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Cap. cvii.

An Act to authorize the *Dundee* Gaslight Company to raise a further Sum of Money; and for other Purposes. [20th *June* 1867.]

WHEREAS the *Dundee* Gaslight Company were incorporated by an Act passed in the Eleventh Year of the Reign of His Majesty King *George* the Fourth, intituled *An Act for incorporating the* Dundee *Gaslight Company, and for* 11 G. 4. &
the better lighting the Town of Dundee *by Gas:* And whereas by 1 W. 4. c. xxxvi.
the recited Act the Company were authorized to raise a Capital Stock of Twenty-nine thousand seven hundred and six Pounds Eighteen Shillings and One Penny by Shares, and Twenty thousand Pounds by borrowing, and the said Sums have been raised and applied by the Company for the Purposes of their Undertaking: And whereas from the great Increase of the Population of the said Town of *Dundee* and Places adjacent within the Limits of the recited Act an additional Supply of Gas is required, and it is expedient that the Company should be authorized to raise further Sums of Money for affording such Supply and for the general Purposes of their Under-

taking, and that the recited Act should be amended; but these Objects cannot be effected without the Authority of Parliament: May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, as follows:

Short Title.

1. This Act may be cited for all Purposes as "The *Dundee* Gaslight Company's Amendment Act, 1867."

8 & 9 Vict. c. 17. and 26 & 27 Vict. c 118. incorporated.

2. "The Companies Clauses Consolidation (*Scotland*) Act, 1845," and Parts I., II., and III. of "The Companies Clauses Act, 1863," relating respectively to Cancellation and Surrender of Shares, to additional Capital, and to Debenture Stock, are (except where expressly varied by this Act) incorporated with and form Part of this Act, and shall be applicable to the Capital and Shares raised, created, and issued, and the Money borrowed, under the Authority of the recited Act, and to the additional Capital and new Shares or Stock to be raised, created, and issued, and the Money to be borrowed, under the Authority of this Act.

Interpretation of Terms.

3. In this Act the several Words and Expressions to which Meanings are assigned by the Acts wholly or partially incorporated therewith shall have the same respective Meanings, unless there be something in the Subject or Context repugnant to such Construction; and in this Act and in the said Acts as incorporated therewith the Expression "the Special Act" shall mean this Act, and the Expression "the Company" shall mean the *Dundee* Gaslight Company.

Certain Sections of recited Act repealed.

4. From and after the passing of this Act, and subject to the Provisions of this Act, Sections 23, 28, 29, 30, 31, 32, 33, 34, 35, 36, 49, 50, 51, 52, 53, 54, 55, 56, 58, and 59 of the recited Act shall be and are hereby repealed.

Registers, Books, and Certificates to subsist until replaced.

5. All Registers of Shares, Stock, Mortgages, and Bonds of the Company, and all Registers of Transfers thereof respectively, and all Shareholders Address Books, and all Certificates and Transfers of Shares in the Capital of the Company, which are valid and subsisting at the passing of this Act shall continue to be valid and subsisting, and shall have the same Operation and Effect as before the passing of this Act, unless and until new or altered Registers, Books, and Certificates respectively are substituted in their Stead; and all Transfers, Sales, or Dispositions of Shares made before the passing of this Act,

and

and not then completed, shall have the same Operation and Effect as if made after the passing of this Act.

Power to raise additional Capital by new Shares.

6. In addition to the said Capital of Twenty-nine thousand seven hundred and six Pounds Eighteen Shillings and One Penny raised under the Authority of the recited Act, the Company may from Time to Time raise by the Creation and Issue of new Ordinary Shares or new Ordinary Stock, or by the Creation and Issue of new Preference Shares or new Preference Stock, or, at the Option of the Company, by any One or more of those Modes, such Sum or Sums as they think fit not exceeding in the whole Fifty thousand Pounds, but no Certificate shall be issued or Transfer registered of any such new Stock until the Stock in respect of which the Certificate is issued or Transfer made is fully paid up.

New Shares not to issue until One Fifth paid up.

7. The Company shall not issue any new Share created under the Authority of this Act, nor shall any such new Share vest in the Person accepting the same, unless and until a Sum not being less than One Fifth of the Amount of such new Share shall have been paid in respect thereof.

Calls.

8. One Fifth of the Amount of a Share shall be the greatest Amount of a Call, and Two Months at least shall be the Interval between successive Calls.

Votes of Shareholders.

9. At all General Meetings of the Company every Shareholder shall have One Vote for every Twenty Pounds of Shares or Stock in the Capital of the Company held by him up to Two hundred Pounds, and an additional Vote for every One hundred Pounds of such Shares or Stock held by him beyond the first Two hundred Pounds; provided that no Shareholder shall be entitled to vote at any Meeting unless he shall have paid all the Calls then due on the Shares held by him.

Limitation of Dividend on additional Capital.

10. The Company shall not in any Year make out of their Profits any larger Dividend on the additional Share Capital of Fifty thousand Pounds to be raised under the Authority of this Act than Seven Pounds in respect of every Hundred Pounds actually paid of such Capital on Ordinary Shares or Stock, or Six Pounds in respect of every Hundred Pounds actually paid of such Capital on Preference Shares or Stock; provided that each Year out of the Profits of which any Preference Shares or Stock created and issued under the Authority of this Act shall be entitled to the preferential Dividend assigned thereto shall end on the Thirty-first Day of *May*,

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Power to borrow on Mortgage.

11. In addition to the said Sum of Twenty thousand Pounds borrowed under the Authority of the recited Act, the Company may from Time to Time borrow on Mortgage any Sum not exceeding Six thousand six hundred Pounds, but no Part of the said Sum of Six thousand six hundred Pounds shall be borrowed until the whole of the additional Capital of Fifty thousand Pounds is subscribed for, issued, and accepted, and One Half thereof is paid up, and the Company have proved to the Sheriff who is to certify under the Forty-second Section of "The Companies Clauses Consolidation (*Scotland*) Act, 1845," before he so certifies, that the whole of such additional Capital has been subscribed for, issued, and accepted, and that One Half thereof has been paid up, and that not less than One Fifth Part of the Amount of each separate Share in such additional Capital has been paid on account thereof before or at the Time of the Issue or Acceptance thereof, and that such additional Capital was issued *bonâ fide*, and is held by the Subscribers or their Assignees, and that such Subscribers or their Assignees are legally liable for the same; and upon Production to such Sheriff of the Books of the Company, and of such other Evidence as he shall think sufficient, he shall grant a Certificate that the Proof aforesaid has been given, which Certificate shall be sufficient Evidence thereof.

Arrears may be enforced by Appointment of a Judicial Factor.

12. The Mortgagees of the Company may enforce Payment of Arrears of Interest or Principal, or Principal and Interest, due on their Mortgages by the Appointment of a Judicial Factor, and in order to authorize the Appointment of a Judicial Factor in respect of Principal, or Principal and Interest, the Amount owing to the Mortgagees by whom the Application for a Judicial Factor is made shall not be less than Two thousand Pounds in the whole.

Existing Mortgages to have Priority.

13. All Mortgages and Bonds granted by the Company in pursuance of the Powers of the recited Act, and which shall be subsisting at the Date of the passing of this Act, shall during the Continuance of such Mortgages and Bonds have Priority over any Mortgages to be granted by virtue of this Act.

Debenture Stock.

14. The Company may create and issue Debenture Stock.

Application of Monies.

15. All Monies raised under this Act, whether by Shares, Debenture Stock, or borrowing, shall be applied for the Purposes of the recited Act and this Act only.

Meetings of the Company.

16. The First Ordinary Meeting of the Company shall be held on the last *Wednesday* of *June* One thousand eight hundred and sixty-seven,

seven, and an Ordinary General Meeting of the Company shall be held on the last *Wednesday* of *June* in every Year thereafter, and every General Meeting of the Company, whether ordinary or extraordinary, shall be held in *Dundee*.

Quorum of Meetings.

17. The Quorum of every General Meeting of the Company shall be Ten Shareholders present personally or by proxy holding in the aggregate not less than Two thousand Pounds in the Capital of the Company.

Number of Directors.

18. The Number of Directors shall be Twelve, but the Company may from Time to Time reduce the Number, provided the Number be not less than Eight.

Qualification of Directors.

19. The Qualification of a Director shall be the Possession in his own Right of Shares or Stock in the Capital of the Company to the Amount of not less than Two hundred Pounds.

Quorum of Directors.

20. The Quorum of a Meeting of Directors shall be as follows: Six so long as the Number of Directors is more than Eight, and Four if the Number of Directors be reduced to Eight.

Committees of Directors.

21. The Number of Directors of which Committees appointed by the Directors shall consist shall not be less than Three nor more than Five, and the Quorum of such Committees shall be Three.

Directors.

22. The Directors of the Company who are in Office at the passing of this Act shall continue in Office until the First Ordinary Meeting held after the passing of this Act.

Election and Rotation of Directors.

23. At the First Ordinary Meeting of the Company held after the passing of this Act the Shareholders present personally or by proxy may either continue the Directors then in Office, or any of them, or may elect a new Body of Directors, or Directors to supply the Place of those not continued in Office, the Directors then in Office being, if qualified, eligible for Re-election; and at the Ordinary Meeting to be held in every Year after the First Ordinary Meeting the Shareholders present personally or by proxy shall (subject to the Power hereinbefore contained for reducing the Number of Directors) elect Persons to supply the Places of the Directors then retiring from Office agreeably to the Provisions contained in "The Companies Clauses Consolidation (*Scotland*) Act, 1845;" and the several Persons elected at any such Meeting, being neither removed nor disqualified nor having resigned, shall continue to be Directors until others are elected in their Stead in manner provided by that Act.

Periods for balancing and inspecting Books of the Company.

24. The Books of Account of the Company shall be balanced as at the Thirty-first Day of *May* in each Year, and the Shareholders of the Company shall be entitled to the Inspection of such Books Fourteen Days before and Fourteen Days after each Ordinary Meeting of the Company.

Quality of Gas.

25. All the Gas supplied by the Company shall be not inferior in illuminating Power to the average illuminating Power of the Gas supplied to Consumers by the Gas Companies in the several Towns of *Edinburgh*, *Glasgow*, *Paisley*, *Perth*, *Arbroath*, *Montrose*, and *Aberdeen*; and all the Gas supplied by the Company shall at least be of such Quality as to produce from an Argand Burner having Fifteen Holes and a Seven-inch Chimney, and consuming Five Cubic Feet of Gas *per* Hour, a Light equal in Intensity to the Light produced by Eighteen Sperm Candles of Six in the Pound burning One hundred and twenty Grains *per* Hour.

Meter to test Quality of Gas to be provided.

26. The Company shall, within Six Months after the passing of this Act, provide in some convenient Part of their Works an experimental Meter furnished with an Argand Fifteen-hole Burner and a Seven-inch Chimney or other approved Burner capable of consuming Five Cubic Feet of Gas *per* Hour, with other necessary Apparatus, for testing the illuminating Power of the Gas, and so situate and arranged as to test all the Gas supplied by the Company, and shall at all Times thereafter keep and maintain such experimental Meter and Apparatus in good Repair and working Order.

Provision for testing the Quality of Gas.

27. The Magistrates and Town Council of *Dundee* or the Commissioners of Police of *Dundee* may by Order in Writing appoint some competent Person, not being a Member or Officer or Servant of the said Magistrates and Town Council or Commissioners of Police, to proceed to the Works of the Company, and the Person so appointed may at any reasonable Hour in the Daytime, on producing the said Order, enter on the Premises of the Company, and in the Presence of the Manager or other Officer of the Company make Experiment of the illuminating Power of the Gas by means of the experimental Meter and other Apparatus before mentioned, and the Company and their Officers shall afford all reasonable Facilities and Assistance for making such Experiment; and if it shall be proved to the Satisfaction of the Sheriff of the County of *Forfar* or the Sheriff Substitute at *Dundee*, after hearing the Parties, that the illuminating Power of the Gas supplied by the Company was not, when so tested as aforesaid, equal to the illuminating Power by this Act prescribed, or that the Company or their Officers refused to afford such reasonable

able Facilities as aforesaid, or hindered or prevented the making of such Experiment, in any such Case the Company shall forfeit such Sum not exceeding Twenty Pounds as the said Sheriff or Sheriff Substitute shall determine.

Cost of Experiment to be paid according to Event.

28. The Costs of and attending such Experiment, including the Remuneration to be paid to the Person making the same, and the Costs of the Proceedings before the said Sheriff or Sheriff Substitute, shall be ascertained by him, and in the event of any Penalty being imposed on the Company the Amount of such Costs shall be paid together with such Penalty by the Company, but in the event of no Penalty being imposed such Costs shall be awarded to be paid to the Company by the said Magistrates and Town Council or Commissioners of Police, as the Case may be, and shall be paid or levied accordingly.

As to Price of Gas.

29. The Price which the Company may demand for Gas supplied by them shall not exceed the average Price charged for Gas at the Time by the Gas Companies in the said Towns of *Edinburgh*, *Glasgow*, *Paisley*, *Perth*, *Arbroath*, *Montrose*, and *Aberdeen*; but if any Person shall object that the Price demanded by the Company is greater than such average Price, the Burden of proving the Excess shall lie on the Party objecting, and the said Sheriff or his Substitute before whom the Question is tried shall award against the Company the Expenses of such Proof and other Proceedings in case it be found that the Price demanded by the Company is in excess of such average Price, and he shall award the Expenses incurred by the Company against the Person objecting in case it be found that the Price demanded by the Company is not in excess of such average Price.

Expenses of Act.

30. 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.

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