ANNO QUINTO

# VICTORIÆ REGINÆ.

Sess. 2.

## *Cap.* xxxix.

## An Act for regulating legal Proceedings by or against "The *Cwm Celyn* and *Blaina* Iron Company," and for granting certain Powers thereto.

[18th *June* 1842.]

WHEREAS a Number of Persons by and under Two Indentures or Deeds of Settlement, bearing Date respectively the First Day of *December* One thousand eight hundred and thirty-eight, and the Second Day of *October* One thousand eight hundred and thirty-nine, formed themselves into a Company by the Name of "The *Cwm Celyn* and *Blaina* Iron Company," for the Object or Business of erecting and establishing Iron Works in, upon, and under the Premises in the said Indentures mentioned and referred to, and of working the same to the best possible Advantage, and also for carrying into effect such other Purposes connected therewith or relating thereto, as in the Indentures are mentioned and set forth: And whereas Difficulties have arisen and may hereafter arise in legal Proceedings by or against the said Company, since by Law all the Members for the Time being of the said Company must be named in such Proceedings: And whereas it is expedient that the said Com-

pany should be rendered capable of suing and being sued in the Name of some one Individual as a nominal Party to such legal Proceedings, and that further Powers should be granted to the said Company; but the same cannot be effected without the Aid and Authority of Parliament: May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, That in all Actions, Suits, and other legal Proceedings, other than Proceedings of a criminal Nature, and in all Proceedings in Lunacy, Bankruptcy, or Insolvency, whether by way of or under or arising out of any Petition, Fiat, or, in *Scotland*, Sequestration, or otherwise, to be hereafter instituted or prosecuted by or on behalf of the said Company, either alone or jointly with any other necessary Parties, it shall be sufficient to state and to proceed or act in the Name of the Secretary or One of the Directors for the Time being of the Company, or in the event of there being no Secretary or Director of the Company, then in the Name of One of the Shareholders for the Time being of the said Company, as the nominal Plaintiff or Agent representing the Company in such Proceedings; and that in all Actions, Suits, and other legal Proceedings to be hereafter instituted or prosecuted against the Company, either alone or jointly with any other necessary Parties, it shall be sufficient to state the Name of the Secretary, or some one of the Directors for the Time being of the Company, or in the event of there being no Secretary or Director of the Company, then to state the Name of some one of the Shareholders, as the nominal Defendant representing the Company in such Proceedings: Provided always, that any Party suing the Company may, if he think fit, join any Shareholders of the Company, or Persons who shall have been Shareholders of the Company, together with such nominal Party, as Defendants in Equity, for the Purpose of Discovery or in case of Fraud.

The Company may sue and be sued in the Name of the Secretary or of any Director.

II. And be it enacted, That the Death, Resignation, or Removal of any such nominal Party shall not abate or prejudice any such Action, Suit, or other Proceeding against or by or on behalf of the Company; but the same may be continued, prosecuted, and carried on in the Name of any other Secretary or Director of the Company, or, in the event of there being no Secretary or Director, then in the Name of any Shareholder of the Company.

Death of Officer suing not to abate the Suit.

III. And be it enacted, That no Action, Suit, or other Proceeding by or against the Company shall be in anywise affected by reason of the Defendant or Plaintiff therein being a Shareholder or former Shareholder of the Company; but any such Shareholder, either alone or jointly with any other Person, as against the Company, or the Company as against any such Shareholder, either alone or jointly with any other Person, shall have the same Rights and Remedies in respect of any Cause of Action, Suit, or other Proceeding whatever, which such Shareholder or Company might have had if such Cause of Action, Suit, or other Proceeding had arisen with a Stranger.

Actions by or against Shareholders.

IV. And

Plea in bar of former Suit.

IV. And be it enacted, That the Decision in any Action, Suit, or other Proceeding by or against any such nominal Party, in which the Merits in respect of the Demand thereby sought to be enforced shall have been tried and determined, may be pleaded in Bar of any other Action, Suit, or other Proceeding for the same Demand by or against the Company, or any other such nominal Party as aforesaid.

Officer suing not incapacitated as a Witness.

V. And be it enacted, That the Secretary of the Company shall not, by reason of his being such nominal Party in any Action, Suit, or other Proceeding instituted or prosecuted under the Authority of this Act, be incapacitated from being a Witness in any such Action, Suit, or other Proceeding, if in other respects admissible.

Bankruptcy of Officer suing not to affect the Suit.

VI. And be it enacted, That the Bankruptcy, Insolvency, or stopping Payment of any such nominal Party, or of any Shareholder of the Company in his individual Capacity, shall not be construed to be the Bankruptcy, Insolvency, or stopping Payment of the Company, nor shall in any way abate or prejudice any such Action, Suit, or other Proceeding as aforesaid; and notwithstanding such Bankruptcy, Insolvency, or stopping Payment, such Action, Suit, or other Proceeding may be continued in the Name of such nominal Party, and the Property and Effects of the Company shall in all respects be liable in the same Manner as if such Bankruptcy, Insolvency, or stopping Payment had not taken place.

Judgment or Decree to be enforced against the Company and the Shareholders.

VII. And be it enacted, That every Judgment, Decree, or Order of any Court of Justice in any Proceeding against any such nominal Party as aforesaid, and every Execution issued thereon against such nominal Party, his Estate, Property, or Effects, as such nominal Party, may be lawfully executed against and shall have the like Effect on the Estate, Funds, and Property of the Company, and upon the Person, Estate, Funds, and Property of every Shareholder thereof, as if every individual Shareholder had been by Name a Party to such Proceedings.

Execution against the Shareholders.

VIII. And be it enacted, That it shall be lawful for the Plaintiff to cause Execution upon any Judgment, Decree, or Order obtained by him in any Action, Suit, or other Proceeding against any such nominal Party as aforesaid, to be issued against all or any of the Shareholders for the Time being of the Company, such Shareholders or Shareholder having been first served with a Writ of Scire facias; and if such Execution shall be ineffectual to obtain Satisfaction of the Sums sought to be recovered thereby, then it shall be lawful for him to cause Execution to be issued against any Person who was a Shareholder of the Company at the Time the Contract was entered into upon which such Action, Suit, or other Proceeding shall have been instituted; but no such Execution against any Person having ceased to be a Shareholder shall be issued without Leave first granted by the Court in which such Judgment, Decree, or Order shall have been obtained, upon Motion in open Court, and after Notice of such Motion given to the Person sought to be charged.

IX. And

Secretary or Director against whom Judgment is obtained to be indemnified for what he may be compelled to pay out of the Funds and Property of the Company.

IX. And be it enacted, That every Secretary or Director or Shareholder in whose Name any Suit or other Proceeding under this Act shall be commenced, prosecuted, or defended, and every Shareholder and other Person who may be included as a Defendant in any Bill or other Proceeding in any Court of Equity as herein-before provided, and every Shareholder and Person who shall have been a Shareholder in the Company against whom any Execution shall be executed or issued as aforesaid, and every Person advancing or paying any Money or suffering any Loss or Damage on account of the Debts, Engagements, Liabilities, Acts, Deeds, or Defaults of the Company, or entered into for the Benefit or in furtherance of or for the Purposes of the Company, shall be reimbursed and fully repaid, out of the Funds and Property of the Company, all such Money, Loss, and Damage, and also all such Costs, Charges, Sum of Money, Losses, Damages, and Expences, as by the Event of such Action, Suit, or Proceeding, or otherwise in relation thereto, he shall be put unto or become chargeable with; and if the Funds or Property for the Time being of the Company shall be ineffectual or inadequate for the Payment of such Sum of Money, Costs, Charges, Losses, Damages, and Expences in full, then the Deficiency (except in the Case of Payments or Monies made or recovered by way of Contribution as herein-after provided) shall be made good by the Shareholders for the Time being in the Company.

Individuals paying under Execution to recover against the Company.

X. And be it enacted, That if any such Execution be issued and executed against any present or former Shareholder of the Company, and if within Fourteen Days next after the levying of such Execution he be not reimbursed, on Demand, out of the Funds or Property of the Company, all such Monies, Damages, Costs, and Expences as he shall have paid or incurred in consequence of such Execution, it shall be lawful for such Shareholder, or his Executors or Administrators, to sue out new or further Execution in the Name of the Plaintiff in such Action, and this notwithstanding Satisfaction of such Judgment may have been previously entered against such nominal Defendant, his Estate or Effects, and to execute the same against the Estates, Funds, and Property of the Company, upon the Judgment, Decree, or Order on which Execution may have been issued or executed against him, and thereby raise and pay what he may have been compelled to pay by means of such original Execution, together with Interest thereon, and his Costs, Damages, and Expences in that Behalf sustained, the Amount whereof shall be ascertained and certified by One of the Masters or other Officer of the Court out of which such Execution shall issue; and the Name of the Shareholder issuing such Writ shall be endorsed thereon as the Party causing the same to be issued.

Contribution to be recovered from other Shareholders.

XI. And be it enacted, That if such Shareholder or former Shareholder of the Company be not by the Means aforesaid fully paid all such Monies, with Interest, Damages, Costs, and Expences, as he shall have paid, lent, advanced, or incurred as aforesaid, it shall be lawful for him, his Executors or Administrators, to divide the Amount thereof, or so much thereof as he shall not have been reimbursed, into

as many equal Parts as there shall then be Shares in the Capital of the Company (not including Shares then under Forfeiture); and every Shareholder for the Time being of the Company, and the Executors or Administrators of every deceased Shareholder, shall, in proportion to the Number of Shares which they may hold in the Company, pay One or more of such Parts, upon Demand, to such Shareholder, or to his Executors or Administrators; and upon Neglect or Refusal so to pay, it shall be lawful for such Shareholder, his Executors or Administrators, to sue for and recover the same against the Shareholder, or the Executors or Administrators of any Shareholder, who shall so neglect or refuse as aforesaid, in any of Her Majesty's Courts of Record at *Westminster*, or in any other Court having Jurisdiction in respect of such Demand.

Contribution from former Shareholders.

XII. And be it enacted, That if any such Director, Trustee, Shareholder, or former Shareholder, his Executors or Administrators, shall, by reason of the Inability of the Shareholders for the Time being, or from any other Cause, but without any Neglect or wilful Default on his own Part, be prevented from recovering the whole of the said Monies which shall have been so paid by him on account of the Company as aforesaid from the said Shareholders of the Company for the Time being, it shall be lawful for him to recover the Amount of all such Monies as shall remain unrecovered and unpaid, by the Means aforesaid, from the Persons who were Shareholders of the Company at the Time when the Contracts, Engagements, or Liabilities in respect of which he shall have paid the said Monies on account of the Company were entered into or formed, and also from the Executors and Administrators of every such deceased Shareholder; and that all such Monies as shall so remain unrecovered and unpaid from the Shareholders for the Time being shall be declared to have been advanced and paid to and for the Use and at the Request of the said Shareholders of the Company at the Time when the said Contracts, Engagements, or Liabilities were entered into or formed, not jointly, but severally, and respectively in the Proportion of the Number of Shares then held by each such Shareholder, and shall be recoverable from such last-mentioned Shareholders, and from the Executors or Administrators of such of them as shall be dead, by the same Remedies, Ways, and Means, and in like Proportions and Manner in all respects, as are herein-before provided for the Recovery of the same from the Shareholders for the Time being.

Further Remedy in case of Bankruptcy, &c. of Company's Shareholders.

XIII. And be it enacted, That if the Shareholder or former Shareholder against whom any such Execution shall have issued, his Executors or Administrators, shall, by reason of the Bankruptcy or Insolvency of any Shareholder, or from any other Cause, but without any Neglect or wilful Default on his own Part, be prevented from recovering any Proportion of the Monies, Costs, or Expences which he shall have so paid or incurred, it shall be lawful for him, his Executors or Administrators, again to divide the Amount of all such Monies, Costs, and Expences as shall not have been recovered by him or them, into as many equal Parts as there shall then be Shares in the Capital of the Company (not including the Shares then under Forfeiture), except the Shares in respect of which such Default shall have

happened; and every Shareholder for the Time being of the Company, and the Executors or Administrators of every deceased Shareholder, except as aforesaid, shall rateably, according to the Number of Shares which they shall hold in the Company, upon Demand, pay One or more such last-mentioned Parts to the Shareholder against whom such Execution shall have issued, his Executors or Administrators, and in default of Payment he or they shall have the same Remedies in all respects for the Recovery thereof as under the Provisions herein-before mentioned are given in respect of the original Proportions of such Monies, Damages, Costs, and Expences; and in the event of any Proportion of the said Monies, Damages, Costs, and Expences remaining unpaid by reason of any such Bankruptcy, Insolvency, or other Cause as aforesaid, such Shareholder, his Executors or Administrators, shall in like Manner from Time to Time, and by way of accumulative Remedy, have, *mutatis mutandis*, the same Powers of again dividing and enforcing Payment of the Amount of such Proportion, until he or they shall in the end, if a former Shareholder, be fully reimbursed the whole of the said Monies, Costs, and Expences, and if a then Shareholder, the Whole excepting the Portions appertaining to the Shares held by him.

Remedy for Shareholders who may be sued otherwise than under the Powers given by this Act.

XIV. Provided always, and be it enacted, That in case any Action, Suit, or other Proceeding in respect of any Demand against the Company shall be instituted or prosecuted against any Shareholder or former Shareholder of the Company in any other Manner than under the Powers and Authorities herein-before given; and in case such Shareholder or former Shareholder shall, by virtue of any Judgment or Decree in such Action, Suit, or other Proceeding, or under any Execution to be issued in respect thereof or otherwise, pay any Sum of Money, Damages, Costs, or Expences, he shall, in respect of such last-mentioned Payment, be entitled to all such Indemnities, Rights, Powers, and Remedies in all respects, for reimbursing himself, or for enforcing Contribution, according as the Case may be, in respect of all Monies, Damages, Costs, or Expences so paid by him as aforesaid, as are herein-before given in Cases where Execution shall have issued upon any Judgment or Decree obtained in any Action, Suit, or other Proceeding instituted or prosecuted under the Powers given by this Act.

Criminal Proceedings may be in the Name of the Company.

XV. And with regard to Proceedings of a criminal Nature to be instituted by the Company, be it enacted, That it shall be lawful for the Company, by the Secretary or One of the Directors for the Time being of the Company, to prefer and prosecute any Indictment or other criminal Proceedings against any Person for any Offence already committed, or that shall hereafter be committed against the Company; and in any such Proceeding, if the same be for stealing or embezzling the Property of the Company, whether vested in them or in any Person in Trust for them, it shall be sufficient to state in the Indictment or Information, that such Property (whether Money, Goods, Chattels, Effects, Bills, Notes, Securities, or other Property,) is the Property of "The *Cwm Celyn* and *Blaina* Iron Company;" or if such Proceeding be for Fraud or Forgery, or other Crime or Offence committed against or with Intent to injure or defraud the Company, then it shall be sufficient to state that the Offence was committed against

or with Intent to injure or defraud "The *Cwm Celyn* and *Blaina* Iron Company;" and thereupon any Offender, whether he be or have been a Shareholder of the Company or not, may be lawfully convicted of any such Crime or Offence.

Memorial to be enrolled.

XVI. And be it enacted, That within Six Calendar Months after the passing of this Act the Company shall cause to be enrolled in the High Court of Chancery a Memorial, verified as herein-after mentioned, of the Names, Residences, and Descriptions of the Directors and Secretary for the Time being of the Company and of the Shareholders thereof; and when any new Director or Secretary shall be appointed, the Company shall, within Two Calendar Months from the happening of such Event, cause to be in like Manner enrolled a Memorial of the Name, Residence, and Description of every such new Director or Secretary, specifying in whose Places they shall respectively have been appointed; and when any Persons shall cease to be Shareholders of the Company, or when any other Persons shall be admitted as Shareholders of the Company, the Company shall, within Six Calendar Months from the happening of such Event, cause to be enrolled in like Manner a Memorial of the Name, Residence, and Description of every Person so ceasing to be a Shareholder of the Company, and of every Person so admitted to be a Member thereof.

Several Matters in One Memorial.

XVII. And be it enacted, That all or any of the Particulars aforesaid may be contained in the same Memorial.

Forms of Memorials.

XVIII. And be it enacted, That the several Memorials aforesaid shall be in the Form or to the Effect expressed in the Schedule annexed to this Act, and shall be signed by the Secretary or One of the Directors of the Company, and shall be verified by a Declaration of such Secretary or Director before a Master or Master Extraordinary of the High Court of Chancery, made pursuant to the Provisions of an Act passed in the Fifth Year of His late Majesty's Reign, intituled *An Act to repeal an Act of the present Session of Parliament, intituled 'An Act for the more effectual Abolition of Oaths and Affirmations taken and made in various Departments of the State, and to substitute Declarations in lieu thereof, and for the more entire Suppression of voluntary and extra-judicial Oaths and Affidavits,' and to make other Provisions for the Abolition of unnecessary Oaths*; and if any Declaration so made shall be false or untrue in any material Particular, the Person wilfully making such false Declaration shall be guilty of a Misdemeanor.

5 & 6 W. 4. c. 62.

Evidence of Memorials.

XIX. And be it enacted, That a true Copy of the Enrolment of every such Memorial as aforesaid shall be received in Evidence as Proof of the Contents of such Memorial, and Proof shall not be required that the Person by whom the Memorial shall purport to be verified was at the Time of such Verification the Secretary or one of the Directors of the Company.

Powers not to be exercised until Memorial enrolled.

XX. And be it enacted, That until the First Memorial shall have been duly enrolled in manner by this Act directed, no Action or other Proceeding by or against the Company shall be commenced or prosecuted under the Authority of this Act.

XXI. And

**Existing Liabilities to continue till new Memorials.**

XXI. And be it enacted, That until the Memorials by this Act required to be enrolled, in the event of any Director, Secretary, or Shareholder of the Company ceasing to be such Director, Secretary, or Shareholder, have been enrolled, the Persons whose Names shall appear in the then last enrolled Memorial, and their legal Representatives, shall be liable to all legal Proceedings under this Act as existing Shareholders of the Company, and shall be entitled to be reimbursed, out of the Funds or Property of the Company, for all Losses sustained in consequence thereof.

**Power for Trustees, with Consent of Directors, to borrow Money.**

XXII. And for avoiding Difficulty as to the Disposition of the Lands and Property of the Company by way of Mortgage, be it enacted, That it shall be lawful for the Trustees for the Time being of the Company in whom any Lands or Property shall be vested in Trust for the Company, by the Direction and with the Consent of the major Part of the Directors of the Company for the Time being, who shall be present at any Meeting to be convened for that Purpose, to borrow and take up any Sums of Money, not exceeding in the whole the Sum of One hundred and fifty thousand Pounds, on account of the Company, upon Mortgage, either in Fee or for any Term of Years, of any Part of the Trust Premises and Property vested in them in Trust for the Company; and for that Purpose from Time to Time to enter into Contracts for the borrowing of any Sums of Money as aforesaid with any Person, at such a Rate of Interest, and upon such Terms and Conditions, and to enter into such Covenants and Engagements for the Repayment of such Money, as to the major Part of the Directors present at any Meeting shall seem expedient.

**Upon the Request in Writing of the major Part of the Directors, Trustees to convey or mortgage the Property.**

XXIII. And be it enacted, That it shall be lawful for the Trustees for the Time being of the Company, and for other the Persons in or by whom the Lands shall be vested or held in Trust for the Company, by the Direction in Writing of the major Part in Number of the Directors for the Time being of the Company, testified by Writing under their Hands, by any Deeds or Instruments in Writing, to be by such Trustees or other the Persons as aforesaid sealed and delivered in the Presence of and to be attested by Two or more credible Witnesses, to convey, assign, and transfer, grant and demise, such Parts of the said Lands which shall be contracted and agreed to be mortgaged as aforesaid, unto or to the Use of the Persons who shall agree to become the Mortgagees thereof, their Heirs, Executors, Administrators, and Assigns respectively, or as they respectively shall appoint, and to enter into Covenants and Engagements for the Repayment of the Monies agreed to be advanced by such Mortgagees, so as to give Effect to and perform such Contracts respectively as effectually as if such Trustees, or other the Persons in whom such Lands or any of them may be then vested, could or might do if they respectively were sole Owners in Law and Equity of any such Lands.

**Trustees Receipts to be Discharges**

XXIV. And be it enacted, That the Receipts of the said Trustees, or other the Persons by whom any such Mortgage as herein-before mentioned shall be made or granted, shall be good Discharges to the Mortgagees

Mortgagees of all or any of the said Lands for such Sums of Money as shall therein be expressed to have been received, and that such Mortgagees shall not be bound to see to the Application of such Money, nor be answerable or accountable for any Loss, Misapplication, or Nonapplication thereof.

Covenants entered into by the Trustees to be binding upon the Shareholders.

XXV. And be it enacted, That every Covenant, Contract, Agreement, Lease, and other Engagement, which shall or may at any Time after the passing of this Act be entered into or executed in the Name of, or for, or on behalf of the Company by the Trustees of the Company for the Time being, shall be as binding upon the Company, and all and every the Shareholders of the Company, as if such Shareholders had actually entered into and executed such Covenants or Engagements, or been Parties to such Contracts, Engagements, or Leases, or any of them.

Power to execute Powers of Attorney to recover Foreign Debts.

XXVI. And be it enacted, That it shall be lawful for any Two or more of the Directors of the Company from Time to Time to sign or seal, or in any Manner execute Powers of Attorney or other Instruments, thereby empowering any Person to apply for, recover, and receive, and to institute and carry on Actions, Suits, and Proceedings in or before any Court or Tribunal in any Foreign Country, for the Purpose of recovering or compelling Payment or Delivery of any Sums of Money, Property, or Effects now or hereafter to be belonging or owing to the Company, or to any Person on behalf thereof, and to act in relation to the Company with all such Powers and Authorities as may be necessary or expedient, which said Powers of Attorney and Instruments, and all Things done by virtue thereof, shall be binding on the Company.

Secretary or Director to vote in the Choice of Assignees, &c.

XXVII. And be it enacted, That in all Proceedings on behalf of the Company, under any Fiat, Sequestration, or Act of Insolvency, the Secretary or Director acting on behalf of the Company shall have the same Powers, Rights, and Privileges as to voting in the Choice of Assignees, and as to signing Certificates in relation to any Debt proved on behalf of the Company, as any other Person, being a Creditor of the Bankrupt or Insolvent in his own Right, would have in respect of the Debt proved by him.

Secretary or any Director of the Company may grant Releases to Witnesses.

XXVIII. And be it enacted, That in all legal Proceedings under this Act or otherwise, against or by or on behalf of the Company, and in all Arbitrations or other Proceedings arising out of any such legal Proceedings, it shall be lawful for the Secretary for the Time being of the Company, or any Director thereof, in his own Name on behalf of the Company, to execute such general or other Releases as may be deemed necessary to qualify any Person to give Evidence as a Witness in any such Proceedings, and also to do any other Act which any Plaintiff or Defendant may do in any Action, Suit, Prosecution, Arbitration, or other Proceeding, and every such Release or Act shall be valid and effectual, and be binding upon the Company.

Service of Notice on the Company.

XXIX. And be it enacted, That in all Cases wherein it may be necessary for any Person to serve any Notice, Writ, or other Proceeding

ceeding, at Law or in Equity, or otherwise, upon the Company, Service thereof respectively on the Secretary or any Director for the Time being of the Company, either personally or by leaving the same with some Inmate of his Place of Abode, or Service by leaving the same at the principal Office of the Company, shall be deemed good Service of the same on the Company.

Act to apply to the present and future Members of the Company.

XXX. And be it enacted, That this Act and the Provisions herein contained shall extend and be construed to extend to the Company called "The *Cwm Celyn* and *Blaina* Iron Company," at all Times during the Continuance thereof, whether such Company hath been or be now or shall hereafter be composed of all or of some only of the Persons who were the original Shareholders thereof, or of all or some only of those Persons, together with some other Persons, or whether such Company shall hereafter be composed of Persons who were not original Shareholders thereof, or Shareholders at the passing of this Act.

Power to sue during winding-up in case of Dissolution.

XXXI. And for the Purpose of making Provision for Suits by or against the Company during the winding-up of the Concerns thereof in the event of its Dissolution, be it enacted, That notwithstanding such Dissolution the Company shall be considered as subsisting for the Purpose of winding up the Affairs thereof, and may sue and be sued according to the Provisions of this Act, so long as any Matters relating to such Company remain unsettled.

Not to extend to incorporate the Company.

XXXII. Provided always, and be it enacted, That nothing herein contained shall extend to incorporate the Company, or to relieve or discharge the Company, or any of the Shareholders thereof, from any Responsibility, Duty, Contract, or Obligation whatsoever, to which by Law they now are or at any Time hereafter may be subject or liable, either as between such Company and other Parties, or as between the Company and any of the individual Shareholders thereof and others, or as between themselves, or in any Manner whatsoever.

Expences of Act how to be paid.

XXXIII. And be it enacted, That all the Costs and Expences attending the applying for, obtaining, and passing this Act shall be paid out of the Funds of the Company, in preference to all other Payments whatsoever.

Provision in case of any general Act.

XXXIV. Provided always, and be it enacted, That nothing herein contained shall be deemed or construed to exempt the Company from the Provisions of any general Act relating to Trading Companies which may pass during the present or any future Session of Parliament.

Intepretation Clause.

XXXV. And be it enacted, That in this Act the following Words and Expressions shall have the several Meanings hereby assigned to them, unless there be something in the Subject or Context repugnant to such Construction; (that is to say,)

Words importing the Singular Number shall include the Plural Number, and Words importing the Plural Number shall include the Singular Number:

Words

Words importing the Masculine Gender shall include Females:
The Word "Plaintiff" shall include Pursuer and Petitioner:
The Word "Defendant" shall include Defender and Respondent:
The Word "Execution" shall include Diligence or other Proceeding proper for giving effect to any Judgment, Decree, or Order of a Court of Justice:
The Expression "the Company" shall mean the said Company:
The Expression "legal Proceedings" shall include Proceedings as well in Equity as in Law:
The Word "Lands" shall include Tenements and Hereditaments of any Tenure.

XXXVI. And be it enacted, That this Act shall be a Public Act, and shall be judicially taken notice of as such. Public Act.

The

## The SCHEDULE referred to in the foregoing Act.

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MEMORIAL made the Day of One thousand eight hundred and of the Names of the present Directors, Secretary, and Shareholders of "The Cwm Celyn and Blaina Iron Company," enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

*A.B.* of
*C.D.* of
*E.F.* of } Directors.
*G.H.* of Secretary.
*I.K.* of
*L.M.* of
*N.O.* of } Shareholders.

I *A.B.* of in the County of one of the Directors [*or* the Secretary] of the said Company, do hereby solemnly and sincerely declare, That the above-written Memorial contains the Names of the present Directors and Secretary, and of all the present Shareholders of the said Company; and I make this solemn Declaration conscientiously believing the same to be true.

(Signed) *A.B.*

Solemnly declared before me,

*X.Y.*

Master [*or* Master Extraordinary] in Chancery.

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In case of a Change of any of the Directors or of the Secretary.

MEMORIAL made the Day of One thousand eight hundred and of the Names [*or* Name] of the new Directors [*or* Director] [*or* of the new Secretary] of "The Cwm Celyn and Blaina Iron Company," and of the Persons [*or* Person] in whose Places [*or* Place] they have [*or* he has] been appointed, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

*A.B.* of
*C.D.* of
*E.F.* of } Directors in the Place of { *B.A.* / *D.C.* / *F.E.*
*G.H.* of Secretary in the Place of *H.G.*

I *A.B.*

I *A.B.* of in the County of one of the Directors [*or* the Secretary] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names of the new Directors [*or* the Name of the new Director *or* Secretary] of the said Company, and of the Persons [*or* Person] in whose Places [*or* Place] they have been [*or* he has been] appointed, as the same appear in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true.

(Signed) *A.B.*

Solemnly declared, *&c.*

*N.B.*—The last Memorial as to new Directors [*or* to a new Director *or* Secretary] was enrolled on the Day of .

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In case of Persons ceasing to be Shareholders.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the Persons who have ceased or discontinued to hold any Share or Shares in "The Cwm Celyn and Blaina Iron Company" since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting Persons ceasing to be Shareholders of the said Company, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

*G.H.* of
*I.K.* of
*L.M.* of

I *A.B.* of in the County of one of the Directors [*or* the Secretary] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names of the Persons who have ceased or discontinued to hold any Share or Shares in the above-named Company since the Day of One thousand eight hundred and as the same appear in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true.

(Signed) *A.B.*

Solemnly declared, *&c.*

*N.B.*—The last Memorial as to the ceasing and discontinuing of Shareholders was enrolled on the Day of .

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In case of Persons becoming new Shareholders.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the Persons who have become new Shareholders of "The Cwm Celyn and Blaina Iron Company," since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting new Shareholders of the said Company, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

*I.K.* of
*L.M.* of
*N.O.* of

I *A.B.* of in the County of one of the Directors [*or* the Secretary] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names of the Persons who have become new Shareholders of the said Company since the Day of One thousand eight hundred and as the same appear in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true.

(Signed) *A.B.*

Solemnly declared, *&c.*

*N.B.*—The last Memorial as to new Shareholders was enrolled on the Day of One thousand eight hundred and

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In case of several Changes at the same Time.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the new Directors of "The Cwm Celyn and Blaina Iron Company," and of the Persons in whose Place they have been appointed, and of the Name of the new Secretary, and of the Name of the Person in whose Place he has been appointed, and of the Names of the Persons who have ceased or discontinued to be Shareholders of the said Company, and of the new Shareholders of the said Company, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

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Names of the new Directors, and of the Persons in whose Place they have been appointed.

*A.B.* of
*C.D.* of
*E.F.* of
} Directors in the Place of {
*B.A.*
*D.C.*
*F.E.*

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Name

Name of the new Secretary, and of the Person in whose Place he has been appointed.

*I. K.* of Secretary in the Place of *H. I.*

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Names of the Persons who have ceased to be Shareholders.

*N. O.* of
*P. Q.* of

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Names of new Shareholders.

*R. S.* of
*T. V.* of

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I *A. B.* of in the County of one of the Directors [*or* the Secretary] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names of the new Directors, and of the new Secretary of the said Company, and of the Persons in whose Places they have been appointed, and of the Persons who have ceased or discontinued to be Shareholders of the said Company, and of the new Shareholders of the said Company, as the same respectively appear in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true.

(Signed) *A. B.*

Solemnly declared, *&c.*

N.B.—The last Memorial as to the new Directors was enrolled on the Day of .
The last Memorial as to the new Secretary was enrolled on the Day of .
The last Memorial as to the ceasing and discontinuing of Shareholders was enrolled on the Day of .
The last Memorial as to the new Shareholders was enrolled on the Day of .

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LONDON: Printed by GEORGE E. EYRE and ANDREW SPOTTISWOODE, Printers to the Queen's most Excellent Majesty. 1842.