. Notwithstanding anything in the Companies Clauses Consolidation Act 1845 it shall not be obligatory upon the Company—

(*a*) to keep separately a register of stockholders and a stockholders' address book if in lieu thereof the Company keep one register only containing such particulars as are required by that Act to be entered in the register of stockholders and the stockholders' address book respectively; or

(*b*) to authenticate by the affixing of their common seal or otherwise the register of stockholders or any register which the Company may keep in lieu thereof under the powers of this section.

Substitution of card index for stockholders' address book.

37. Notwithstanding anything in section 10 of the Companies Clauses Consolidation Act 1845 the Company may substitute for the stockholders' address book provided under that section or for the portion of any register which the Company may keep under the last preceding section of this Act containing such particulars as are required by the said Act to be entered in the stockholders' address book a card or other index (of a type to be approved by the auditors of the Company) containing the names and addresses of the several stockholders of the Company and the said section 10 in its application to the Company shall be read and have effect accordingly.

Address of stockholders abroad.

38. Any registered holder of stock debenture stock or mortgages of the Company of any class whose address is not in Great Britain shall from time to time name an address in Great Britain which shall for the purposes of the Company be deemed to be the address of the holder and shall be entered in the stockholders' address book or any register or card or other index which the Company may keep in lieu thereof under the authority of this Act or any register of debenture stock or mortgages kept by the Company pursuant to section 28 of the Companies Clauses Act 1863 and section 45 of the Companies Clauses Consolidation Act 1845 respectively and it shall not be obligatory on the Company to send any notice to any such holder otherwise than to an address so named.

Closing of transfer books.

39.—(1) The directors may close the register of transfers for a period not exceeding fourteen days previous to the declaration of any interim or other dividend on any stock of the Company and they may close the registers of transfers of mortgages and debenture stock for a period not exceeding fourteen days previous to each date at which the interest thereon shall be payable and the directors may in any such case fix a day for the closing of any register which they are authorised to close under the provisions of this section.

(2) Seven days' notice of the closing of any such register shall be given by advertisement in a newspaper published and circulating in the limits of supply and any transfer of stock or mortgages or debenture stock made or lodged for registration during the time when the register of transfers relating to such stock of security is so closed shall as between the Company and the person claiming under the same but not otherwise be considered as made subsequently to the declaration of any such dividend or the payment of any such interest as the case may be.

Indemnity before issue of substituted certificates &c.

40. Notwithstanding anything in section 13 of the Companies Clauses Consolidation Act 1845 or in any Act or Order relating to the Company the Company shall not be under any obligation to issue a new debenture or mortgage or a new certificate of any stock or debenture stock or a new warrant in respect of interest or dividend in lieu of any debenture mortgage certificate or warrant lost or destroyed or alleged to be lost or destroyed until they have received from the person to whom such new debenture mortgage certificate or warrant is to be issued such indemnity as the directors may require against any and every claim or expense which may be made against the Company or which the Company may incur in respect of such lost or destroyed debenture mortgage certificate or warrant or the debenture mortgage stock debenture stock dividend or interest represented thereby.

Receipts in cases of join holders &c.

41. Where two or more persons are jointly entitled to or are registered in the books of the Company as the joint holders of any stock of any class or description or any mortgage or debenture stock of the Company the receipt of any of such persons shall (if no notice to the contrary be served upon the Company from the other or others of such persons) be a sufficient discharge to the Company for any dividend interest or other sum of money payable in respect of such stock mortgage or debenture stock the receipt whereof is acknowledged by such receipt.

Provisions relating to directors.

42.—(1) The continuing directors may act notwithstanding any vacancy in the number of directors but so that if at any time the number of directors of the Company holding office shall be less than the minimum number prescribed by section 44 (Number of directors) of the Act of 1903 the directors shall not except for the purpose of filling vacancies and allotting stock to any proposed director act so long as the number is below such minimum.

(2) Except in the case of a director retiring by rotation and offering himself or being proposed for re-election no person shall be capable of being elected a director at any meeting of the Company in place either of a director retiring by rotation or of a director dying refusing to act or ceasing to be qualified or being disqualified to act unless notice in writing that such person intends to offer himself or will be proposed for the office of director shall have been given to the secretary or left at the principal office of the Company fourteen days at least before the day of election.

(3) If any director shall be made bankrupt or shall go to reside abroad for a longer period than twelve months or shall become of unsound mind or shall neglect to attend the meetings of directors for a period of twelve months (unless such neglect be occasioned by illness or other reasonable cause allowed by the directors) the office of such director shall become vacant and thenceforth he shall cease from voting or acting as a director.

Directors holding office under or contracting with Company.

43. Notwithstanding anything in the Companies Clauses Consolidation Act 1845 no person shall be disqualified from being a director by reason of his holding any office or place of trust or profit under the Company or by reason of his being directly or indirectly interested in any contract with the Company nor shall any director be required to cease from voting or acting as a director by reason of his accepting any such office or place of trust or profit or becoming directly or indirectly interested in any such contract:

Provided that—

(*a*) in the case of his being or becoming directly or indirectly interested in any contract with the Company whether such interest arises before or after his appointment as a director the nature of his interest in the contract shall be disclosed by him at the meeting of the directors at which the contract is determined on if his interest then exists or in any other case at the first meeting of the directors after the acquisition of his interest or after his appointment; and

(*b*) no director shall as a director vote in respect of any such contract and if he does so vote his vote shall not be counted but this prohibition shall not apply to any contract by or on behalf of the Company to give to the directors or any of them any security by way of indemnity.

For the purposes of proviso (*a*) to this section a general notice in writing given to the directors by one of them to the effect that he is a member of a specified company or firm and is to be regarded as directly or indirectly interested in any contract which may after the date of the notice be made with that company or firm shall be deemed to be a sufficient declaration of interest in relation to any contract so made.

Exercise of minor powers by one director.

44. Section 95 of the Companies Clauses Consolidation Act 1845 shall be deemed to authorise the directors to appoint any one of their body as a committee for the purposes of passing transfers and sealing certificates of any stock or other securities of the Company and of executing any other minor powers exerciseable by the directors.

Receipts of treasurer secretary and managing director to be valid discharges.

45. Receipts in writing signed by the treasurer the secretary or the managing director of the Company for any money effects or property paid or delivered to the Company or any person on their behalf shall effectually discharge the persons paying or delivering the money effects or property from all liability in respect thereof.

Auditors.

46.—(1) The prescribed number of auditors shall be one or two as the Company may from time to time in general meeting resolve but until the Company otherwise resolve the prescribed number of auditors shall be one or the Company may at any time and from time to time appoint any firm of accountants to be the auditors of the Company.

(2) Notwithstanding anything in the Companies Clauses Consolidation Act 1845 the auditors or auditor or if a firm be so appointed as auditors the members of that firm need not hold stock of the Company.

(3) If and so long as a firm appointed under the provisions of this section be the auditors of the Company the provisions of this Act and of any Act incorporated herewith relating to the prescribed number of auditors shall not apply to the Company.

(4) No person or firm of accountants not being a retiring auditor or auditors of the Company shall be eligible to be elected at any general meeting as auditor or auditors of the Company unless notice in writing that such person or firm will be proposed for election as an auditor or auditors of the Company shall have been given to the secretary or left at the head office of the Company not less than ten clear days before the date of the meeting The secretary shall on receipt of any such notice send a copy thereof to the retiring auditor or auditors and during such ten days and the day of election keep a copy of the notice fixed in some conspicuous place in the said office.

(5) If any auditor of the Company die or resign the directors may appoint another auditor in his place and any auditor so appointed shall hold office until the next ordinary meeting.

Supply.

Power to lay pipes in private streets.

47.—(1) The Company may on the application of the owner or occupier of any premises within the limits of supply which abut on any street laid out but not dedicated to public use supply those premises with gas and for that purpose the Gasworks Clauses Act 1847 shall apply as if section 7 of that Act were excepted from incorporation in the Bridgwater Gas Acts and Orders 1903 to 1943 and any highway authority within the meaning of the Local Government Act 1929 which would be the highway authority in respect of such street if it had been dedicated to public use shall be deemed to be (in addition to any other persons) the persons having the control or management of any such street. 19 & 20 Geo. 5. c. 17.

(2) The powers conferred upon the Company by this section shall not be exercised in respect of any street belonging to and forming the approach to any station or depot of a railway company except with the consent of the railway company The said consent shall not be unreasonably withheld and if any difference arises between the railway company and the Company as to whether such consent is in any case unreasonably withheld the difference shall be determined by an arbitrator to be agreed upon by the railway company and the Company or failing agreement to be appointed on the application of either party by the President of the Institution of Civil Engineers The Company in carrying out the works

authorised by this section shall not unreasonably obstruct or interfere with the convenient access to any street.

As to streets outside limits of supply.

48.—(1) The Company may for the purposes of supplying gas to the owner or occupier of any premises within the limits of supply exercise with respect to any street or part of a street outside those limits the like powers of breaking up the same for the purpose of laying maintaining inspecting repairing and renewing pipes as are exerciseable by them with respect to streets within the limits of supply subject nevertheless to the observance of the conditions imposed on the exercise of those powers therein.

(2) Nothing in this section shall entitle or require the Company to supply gas for any premises outside the limits of supply.

(3) In this section the word "street" includes any square court or alley highway lane road thoroughfare or public passage or place.

Further power to lay pipes in private streets.

49.—(1) If pursuant to the provisions of sections 6 to 12 of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes the Company desire to lay or place any pipe or other works in any street laid out and formed but not dedicated to public use and the owner or occupier of the soil or pavement of the street withholds his consent under section 7 of the said Act of 1847 to the laying or placing of the pipe or other works in the street or attaches to his consent terms or conditions which in the opinion of the Company are unreasonable the Company may apply to a court of summary jurisdiction acting for the petty sessional division in which the street is situate to dispense with the consent of such owner or occupier or to amend or annul the terms and conditions attached by the owner or occupier to his consent.

(2) If on any such application by the Company the court is of the opinion that the consent of the owner or occupier has been unreasonably withheld or that the terms or conditions attached by the owner or occupier to his consent are unreasonable the court may by order authorise the Company to lay or place such pipe or other works in the street without the consent of such owner or occupier but subject to such terms and conditions (if any) as the court may by the order prescribe and on the making of the order the Company may exercise with respect to the street the powers of section 6 of the said Act of 1847 but subject to the provisions of sections 8 to 12 of the said Act of 1847 and to the terms and conditions (if any) prescribed by the order:

Provided that in the application of the provisions of the said sections 8 to 12 of the said Act of 1847 to any street which has been laid out and formed but not dedicated to public use the persons having the control or management of the street shall be deemed to include the authority by whom the street would be maintained or repaired if it became a highway repairable by the inhabitants at large and the notice in writing required by the said section 8 and a copy of the plan referred to in section 9 of the said Act of 1847 shall be served on those persons.

(3) The powers conferred upon the Company by this section shall not be exercised in respect of any street belonging to a railway company except with the consent of the railway company The said consent shall not be unreasonably withheld and if any difference arises between the railway company and the Company as to whether such consent is in any case unreasonably withheld the difference shall be determined by an arbitrator to be agreed upon by the railway company and the Company or failing agreement to be appointed on the application of either party by the President of the Institution of Civil Engineers The Company in carrying out the works authorised by this section shall not unreasonably obstruct or interfere with the access to any such street.

(4) Nothing in this section shall limit the powers of the Company under the section of this Act of which the marginal note is " Power to lay pipes in private streets."

Power to lay pipes for ancillary purposes.

50.—(1) The Company may within the limits of supply lay down and repair take up relay or renew mains pipes and culverts for the purpose of procuring conducting or disposing of any oil or other materials used by them in or resulting from the manufacture of gas or any residual products thereof or for any purpose connected with the undertaking and the provisions of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes and for the protection of pipes when laid so far as they are applicable to the purposes of this section shall with any necessary alterations extend and apply to and for the purposes thereof:

Provided that no such main pipe or culvert shall be laid down in any street unless the consent in writing of the persons having the control or management of the street or being responsible for the repair thereof shall first have been obtained but such consent shall not be unreasonably withheld and any difference arising between the Company and such persons shall be determined by arbitration.

(2) Nothing in this section shall limit the powers of the Company under section 30. (Power to lay pipes for ancillary purposes) of the Order of 1926.

Supply of fittings &c. Fittings not to be subject to distress.

51.—(1) The Company may for the purposes of the undertaking purchase sell let for hire fix repair and remove but shall not manufacture engines stoves ranges pipes and other gas fittings for lighting motive power heating ventilating cooking or any other purpose (in this section referred to as "fittings") and may provide all materials and do all work necessary or proper in that behalf and with respect thereto may demand and take such remuneration or rents and charges and make such terms and conditions as may be agreed.

(2) All fittings let by the Company on hire under this section or belonging to the Company but being upon premises of which the Company are not in possession shall whether they be or be not fixed or fastened to any part of any premises in or upon which they may be situate or to the soil under any such premises at all times continue to be the property of and subject to the provisions of the Hire Purchase Act 1938 be removeable by the Company and shall not be subject to distress or to the landlords' remedy for rent of the premises where the same may be or to be taken in execution under any process of any court or any proceedings in bankruptcy against the person in whose possession the same may be provided that such fittings have upon them a distinguishing metal plate affixed to a conspicuous part thereof or a distinguishing brand or other mark conspicuously impressed or made thereon sufficiently indicating the Company as the actual owners thereof.

1 & 2 Geo. 6. c. 53.

(3) For the purposes of this section fittings disposed of by the Company on the terms of payment by instalments shall until the whole of the instalments have been paid be deemed to be fittings let on hire by the Company.

(4) Nothing in this section shall affect the amount of the assessment for rating of any premises upon which any fittings are or shall be fixed.

Recovery of sums due for fittings &c.

52. If the Company commence proceedings against any consumer for the summary recovery of any sum due for a supply of gas any other sum due or payable to the Company by the same consumer in respect of the sale or hire of any apparatus or fittings supplied or provided by them for or in connection with the consumption or use of gas or in respect of the provision of materials and work in connection therewith or the fixing setting up repairing altering maintaining or removal thereof may be included in the same summons

and may be recovered summarily as a civil debt together with the sum due for the supply of gas Provided that the sum so included as aforesaid shall not exceed twenty pounds in any one summons.

Inspection and testing of meters.

53.—(1) The Company's inspectors or servants shall at all reasonable times have access to and be at liberty to inspect take off remove test repair and replace meters which are the property of the Company and meanwhile to fix a substituted meter on the premises such inspection taking off removal testing repairing and replacing to be done at the expense of the Company.

(2) If any meter which is the property of the Company shall have been tested at the request of a consumer in manner provided by regulations made by the Board of Trade or the Minister under the Gas Regulation Act 1920 the expense of changing and testing such meter shall be borne by the consumer unless the meter shall have been found to register erroneously to a degree exceeding the degree permissible under the said regulations in which event such expense shall be borne by the Company.

10 & 11 Geo. 5. c. 28.

For prevention of improper use of gas.

54. If any person supplied with gas by the Company improperly uses or deals with the same so as to interfere with the efficient supply of gas by the Company to any consumer the Company may if they think fit cease to supply gas to such person.

Amendment of section 31 of Order of 1926.

55. Section 31 (As to construction and placing of pipes &c.) of the Order of 1926 is hereby amended as follows:—

(i) in subsection (2) of the said section the following paragraph shall be substituted for paragraph (*a*) thereof—

"(*a*) The Company shall publish once in the London Gazette and once in each of two newspapers circulating within the limits of supply a notice in a form to be approved by the Board of Trade of any application made by them to the Board for approval of any specification which notice shall specify a place within the limits of supply at which a copy of the proposed specification has been deposited for public inspection and shall contain an intimation that any person affected by such proposed specification may make representations in writing to the Board within a period to be specified in the notice; "

(ii) in subsection (3) of the said section the words "at "any time after any such specification has come into "force" shall be inserted after the word "when."

Profit sharing.

Amendments of Order of 1926.

56. The Order of 1926 shall be read and have effect and shall be deemed always to have had effect as if—

(*a*) in section 40 (Power to grant pensions &c.) after subsection (4) thereof the following subsection had been inserted—

" (5) In this section the expression ' employee ' includes a director who is the managing director of the Company and a director appointed under the provisions of section 26 of the Gas Undertakings Act 1934; "

(*b*) in section 41 (Profit sharing) after subsection (3) thereof the following subsections had been inserted—

" (4) The directors may also as part of any such scheme accept on deposit on behalf of any employee any savings or other sums of money belonging to such employee and pay interest thereon out of the revenues of the Company at a rate to be agreed.

" (5) In this section the expression ' employee ' includes a director who is the managing director of the Company and a director appointed under the provisions of section 26 of the Gas Undertakings Act 1934."

Regulations affecting profit sharing scheme.

57. The regulations respectively set forth in Parts I and II of the Second Schedule to this Act shall apply and have effect in relation to (*a*) any consolidated stock or money belonging to any person under the terms of the profit-sharing scheme of the Company existing at the passing of this Act and established under section 41 (Profit sharing) of the Order of 1926 or any other scheme made under that section enabling the employees or any of them to participate in the profits of the Company or to which any person may be entitled under any such scheme and (*b*) any money deposited with the Company by any employee pursuant to any such scheme If there shall be any inconsistency between the said regulations and the provisions of any such scheme the said regulations shall prevail.

Miscellaneous.

Company may acquire patent rights.

58.—(1) The Company may acquire hold and use any patent rights or licences for the use of any inventions in relation to the manufacture supply or distribution of gas or the conversion manufacture or utilisation of residual products obtainable in or arising from such manufacture or from the materials used therein.

(2) The Company may join with the inventor of any invention pertinent to the business of the Company in applying for and obtaining a patent for such invention.

Amendment of section 73 of Act of 1903.

59. Section 73 (Company to pay interest on money deposited as security for gas meter &c.) of the Act of 1903 shall be read and have effect as if the word "four" were substituted for the word "five" therein.

Authentication and service of notices.

60. Any notice to be served by the Company on a person supplied with gas shall be sufficiently authenticated by the signature of the secretary or other officer of the Company for the time being authorised for the purpose in writing by the directors being affixed thereto in writing or in print or by a stamp and any such notice may be served on such person either personally or by sending the same through the post by a prepaid letter addressed to him by name at his last known or usual place of abode or of business or by delivering the same to some inmate at his last known place of abode or business or to any inmate of the premises supplied or if such premises be unoccupied and the place of abode of the person to be served is after proper inquiry unknown it shall in the case of any notice not being a notice to pay any charge be sufficient to affix such notice or a copy thereof upon some conspicuous part of such premises.

Arbitrations.

61. Subject to any express provisions of this Act in respect of any arbitration thereunder the Arbitration Acts 1889 to 1934 or any statutory modification or re-enactment thereof for the time being in force shall apply to every arbitration under this Act.

Recovery of penalties.

62. Save as otherwise by the Bridgwater Gas Acts and Orders 1903 to 1943 expressly provided all offences against any Act or Order from time to time relating to the Company and all penalties forfeitures costs and expenses imposed or recoverable under any such Act or Order or any byelaw made in pursuance thereof may be prosecuted and recovered in a summary manner Provided that costs or expenses except such as are recoverable along with a penalty shall not be recovered as penalties but may be recovered summarily as civil debts.

Recovery of demands.

63. Proceedings for the recovery of any demand made under the authority of any Act or Order from time to time relating to the Company whether provision is or is not made for the recovery in any specified court or manner may be taken in any county court having otherwise jurisdiction in the matter provided that the demand does not exceed the amount recoverable in that court in an action founded on contract or tort.

Several sums in one summons.

64. Where the payment of more than one sum by any person is due under the provisions of any Act or Order from time to time relating to the Company any summons or warrant issued for the purposes of that Act or Order in respect of that person may contain in the body thereof or in a schedule thereto all the sums payable by him.

Application of sections 59 and 60 of Act of 1903.

65. Section 59 (Saving rights of Crown) and section 60 (Works below high-water mark not to be constructed without consent of Board of Trade) of the Act of 1903 shall extend and apply to and for the purposes of this Act as if those sections were subject to the substitution therein of references to the Minister of War Transport instead of to the Board of Trade and with any other necessary modifications re-enacted in this Act.

Application of Emergency Powers (Defence) Acts 1939 and 1940.

2 & 3 Geo. 6. c. 62.
3 & 4 Geo. 6. c. 20.

66. Paragraph (*d*) of subsection (2) and subsection (4) of section 1 of the Emergency Powers (Defence) Act 1939 as amended by subsection (2) of section 1 of the Emergency Powers (Defence) Act 1940 shall have effect as if this Act had been passed before the commencement of the last-mentioned Act.

Repeal.

67.—(1) The following sections of the Bridgwater Gas Act and Orders 1903 to 1926 if and so far as not already repealed by the Gas Undertakings Act 1934 are hereby repealed:—

Act of 1903—

Section 74 (Gas consumers to give notice to Company before removing);

Section 75 (Power to refuse supply to persons in debt for other premises);

Section 77 (Period of error in defective meters):

Order of 1926—

Section 23 (Issue of redeemable debenture stock);

Section 32 (Antifluctuators to be used with gas engines);

Section 33 (Provision of valve where high-pressure air or other gas is used);

Section 35 (Supply of gas where consumer has separate supply);

Section 36 (As to mode of cutting off supply);

Section 37 (Expenses of reconnecting discontinued supply);

Section 38 (Removal of fittings where gas supply discontinued).

(2) The following further sections of the Bridgwater Gas Act and Orders 1903 to 1926 are also hereby repealed:—

Act of 1903—

Section 43 (Closing of transfer books previous to declaring interim dividends);

Section 50 (Contracts not to disqualify for office of director);

Section 55 (Power to purchase lands by agreement Gas not to be manufactured except on lands scheduled);

Section 57 (Power to erect workmen's dwellings);

Section 62 (Power to lay pipes in streets not dedicated to public use);

Section 63 (Company may acquire patent rights);

Section 71 (Power to supply gas fittings &c. for heating and other purposes Fittings not to be subject to distress):

Order of 1926—

Section 17 (Sale of stock by auction or tender);

Section 18 (Power to borrow on mortgage);

Section 24 (Ordinary meetings &c.);

Section 26 (Interim dividends and annual accounts);

Section 29 (Auditors).

For protection of Somerset County Council.

68. Notwithstanding anything contained in this Act the following provisions for the protection of the county council of the administrative county of Somerset shall have effect with reference to the execution by the Company of any works thereunder and to the exercise of the powers of section 39 (Company may contract for supply and purchase of gas in bulk) of the Order of 1926 in addition to any other provisions enuring for their protection and benefit unless otherwise agreed in writing between the Company and the county council:—

(1) In this section—

"the county council" means the council of the administrative county of Somerset;

"highway" means a road vested in or repairable by the county council;

"bridge" means a bridge vested in or repairable by the county council and shall include the road over any such bridge and the approaches thereto and any culvert forming part thereof;

"apparatus" means apparatus of the Company and includes any pipe or other work of the

Company but save for the purposes of subsection (6) of this section does not include a service pipe;

" the county surveyor " means the surveyor to the county council:

(2) All apparatus (other than replacements of existing apparatus in the same position as the apparatus replaced) to be laid in or along any highway or in or upon or across any bridge shall be laid in such position in or where practicable at the side of such highway or in or upon or across or on the outside of such bridge as the county council in writing under the hand of the county surveyor may reasonably direct Provided that if the county council give no directions—

(*a*) in the case of any such extension of any main or branch main as is referred to in subsection (3) of this section before the expiration of a period of seven days; and

(*b*) in any other case before the expiration of a period of fourteen days;

after the delivery to the county surveyor of the plan required by section 9 of the Gasworks Clauses Act 1847 the county council shall be deemed to have given directions for the apparatus shown thereon to be laid in the positions in or at the side of the highway or in or upon or across or on the outside of the bridge shown on the said plan:

(3) Section 8 of the Gasworks Clauses Act 1847 shall be read and have effect as if (save as respects service pipes) the period of fourteen clear days were referred to therein instead of the period of three clear days in the said section mentioned and the notice mentioned in the said section shall be given to the county surveyor Provided that—

(*a*) where the extension of any main or branch main does not exceed thirty yards in length the said notice shall be a seven days' notice;

(*b*) this subsection shall not apply in the case of emergency:

(4) The plan required by section 9 of the Gasworks Clauses Act 1847 shall be delivered (except in cases of emergency) to the county surveyor by the Company with the notice referred to in the preceding subsection of this section and shall (where applicable) be accompanied by a section of the proposed works:

(5) The Company shall not interfere with the structure of any bridge except with the consent in writing of the county surveyor which consent shall not be unreasonably withheld:

(6) Nothing in this Act shall interfere with the right of the county council to alter the level of deviate widen reconstruct or improve any highway in or along which any apparatus shall have been laid or to repair remove widen alter or rebuild any bridge in or upon or across or attached to which any apparatus is carried in the same manner as if this Act had not been passed and in the event of any such alteration deviation widening reconstruction improvement repair removal or rebuilding as aforesaid being intended by the county council in such manner as reasonably to require the alteration of any such apparatus the Company may and (on receiving notice in writing under the hand of the clerk of the county council or the county surveyor so to do) shall with all convenient speed alter the position of any such apparatus in such manner and to such extent as may be agreed between the Company and the county council or as failing such agreement shall be determined by arbitration as hereinafter provided Provided that—

(*a*) during such alteration deviation widening reconstruction improvement repair removal or rebuilding as aforesaid the county council shall free of cost afford all reasonable facilities for the Company temporarily to carry or accommodate any such apparatus so as not to interrupt the continuous supply of gas or to diminish the pressure of such supply through such apparatus and subject as in this subsection next provided the county council shall repay to the Company the cost of and incidental to any such alteration of position as aforesaid;

(*b*) if in lieu of altering the position of any such apparatus the Company shall lay down or place in an altered or new position apparatus of greater capacity than the then existing apparatus (in this subsection referred to as "the old apparatus") or substitute new apparatus of not greater capacity than but in lieu of the old apparatus the amount (in this subsection referred to as "the gross amount") which would but for this proviso be payable by the county council under the preceding proviso of this subsection shall be reduced to an

amount to be agreed upon between the county council and the Company or failing such agreement determined by arbitration as hereinafter provided such amount being—

(i) in the case of apparatus of such greater capacity as aforesaid a sum bearing to the gross amount the proportion which the capacity of the old apparatus bears to such greater capacity; or

(ii) in the case of substituted apparatus a sum bearing to the gross amount the proportion which the effective life of the old apparatus bears to that of the substituted apparatus:

(7) (*a*) All works shall be so executed by the Company that so far as reasonably practicable the traffic on any highway or over any bridge shall not be impeded or interfered with and the Company shall not open or break up at any one time a greater continuous length of the carriageway of any highway than shall be reasonable;

(*b*) Where the Company propose to break up any highway or the surface of any bridge for the purpose of laying any consecutive lengths of main exceeding one hundred yards the notice referred to in subsection (3) of this section shall be accompanied by a statement of the lengths of carriageway which the Company propose to break up at one and the same time and the space which it is proposed shall be left between any two consecutive openings If the county surveyor considers that any length of carriageway to be broken up is too long or that any space to be left between two consecutive openings is not sufficient and notifies the Company accordingly within fourteen days of the receipt by the county surveyor of the said statement the matter shall unless the same shall be agreed between the Company and the county surveyor be referred forthwith to arbitration under the provisions of this section:

(8) If at any time when the Company are about to lay renew or replace any apparatus in along upon or across any highway or bridge the county council shall give notice in writing under the hand of their clerk or the county surveyor to the Company requiring the Company so to do the Company shall in accordance with the reasonable directions and to the reasonable satisfaction of the county surveyor after such apparatus has been laid renewed or re-

placed restore so much of such highway or the carriageway or footway over such bridge as shall be broken up or damaged by the Company to the condition in which it was immediately before such breaking up and the Company shall make good any subsidence of so much of the highway or of the carriageway or footway over the bridge as was so broken up or damaged which may occur at any time within three months after the completion of the restoration of the same but shall not be under any liability to make good or bear the cost of making good any such subsidence which may occur after the expiration of the said period of three months unless such subsidence shall occur within the three months next after such expiration and unless it is proved by the county council that it was due to the act or default of the Company:

(9) The county council in lieu of giving the notice referred to in subsection (8) of this section may by notice in writing under the hand of the clerk of the county council or the county surveyor given to the Company when the Company are about to lay renew or replace any apparatus intimate that the county council intend (subject in the case of any highway to the consent of the Company) themselves to restore the surface of such portion of the highway or of the carriageway or footway over the bridge as has been broken up or damaged by the Company and in the event of the county council giving such notice (and in the case of any such highway the Company intimating their consent as aforesaid) the following provisions shall apply:—

(i) As soon as the apparatus shall have been laid renewed or replaced by the Company the Company shall give notice in writing thereof to the county council and the county council shall restore the surface of so much of such highway or the carriageway or footway over such bridge as has been broken up or damaged by the Company to the condition in which it was immediately before such breaking up and thereafter maintain the same for and during such period as the Company are liable to keep the same in repair under the Gasworks Clauses Act 1847 provided that the subsoil shall have been first prepared and made suitable by the Company for the laying thereon of material with which the surface is to be restored but this proviso shall not relieve the county council from

liability under paragraph (iv) of this subsection in the event of the Company having omitted to do the work contemplated by such proviso unless the county council shall have given notice in accordance with paragraph (iii) of this subsection The county council shall not be bound to commence the work of restoration until five days after the apparatus shall have been laid renewed or replaced;

(ii) The Company shall pay to the county council the cost of restoring the surface of so much of such highway or the carriageway or footway over such bridge as has been broken up or damaged by the Company such cost to be ascertained in accordance with the prices stated in a schedule to be agreed from time to time between the Company and the county council or failing agreement to be determined in accordance with the provisions of subsection (11) of this section The cost of the subsequent maintenance of such highway or the carriageway or footway over such bridge shall be borne by the county council;

(iii) In case the Company shall fail to prepare and make suitable the subsoil as aforesaid the county council may by notice in writing to be given within the period of five days referred to in paragraph (i) of this subsection call upon the Company so to prepare the same and if the Company do not within twenty-four hours thereafter (exclusive of any Sunday) commence to comply with such notice the county council may if they think fit cause the subsoil to be rammed or otherwise prepared and made suitable and the reasonable expenses thereof and of removing and reinstating and making good the surface if disturbed for the purpose of ramming preparing and making suitable the subsoil shall be paid to the county council by the Company;

(iv) The county council shall hold the Company harmless and keep them indemnified against all actions suits claims and demands which may be made or brought by persons for personal injuries or damage to their effects whilst using a highway upon or against the Company in consequence of or arising out of any want of repair of any highway or the carriageway or footway over any bridge which shall have been broken up by the Company and the surface of which shall have been restored

by or ought to have been restored by the county council under and in pursuance of the provisions of this subsection as from the time when the county council commence or ought under and in pursuance of the provisions of this subsection to have commenced to execute such restoration it being the intention and meaning of this subsection that all liability within the meaning of this subsection to third parties shall be taken over by the county council at the expiration of five days from the receipt of a notice given by the Company under paragraph (i) of this subsection or (if notice shall have been given by the county council under paragraph (iii) of this subsection) at the time when all necessary work shall have been done by the Company or the county council in pursuance of that paragraph:

(10) So much of any road or roads constructed by the Company upon the lands described in the First Schedule to this Act as shall provide for access to and from those lands from and to the trunk road A38 in the borough of Bridgwater across the eastern boundary of those lands abutting upon the western boundary of the said road shall be so laid out as to avoid (so far as may be reasonably practicable) danger to traffic along the said road and shall be constructed in accordance with plans and particulars to be furnished by the Company prior to the commencement of the construction thereof to and to be reasonably approved by the county council:

Provided that if the county council fail within twenty-eight days after the receipt by them of the said plans and particulars to express in writing their disapproval thereof and the grounds of such disapproval or signify in writing their requirements in relation thereto they shall be deemed to have approved thereof:

(11) If any difference at any time arises between the county council or the county surveyor and the Company touching this section or anything to be done or not to be done thereunder such difference shall be referred to and determined by an arbitrator to be agreed upon between them or failing such agreement to be appointed on the application of either party by the President of the Institution of Civil Engineers:

2ND SCH. —*cont.*

(12) Such of the provisions of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes as are inconsistent with the provisions of this section shall cease to apply as between the county council and the Company.

As to trunk roads.

69. The provisions of the section of this Act of which the marginal note is "For protection of Somerset County Council" (except subsection (10) thereof) shall apply with respect to the execution by the Company of any works thereunder in or affecting any trunk road or any bridge over which a trunk road passes subject to the following modifications:—

(*a*) For references to the county council or to the county surveyor there shall be substituted references to the Minister of War Transport;

(*b*) For references to a highway there shall be substituted references to a trunk road;

(*c*) For references to a bridge there shall be substituted references to a bridge over which a trunk road passes;

(*d*) In subsection (2) of the said section the words "under the hand of the county surveyor" shall be omitted;

(*e*) In subsection (6) the words "under the hand of the clerk of the county council or the county surveyor" shall be omitted;

(*f*) In subsection (8) the words "under the hand of their clerk or the county surveyor" shall be omitted;

(*g*) In subsection (9) the words "under the hand of the clerk of the county council or the county surveyor" shall be omitted and the words "intends" "himself" and "he" shall be substituted for the words "intend" "themselves" and "they" respectively.

Costs of Act.

70. All costs charges and expenses of and incident to the preparing for obtaining and passing of this Act or otherwise in relation thereto shall be paid by the Company and may in whole or in part be charged against revenue.

The SCHEDULES referred to in the foregoing Act.

FIRST SCHEDULE.

LANDS FOR MANUFACTURE OF GAS.

A piece or parcel of land in the borough of Bridgwater in the county of Somerset containing by admeasurement 13.634 acres or thereabouts being the enclosures numbered 19 20 33 and 34 on the 1/2500 Ordnance map of Somerset sheets Nos. L.7 and L.11 (edition of 1930).

SECOND SCHEDULE.

REGULATIONS AFFECTING PROFIT-SHARING SCHEME.

PART I.

REGULATIONS AS TO DISPOSAL OF CONSOLIDATED STOCK &C.

Definitions.

1. In these regulations "the trustees" and "the secretary" respectively mean the trustees appointed under and the secretary of any scheme for the time being in force enabling the employees or any of them to participate in the profits of the Company "appointor" means any person entitled to make a nomination under clause 2 of this Part of this Schedule "deposits" means and includes any bonus to which the appointor may be entitled under the co-partnership rules and any accumulation of dividends and interest savings and other sums of money of any appointor credited to his account or due to him under any such scheme "nominee" means any person named in a nomination made under this Schedule "beneficiary" means any nominee and any person entitled under clause 7 of this Part of this Schedule to be registered as holder of any consolidated stock or to be paid any deposits and any references to the "value" of consolidated stock shall be deemed to refer to the market price of such stock at the date on which the value of the consolidated stock is required to be determined or if there is no such market price then the fair value of such stock at that date to be determined by the Company's auditors.

Disposal of consolidated stock and deposits by nomination.

2. Subject to and in accordance with the regulations set forth in Part II of this Schedule any person entitled to any consolidated stock under any such scheme as aforesaid or having any bonus accumulation of dividends and interest savings or other sums of money left in the hands of or deposited with the Company under any such scheme may if he be of the age of sixteen years or upwards nominate any person who on the death of the appointor shall subject to the

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provisions of this Schedule be entitled to be registered as holder of any consolidated stock and to be paid any deposits to which the appointor shall be entitled at his death to the extent of a total value of not exceeding one hundred pounds.

Revocation of nominations.

3.—(1) Any nomination made under the provisions of this Schedule may be revoked in manner mentioned in Part II of this Schedule but shall not be revocable or variable by the will of the appointor or any codicil thereto.

(2) The marriage of an appointor shall operate as a revocation of any nomination made by him before such marriage.

(3) The death of a nominee in the lifetime of the appointor by whom he has been nominated shall operate as a revocation of the nomination to the extent to which the same relates to the deceased nominee.

Proceedings on death of appointor.

4. After the expiration of one month from the death of an appointor who has made a nomination in force at his death the directors or the trustees (as the case may require) shall subject to the provisions of this Schedule give effect to such nomination and shall in accordance with the directions of the nomination but subject to the limit mentioned in clause 2 of this Part of this Schedule register the nominee as holder of the consolidated stock and pay to the nominee the deposits to which the appointor was entitled at his death or as the case may be the portion of the consolidated stock and deposits comprised in the nomination Provided that if the directors or trustees receive notice of any claim of a creditor of the deceased appointor before the expiration of one month from his death they shall retain the whole amount of the consolidated stock and deposits comprised in the nomination or a sufficient amount thereof to satisfy the claim (whichever amount shall be the less) until the said claim has been satisfied disproved or withdrawn.

Legality of acts done in ignorance of marriage of appointor.

5. Where the directors or trustees have registered consolidated stock in the name of or paid deposits to a nominee in ignorance of a marriage of the deceased appointor contracted after the nomination the registration shall be deemed to have been lawfully made and the receipt of the nominee shall be a valid discharge for any sum so paid and neither the directors nor the trustees shall be under any liability to any other person claiming such consolidated stock or deposits.

Nominations to take effect as regards consolidated stock in priority to deposits.

6. If the directors or trustees are restricted under the provisions of this Schedule from giving effect to any nomination made by a deceased appointor and in force at his death relating to both consolidated stock and deposits to the whole extent thereof they shall primarily give effect thereto to the extent to which it relates to consolidated stock.

Disposal in case of no nomination.

7.—(1) If any appointor shall die without having made any nomination under this Schedule in force at his death and the total value of the consolidated stock and deposits to which he is entitled at his death does not exceed one hundred pounds and probate of the will of the appointor or letters of administration to his estate are

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not produced within such time (not being less than one month after his death) as the directors think reasonable then at the expiration of such time the directors or the trustees (as the case may require) shall subject to the provisions of this Part of this Schedule register the consolidated stock in the names of and pay the deposits to—

(*a*) the widow (if any) of the deceased appointor;

(*b*) if there be no widow the person entitled in distribution to the residuary estate of the appointor in accordance with the provisions of paragraphs (i) to (v) of subsection (1) of section 46 of the Administration of Estates Act 1925 and in default of any such person to the Solicitor for the Affairs of His Majesty's Treasury; 15 Geo. 5. c. 23.

(*c*) in any event if the directors think fit any person who has paid the funeral expenses of the appointor up to an amount not exceeding the total amount of such expenses:

Provided that—

(i) in every case where the deceased appointor has left no widow and the persons entitled under the said Act are more than two the directors may if they think fit sell the consolidated stock and distribute the proceeds (after deducting the proper expenses of such sale and distribution) among such persons in the shares in which they are entitled under the said Act and for the purposes of such sale the directors may by a resolution authorise the secretary to execute the transfer of the consolidated stock to the purchaser thereof; and

(ii) if the directors or trustees receive notice of any claim of a creditor of the deceased appointor before the expiration of one month from the death of the appointor they shall retain the whole amount of the consolidated stock and deposits of the deceased appointor in their hands or a sufficient amount thereof to satisfy the claim (whichever amount shall be the less) until the said claim has been satisfied disproved or withdrawn.

(2) The provisions of this clause shall also apply in the case of the death of any appointor being entitled at his death to consolidated stock and deposits of a total value not exceeding one hundred pounds who has made a nomination in force at his death where such nomination relates to a portion only of such stock and deposits but in such case the provisions of this clause shall extend only to the portion of such stock or deposits to which the nomination does not relate.

(3) Any registration of consolidated stock or payment of deposits or the proceeds of any sale made either (*a*) under the foregoing provisions of this clause in the name of or to any person who at the time appears to the directors to be entitled to such stock deposits or proceeds under such provisions or (*b*) under the provisions of clause 9 or clause 10 of this Part of this Schedule in the name of or to any person on behalf of or for the benefit of or as trustee for any person who at the time appears to the directors to be so entitled as aforesaid and any sale of consolidated stock to a bona fide purchaser made by the directors under the provisions of this clause

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shall be valid and effectual against any demand made upon the Company or the directors or the trustees by any other persons Provided nevertheless that the legal personal representatives of the deceased appointor shall have remedy for the recovery of such consolidated stock deposits or proceeds against the person in whose name the same shall have been registered or to whom the same shall have been paid but nothing in this proviso shall confer upon any person any such remedy against a bona fide purchaser of such stock or against the widow of a deceased appointor or shall confer upon any person on behalf of or for the benefit of or in trust for whom such stock deposits or proceeds have been so registered or paid any such remedy against the person in whose name or to whom the same have been registered or paid.

Provision as to small sums of stock.

8. In any case where under the provisions of this Schedule any beneficiary would be entitled to be registered as the holder of less than ten pounds of consolidated stock or of any amount of such stock exceeding ten pounds but including a fractional part of a pound it shall be lawful for the directors in lieu of registering such beneficiary as holder of such sum of stock less than ten pounds or (as the case may be) such fractional part of a pound to pay him a sum in cash equal to the value of such amount of stock or fractional part of stock on the date of the death of the appointor who was previously entitled to the stock and the trustees shall if so required by the directors forthwith repay such sum to the directors out of any moneys in their hands and such amount of stock or fractional part of stock shall forthwith be registered in the names of the trustees.

Provisions as to beneficiaries under sixteen.

9. Where any beneficiary is under the age of sixteen years and it is proved to the satisfaction of the directors that funds are needed for the maintenance education or benefit of such infant the directors or the trustees (as the case may require) may notwithstanding any other provisions of this Part of this Schedule register the consolidated stock and pay the deposits to which the beneficiary is entitled or any part thereof in the name of or to any person who may satisfy the directors that he will apply any money so paid to him or received by him from the sale of or as dividend bonus or otherwise on such stock for the maintenance education or benefit of such beneficiary and the receipt of such person shall be a good discharge to the directors and trustees for any sums so paid.

Directors may appoint trustees for beneficiaries under sixteen.

10. Where any beneficiary is under the age of sixteen years it shall be lawful for the directors by resolution to appoint any person whom they think fit to act as a trustee for such beneficiary and thereupon the directors or the trustees (as the case may require) shall notwithstanding any other provisions of this Part of this Schedule register the consolidated stock and pay the deposits to which the infant beneficiary is entitled or any part thereof in the name of or to such person and such person shall so far as is necessary apply the deposits and any dividends bonuses or interest on the stock or deposits or shall sell the stock or any part thereof and apply the proceeds of such sale for the maintenance education or benefit of the beneficiary and the receipt of such person shall be a good discharge to the directors and trustees for any sums so paid Provided always that if and when the beneficiary attains the age of sixteen years the

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person so appointed shall transfer or pay to the beneficiary any stock deposits dividends bonuses interest or proceeds of sale then held by such person on behalf of the beneficiary.

Power to infant beneficiaries over sixteen.

11.—(1) When any beneficiary is an infant but over the age of sixteen years it shall be lawful for the infant to sell and transfer any consolidated stock to which he is entitled to the Company or the trustees at the value thereof.

(2) The receipt of any beneficiary who has attained the age of sixteen years shall be a good discharge for any sum paid to him under any of the provisions of this Schedule notwithstanding that such beneficiary has not attained the age of twenty-one years.

Estate duty payable in certain cases.

12.—(1) If the principal value of the estate in respect of which estate duty is payable of any deceased appointor exceeds one hundred pounds any consolidated stock and deposits to which he is entitled at his death shall be liable to estate duty as part of the property on which that duty is charged and the directors before dealing with or disposing of the same under the provisions of this Schedule may require a statutory declaration by a beneficiary that such principal value does not exceed one hundred pounds.

(2) Nothing in this clause shall render the directors or the trustees accountable for the payment of the estate duty in respect of any consolidated stock deposits and other moneys which they have registered paid over distributed or otherwise disposed of in accordance with the provisions of this Schedule.

As to consolidated stock and deposits exceeding one hundred pounds.

13. Notwithstanding anything in this Schedule if the total value of the consolidated stock and deposits to which the appointor was entitled at his death exceeds one hundred pounds the directors or the trustees shall before registering the stock in the name of or making any payment to any person other than the legal personal representative of the deceased appointor to an extent greater than three-fourths of the total value of such stock and deposits require production of a certificate from the Commissioners of Inland Revenue of the payment of the estate duty and a duly stamped receipt for the succession or legacy duty payable in respect of the stock and deposits or a certificate from the said Commissioners stating that no such duty is payable thereon and the Commissioners shall give such certificate on receipt of payment of the duty or satisfactory proof that such duty has been paid or that no such duty is payable as the case may be.

PART II.

REGULATIONS AS TO NOMINATIONS.

1. A nomination shall be in writing in the form prescribed by the directors and shall be signed by the appointor in the presence of a witness.

2. A nomination may be revoked by the appointor by a subsequent nomination made and registered in accordance with these regulations or by writing under his hand signed in the presence of a witness.

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3. A nomination or a revocation shall be sent by post to or left at the office of the secretary during the lifetime of the appointor.

4. A nomination or a revocation when received by the secretary shall be registered by him forthwith and the receipt thereof shall be acknowledged but the secretary may refuse to register a nomination or a revocation which does not comply with these regulations.

5. A nomination or a revocation which does not comply with these regulations or has not been received by the secretary shall not have any validity or effect.

6. A nomination may relate to the whole of the consolidated stock and deposits to which the appointor may be entitled or to part only thereof.

7. Except where otherwise stated a nomination shall be deemed to extend to all consolidated stock and deposits to which the appointor is entitled at the time of his decease up to a total value not exceeding one hundred pounds but an appointor may in a nomination expressly exclude any part of such stock or deposits from the operation of such nomination.

8. A nomination may be in favour of one person or of several persons and in the latter case may subject as hereinafter mentioned direct that on the death of the appointor the consolidated stock shall be registered in the name of and the deposits shall be paid to one or more of the nominees or that the nominees shall be registered as owners of the consolidated stock and shall take the deposits respectively in specified shares or may give directions to both effects Provided that it shall not be lawful for a nomination to direct that stock shall be registered in the names of more than two persons as joint holders.

9. No person who witnesses the signature of an appointor to a nomination shall take any benefit under such nomination.

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