ANNO DECIMO SEXTO & DECIMO SEPTIMO

VICTORIÆ REGINÆ.

***

The Electric Telegraph Company of Ireland Act, 1853.

Settlement bearing Date the Twelfth Day of *July* One thousand eight hundred and fifty-two, and made between the several Persons whose Names are thereunto subscribed and Seals affixed, except *Edward Lowther* and *Charles Mullens* of the First or One Part, and the said *Edward Lowther* and *Charles Mullens* as Trustees of the said Company of the Second or other Part: And whereas the Business of the said Company is to convey Messages and Intelligence by Electricity, by a Line or Lines of Telegraph from the Line of Telegraph of the Electric Telegraph Company at or near *Dumfries* in *Scotland* to *Portpatrick* in *Scotland*, and thence by a Submarine Telegraph to *Donaghadee* in *Ireland*, and thence by other Lines of Telegraph to *Belfast* and *Dublin* and other Places in *Ireland*: And whereas the present Capital of the Company is Forty thousand Pounds, divided into Forty thousand Shares of One Pound each: And whereas a large Portion of the Capital of the Company has been paid up and expended in laying down the said Lines of Telegraph, and in carrying into execution the Objects and Purposes of the Company: And whereas the said Lines of Telegraph and Works are not yet completed, but the same are still in progress: And whereas the Establishment of the said Lines of Telegraph will be attended with public Advantage, and the said Company would be better enabled to carry the Objects of the Company into effect if they were incorporated by Special Act of Parliament, and if the Powers now usually vested in Electric Telegraph Companies were conferred upon them: And whereas the said Company are desirous of being empowered to construct and work additional Lines of Electric Telegraph in *Ireland* and *Scotland*, and between those Countries, and of raising additional Capital for such Purposes, and of having certain Powers granted to them for the Purpose of acquiring and working Patents for Inventions connected with Electric Telegraphs: And whereas the Objects and Purposes aforesaid 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, as follows; (that is to say,)

Short Title.

I. That in citing this Act in other Acts of Parliament and in legal and other Proceedings and Instruments it shall be sufficient to use the Expression "The Electric Telegraph Company of *Ireland* Act, 1853."

Interpretation of Terms.

II. 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,)

The

The Word "Person" shall include Corporations:

The Word "Street" shall include every Highway and other public Way not being a Railway:

The Expression "the existing Company" shall mean "The Electric Telegraph Company of *Ireland*, registered," as constituted at the Time of the passing of this Act:

The Expression "the Company" shall mean the Company incorporated by this Act.

Certain Provisions of 8 & 9 Vict. cc. 16. & 18. incorporated with this Act.

III. That the several Acts of Parliament following, that is to say, "The Companies Clauses Consolidation Act, 1845," and "The Lands Clauses Consolidation Act, 1845," save and except as herein otherwise expressly provided, shall be incorporated with and form Part of this Act: Provided always, that nothing in this Act or in the said incorporated Acts shall authorize the Company to purchase or take any Lands without the Consent of the Owners and Occupiers thereof.

Certain Provisions of 8 & 9 Vict. cc. 17. & 19. incorporated with this Act.

IV. That "The Companies Clauses Consolidation (*Scotland*) Act, 1845," and "The Lands Clauses Consolidation (*Scotland*) Act, 1845," shall, so far as respects the Property, Rights, Remedies, Liabilities, Affairs, Acts, and Proceedings of the Company in *Scotland*, be incorporated with and form Part of this Act: Provided always, that nothing in this Act or in the said Two last-mentioned Acts contained shall authorize the Company to purchase or take any Lands in *Scotland* without the Consent of the Owners and Occupiers thereof.

Proprietors reincorporated.

V. That all Persons and Corporations who at the Time of the passing of this Act are Shareholders in the existing Company, or who shall hereafter subscribe to the Undertaking of the Company hereby incorporated, and their Executors, Administrators, Successors, and Assigns respectively, shall be united into a Company for the Purposes of the Undertaking according to the Provisions of this Act and of the Acts incorporated herewith, and for other the Purposes herein and in the said Acts contained; and for the Purposes aforesaid the same Company shall be incorporated by the Name of "The Electric Telegraph Company of *Ireland*," and by that Name shall be a Body Corporate, with perpetual Succession, and shall have Power to purchase and hold Lands for the Purposes of the Undertaking, within the Restrictions herein and in the said Acts incorporated herewith contained.

Nothing herein to restrict the Liability of Shareholders.

VI. Provided that nothing herein or in the said incorporated Acts contained shall in anywise restrict the Liability of any of the Shareholders of the Company under any Judgment, Decree, Order for Payment of Money, or other Proceeding which shall be had or obtained against the Company in any Action, Suit, or Proceeding prosecuted

prosecuted by or against the Company in any Court of Law or Equity, but every such Shareholder shall continue liable for or in respect of all such Monies, and every such Judgment, Decree, Order, and Proceeding, in the same Manner as he would have been if the Company had not been incorporated by this Act.

Existing Works to be vested in the Company.

VII. That from and immediately after the passing of this Act all Lands, Tenements, Hereditaments, Buildings, Electric and other Telegraphs, Wires, Posts, Pipes, Tubes, and other Works, Rights, Powers, and Privileges whatsoever, of or to which the existing Company, or any Person in trust for them, were or was seised, possessed, or entitled at Law or in Equity immediately before the passing of this Act, and all Rents, Rates, and Monies due or accruing to, and all Securities, Books, Accounts, Documents, Choses in Action, Effects, and Property belonging to such Company at the Time of the passing of this Act, shall be and the same are hereby well and effectually vested in and shall belong to the Company hereby incorporated, for such Estate or Interest as the existing Company or their Trustees had or possessed in the same, to hold to them, their Successors and Assigns, for the Purposes of this Act, subject nevertheless to such Charges and Interests and Liabilities as at the Time of the passing of this Act the same Premises were and are respectively subject to.

Deed of Settlement to be void without prejudice to Remedy for antecedent Breaches thereof.

VIII. That, subject to the Provisions of this Act, the said Deed of Settlement shall, from and after the passing of this Act, be wholly void and of non Effect; and that the several Persons who shall have executed the same, or any Deed accessary thereto, and their Heirs, Executors, and Administrators, shall, immediately from and after the passing of this Act, stand and be by virtue thereof released and discharged from any future Obligation to observe, perform, abide by, fulfil, or conform to the said Deed of Settlement, or the Covenants or Agreements therein contained, or any or either of them: Provided always, that nothing herein contained shall release or discharge any Person from any Liability or Obligation which may have been incurred prior to the Date of the passing of this Act, but such Liability or Obligation, and every Liability or Obligation in respect of any Breach of the Provisions of the said Deed of Settlement which may have been committed prior to the passing of this Act, shall subsist and continue, and may be enforced accordingly under and according to the Provisions of the said Deed.

Company may waive antecedent Breaches or not, at their Discretion.

IX. Provided also, That it shall be lawful for the Company to waive or dispense with the Enforcement of or Compliance with the Provisions of the said Deed of Settlement, or any or either of them, in respect of any Act, Default, Matter, or Thing which prior to the Date of the passing of this Act shall have been done, made, executed, committed,

committed, or omitted in breach of the Provisions of the said Deed, or any or either of such Provisions.

Contracts prior to Act to be binding.

X. That all Deeds, Contracts, Bonds, and Agreements entered into or made before the passing of this Act by the existing Company, or entered into or made by any Trustees for or Committee of the said Company, or by any Persons acting on behalf of the said Company and now in force, shall be as binding upon the Company hereby incorporated, and be of as full Force and Effect in Law in all respects against and upon the Company hereby incorporated, as if the same respectively had been entered into or made by the said Company after the passing of this Act; and all Bodies Politic or Corporate, and all Persons whomsoever, who at the Time of the passing of this Act shall be Parties to any such Deed, Bond, Contract, or Agreement as aforesaid, shall be answerable to the Company hereby incorporated for the full Performance thereof, and of every Condition of any such Deed, Contract, or Agreement therein stipulated to be done or performed by any such Parties, in like Manner as if such Deeds, Contracts, or Agreements respectively had been made or entered into with the said Company in pursuance of this Act; and all Bodies Politic and Corporate, and all Persons whosoever, who at the Time of the passing of this Act shall stand indebted to the existing Company, or to the Trustees or Committees or any other Persons acting on behalf of the Company, in any Sum of Money, shall be liable for the Payment thereof to the said Company hereby incorporated; and in case of Nonpayment thereof, or of any Part thereof, the Company may proceed for the Recovery thereof, and recover the same, in such and the same Manner, and the Company shall have and possess the same Remedies in respect thereof, as is and are provided by this Act and the Acts incorporated herewith for enforcing the Performance of Bonds, Contracts, or Agreements made and entered into with the Company under the Powers of this Act.

Actions, &c. not to abate.

XI. Provided always, That nothing in this Act contained shall release, discharge, or suspend any Action, Suit, or other Proceeding at Law or in Equity which shall be pending against the existing Company, or to which the existing Company shall be Party, at the Date of the passing of this Act, but any such Action, Suit, or other Proceeding may be maintained, prosecuted, or continued by or in favour of or against the Company (as the Case may be) in the same Manner and as effectually and advantageously as if this Act had not been passed.

Rights of Action saved.

XII. That nothing in this Act shall be held to prejudice or affect any Right or Cause of Action or Suit, or any Remedy which the existing Company had against any Person or Corporation, or which any

any Person or Corporation had against the said Company, at the Time of the passing of this Act, but that all such Rights, Causes, and Remedies may be enforced or prosecuted by or against the Company hereby incorporated, in like Manner, and within the same Periods, as the same might have been enforced or prosecuted by or against the existing Company if this Act had not been passed.

Debts owing by Company at passing of Act to be recoverable after passing of Act.

XIII. That all Debts due and owing by, and all Agreements entered into by or on behalf of the Company at the Time of the passing of this Act, may be enforced against them in the same Manner as if such Debts had been incurred by, or Agreements entered into by or on behalf of the Company after the passing of this Act.

Effect of Judgment against the Company and Shareholders.

XIV. That every Judgment and every Decree or Order which shall be at any Time obtained against the Company in any Action, Suit, or other Proceeding prosecuted by or against the Company in any Court of Law or Equity shall and may take effect and be enforced, and Execution or Diligence thereon be issued, not only against the Property and Effects of the Company, but also, if due Diligence shall have been used to obtain Satisfaction of such Judgment, Decree, or Order by Execution or Diligence against the Property and Effects of the Company, then against the Person, Property, and Effects of any Shareholder for the Time being, or any former Shareholder of the Company, in his natural or individual Capacity, until such Judgment, Decree, or Order shall be fully satisfied: Provided, in the Case of Execution against any former Shareholder, that such former Shareholder was a Shareholder of the Company at the Time of the entering into or committing the Contract or Tort for or in respect of which such Judgment, Decree, or Order may have been obtained, or became a Shareholder during the Time such Contract or Tort was unexecuted or unredressed, or was a Shareholder at the Time of the Judgment, Decree, or Order being obtained: Provided also, that in no Case shall Execution or Diligence be issued on any such Judgment, Decree, or Order against the Person, Property, or Effects of any such former Shareholder of the Company after the Expiration of Three Years next after the Person sought to be charged shall have ceased to be a Shareholder.

Reimbursement of Shareholders against whom Execution issued.

XV. That every Person against whom or against whose Property or Effects Execution or Diligence upon any Judgment, Decree, or Order obtained as aforesaid shall have been issued as aforesaid, or who shall have paid any Monies on account of the Company on any Judgment, Decree, or Order obtained or made against the Company, shall be entitled to recover against the Company all Loss, Damages, Costs, and Charges which such Person may have incurred or paid by reason or in consequence of any such Execution or Diligence,

Diligence, either by Action of Debt or Assumpsit for Money paid to the Use of the Company, or by any other legal or equitable Action, Suit, or Proceeding applicable or convenient for that Purpose; and also that after due Diligence used to obtain Satisfaction thereof against the Property and Effects of the said Company, such Persons shall be entitled to Contribution for so much of such Loss, Damages, Costs, and Charges as shall remain unsatisfied from the several other Persons against whom Execution or Diligence upon such Judgment, Decree, or Order obtained against the said Company might also have been issued under the Provision in that Behalf aforesaid, and that such Contribution may be recovered from such Persons as aforesaid either by Action of Debt or Assumpsit for Money paid to the Use of such Persons, or by any other legal Action, Suit, or Proceeding applicable or convenient for that Purpose.

Contribution by other Shareholders.

XVI. That in the Cases provided by this Act for Execution or Diligence on any Judgment, Decree, or Order in any Action or Suit against the Company, to be issued against the Person or against the Property and Effects of any Shareholder or former Shareholder of the Company, or against the Property and Effects of the Company, at the Suit of any Shareholder or former Shareholder, in satisfaction of any Monies, Damages, Costs, and Expenses paid or incurred by him as aforesaid in any Action or Suit against the Company, such Execution or Diligence may be issued by Leave of the Court or of a Judge of the Court in which such Judgment, Decree, or Order shall have been obtained, upon Motion, Rule, Summons, or other Form of Application consistent with the Practice of the Court, without any Suggestion or Scire facias in that Behalf; and that it shall be lawful for such Court or Judge to make absolute, or grant or allow, discharge, refuse, or dismiss any such Motion, Rule, Summons, Petition, or Application (as the Case may be), and to direct the Costs of the Application to be paid by either Party, or to make such other Order therein as to such Court or Judge shall seem fit; and in such Cases such Forms of Execution, Diligences, and Processes shall be sued out of the Courts of Law and Equity respectively, for giving Effect to the Provisions in that Behalf aforesaid, as the Judges of such Courts respectively shall from Time to Time think fit to order, and the Execution of such Writs shall be enforced in like Manner as Writs of Execution are now enforced, provided that any Order made by a Judge as aforesaid may be discharged or varied by the Court, on Application made thereto by either Party dissatisfied with such Order: Provided also, that no such Motion shall be made nor Summons granted for the Purpose of charging any Shareholder or former Shareholder until Ten Days Notice thereof shall have been given to the Person sought to be charged thereby.

Proceedings in execution against the Person or Property of a Shareholder.

XVII. That

Memorials of Names of Shareholders sought to be enrolled.

XVII. That a Memorial of the Names and Descriptions of the several Shareholders of the Company, in the Form or to the Effect for that Purpose given or expressed in the Schedule to this Act annexed, shall, within Six Months after the passing of this Act, be verified by the Declaration of some Director, Secretary, or Officer for the Time being of the Company, made before a Master or Master Extraordinary in Chancery, and, when so verified, enrolled in the High Court of Chancery in *England;* and that the like Memorial of the Name and Description of every such Shareholder for the Time being of the Company, in such Form as aforesaid, shall in the Month of *January* One thousand eight hundred and fifty-four, and in the Month of *January* in every succeeding Year, or within Twenty-one Days thereafter, be verified by such Declaration as aforesaid, and also enrolled in the said High Court of Chancery; and when any Person shall cease to be a Shareholder, or when any Person shall become a Shareholder, a Memorial of his Name and Description, verified in manner aforesaid, shall or may be forthwith enrolled in manner aforesaid, in the Form or to the Effect expressed in the said Schedule for that Purpose; and if any Declaration which shall be so made as aforesaid shall be false or untrue in any material Particular, the Person wilfully making such false Declaration shall be deemed guilty of a Misdemeanor; and the Enrolment of every such Memorial shall be sufficient *primâ facie* Evidence that every Person named in such Memorial was at the Date thereof such Shareholder as in such Memorial mentioned, or had ceased to be such Shareholder as in such Memorial mentioned.

No Action to be brought before Enrolment of a Memorial.

XVIII. Provided always, That, until such Memorial as firstly herein-before mentioned shall have been enrolled in manner aforesaid, no Action or Suit shall be brought or commenced by or on behalf of the Company; and every Shareholder whose Name shall be expressed in the Enrolment of the first Memorial, or any annual Memorial to be enrolled in manner aforesaid, shall continue liable to all Judgments, Decrees, and Orders against the Company until the Enrolment of the then next annual Memorial to be enrolled in manner aforesaid, or until a Memorial of his having ceased to be a Shareholder shall have been enrolled in manner aforesaid.

Penalty for not enrolling Memorial in due Time.

XIX. That if within the Period before limited any such Memorial as aforesaid be not enrolled as aforesaid, then, on Conviction of any such Default, the Company shall be liable to pay a Sum not exceeding Twenty Pounds, which shall be awarded to the Overseers of the Poor of the Parish in which the principal Offices of the Company shall be situate, to be applied in aid of the Poors Rate of such Parish.

XX. That

Trustees of Company to be indemnified.

XX. That every Trustee or other Person in whom or in whose Names any Lands, Erections, Buildings, or Property belonging to the existing Company shall be vested at the Time of the passing of this Act, and who shall have entered into any Bond, Contract, or Engagement in respect of or with reference to such Lands, Erections, Buildings, or Property, or who shall have entered into any other Contract or Agreement on behalf of the Company, shall be indemnified and saved harmless, out of the Funds or Property of the Company, from all Liability, and against all Loss, Costs, Charges, and Expenses, which he or they may sustain, incur, or be put unto by reason or in consequence of his or their having entered into any such Bond, Covenant, Contract, Agreement, or Engagement.

Certificates and Transfers to remain in force.

XXI. That all Certificates, Sales, Transfers, and Dispositions before passing of this Act made or executed, of or in respect of any Share or Shares in the Joint Stock of the said existing Company, shall remain in full force and virtue, and shall be and continue available in all respects whatsoever.

Officers under existing Company to account.

XXII. That all Officers and Persons who at the Time of the passing of this Act shall have in their Possession or under their Control any Money, Books, Documents, Papers, Writings, Securities, Goods, and other Effects belonging to the existing Company, shall account for and deliver up all such Money, Books, Documents, Writings, Securities, Goods, Chattels, and other Effects to the Company hereby incorporated, or to such Person as they shall appoint to receive the same, in the same Manner, and subject to the same Process, Pains, and Penalties for Refusal or Neglect, as if such Officers or Persons had been appointed and had become possessed of such Money, Books, Documents, Papers, Writings, Securities, Goods, Chattels, or other Effects under the Provisions of this Act.

Present Officers continued.

XXIII. That all Officers and Persons appointed by the existing Company shall continue in their respective Offices and Employments, according to their respective Appointments, until removed therefrom according to the Provisions of this Act; and all such Officers and Persons shall have the same Powers, Privileges, and Advantages, and all such Officers and Persons, and all Sureties, shall be liable to the same Conditions, Penalties, Obligations, Restrictions, and Regulations as if such Officers and Persons had been appointed and such Sureties had become bound under this Act.

Power to enter into Arrangements with Electric Telegraph

XXIV. That it shall be lawful for the Company to enter into such Arrangements or Agreements with "The Electric Telegraph Company" for the working or using of any Line of Electric or other Telegraphs in *England*, or for the Transmission of Messages and

Company for facilitating Telegraphic Communications.

Intelligence by such Telegraphs to *London* and other Cities and Towns in *England*, and for the Payment or Apportionment of the Tolls or Charges to be made for such Use or Transmission, or any other Services connected therewith, as shall be mutually agreed between the Company hereby incorporated and the Electric Telegraph Company.

Agreements not to affect Persons not Parties thereto.

XXV. Provided always, That no such Arrangements or Agreements as aforesaid shall in any Manner alter, affect, increase, or diminish any of the Tolls or Charges which the said Companies respectively shall for the Time being be authorized and entitled to demand or receive from any Person or any other Company, but that all such Tolls and Charges shall be made equally to all Persons and Companies using the Electric Telegraphs of such Companies or either of them, and that all Persons and Companies shall, notwithstanding any such Arrangements or Agreements, be entitled to the Use and Benefit of any of the said Telegraphs upon the same Terms and Conditions, and on Payment of the same Tolls or Charges, as they would have been entitled to in case no such Arrangement or Agreement had been entered into; and it shall not be lawful for the Companies to enter into any Agreement or Arrangements by which the said Companies or either of them shall be bound to use, or to permit the said Companies or either of them to use, the Electric Telegraphs of the said Companies or either of them, so as to exclude or hinder any other Company or Person from making use of the Electric Telegraphs belonging to the said Companies or either of them.

Land taken not to exceed Sixty Acres.

XXVI. That the Quantity of Land to be held by the Company at any One Time (over and above the Land which may be occupied in the Lines of their Wires, Tubes, and Posts) shall not exceed Sixty Acres.

Capital of Company.

XXVII. That the Capital of the Company shall in the first instance, and subject to the Powers of increasing the same herein-after contained, consist of Forty thousand Pounds, and shall be divided into Forty thousand Shares of One Pound each.

Existing Capital to vest in the present Shareholders.

XXVIII. That every Person and Corporation who immediately before the passing of this Act was entitled to One or more Share or Shares in the Capital of the existing Company shall, immediately after the passing of this Act, become entitled to the same Number of Shares in the Capital of the Company hereby incorporated as he or they was or were previously entitled to in the Capital of the existing Company; and every Person who after the passing of this Act shall become entitled to and shall be in the actual Possession of any Share or Shares in the Capital of the Company, shall be deemed to be a

Proprietor

Proprietor of the Undertaking and a Shareholder of the Company, subject to the Provisions and Regulations in this Act and in the said Acts incorporated herewith contained.

No Charge for Certificate of being Shareholder;

XXIX. That no Sum shall be demanded for any Certificate of Proprietorship to be delivered to Shareholders except in the Case of Certificates given in lieu of those worn out, damaged, lost, or destroyed, in which Case the Company may demand the Sum of One Shilling for every Certificate so to be given.

nor for Entry, &c. made under Section 15. of 8 & 9 Vict. c. 16.

XXX. That no Sum shall be demanded by the Company for any Entry or Indorsement to be made and Certificate to be delivered under the Fifteenth Section of the "Companies Clauses Consolidation Act, 1845."

Power to borrow on Mortgage.

XXXI. That when and so soon as any of the Telegraphs of the Company shall be open and be used for the Transmission of Messages, it shall be lawful for the Company to borrow on Mortgage or Bond any Sums not exceeding in the whole the Sum of Eight thousand Pounds; but no Sum shall be so borrowed until the whole of the said Capital or Sum of Forty thousand Pounds shall have been subscribed for, and One Half thereof shall have been actually paid up.

Arrears may be enforced by Appointment of Receiver.

XXXII. That it shall be lawful for the Mortgagees or Bond Creditors of the Company to enforce the Payment of the Principal and Interest Monies due to them respectively upon their respective Mortgages and Bonds by the Appointment of a Receiver; and in order to authorize the Appointment of such Receiver in the Event of the Principal Monies due on such Mortgages and Bonds not being duly paid, the Amount of the Principal Monies owing to the Mortgagees or Bond Creditors by whom Application for such Receiver shall be made shall not be less than the Sum of Five thousand Pounds in the whole.

Ordinary Meetings to be held yearly.

XXXIII. That a General Meeting of the Shareholders shall be held on the last *Thursday* in the Month of *July* in the Year One thousand eight hundred and fifty-three, and on the last *Thursday* in the Month of *July* in every succeeding Year.

Extraordinary Meetings.

XXXIV. That the Number of Shareholders on whose Requisition an Extraordinary Meeting may be required to be convened shall be Twenty-five or more Shareholders, holding together not less than Two thousand five hundred Shares.

General Meetings.

XXXV. That every General Meeting of the Company shall be held at the Company's principal Offices for the Time being, or at such

such Place in lieu thereof in the City of *London* or County of *Middlesex* as the Directors shall appoint.

Quorum of General Meetings.

XXXVI. That the Quorum of every General Meeting of the Company shall be Twenty Shareholders, holding together not less than Two thousand Shares.

Scale of Voting.

XXXVII. That the Scale according to which the Shareholders may vote in respect of their Shares shall be as follows; that is to say,

For One Share or more, but not exceeding Twenty Shares, One Vote:

For more than Twenty Shares, an additional Vote for every Twenty Shares above the first Twenty Shares; but that no Shareholder shall in any Case be entitled to more than Twenty Votes.

Power for Extraordinary Meetings to remove Directors, &c.

XXXVIII. That it shall be lawful for any Extraordinary Meeting of the Company specially convened for the Purpose, by any Resolution to be passed by a Majority consisting of not less than Two Thirds in Number of the Shareholders present at such Meeting, to remove from his Office, either immediately or prospectively, any Director, Auditor, Solicitor, Secretary, or other Officer or Servant of the Company whomsoever, for any Cause which in the Opinion of such Meeting shall render such Removal expedient.

Number of Directors.

XXXIX. That the Number of Directors shall be Eight, and the Qualification of a Director shall be the Possession in his own Right of Two hundred Shares in the Company.

Power to vary Number of Directors.

XL. That it shall be lawful for the Company from Time to Time to increase or reduce the Number of Directors, provided that the increased Number do not exceed Twelve, and the reduced Number be not less than Seven.

First Directors.

XLI. That the Honourable *Frederick Walpole* of *Connaught Square* in the County of *Middlesex*, the Honourable *Edward Cecil Curzon* of *Scarsdale House* in the same County, the Honourable *George Massey*, of 18, *Cambridge Square*, *Hyde Park*, in the same County, Sir *William Henry Dillon* of *Burton Crescent* in the same County, a Vice-Admiral in Her Majesty's Navy, *Leonard Morse Cooper* of *Charles Street*, *Saint James's*, in the same County, Esquire, Colonel in Her Majesty's Army, *Thomas Henry Bristow* of *Stanhope Place*, *Hyde Park*, in the same County, Esquire, *George Griffin* of *Beale's Wharf* in the Borough of *Southwark* in the County of *Surrey*, and *John Newman Tweedy* of *Montagu Square* in the County of *Middlesex*, Esquire, the present Directors of the Company, shall be and they are

are hereby appointed the first Directors of the Company under this Act.

Quorum.

XLII. That the Quorum of a Meeting of Directors shall be Three.

Committees of Directors.

XLIII. That the Number of Directors of which Committees appointed by the Directors shall consist shall be not less than Three nor more than Five, and the Quorum of such Committees shall be such Number as the Directors appointing each such Committee shall direct.

Managing Director.

XLIV. That it shall be lawful for the Directors from Time to Time to appoint any One of their own Body to be a Managing Director, and to delegate to such Managing Director all or any such of the Powers and Authorities hereby given to the Directors (except such as relate to the Appointment or Removal of any Officers of the Company, the Appointment or Removal of whom is hereby, or by the "Companies Clauses Consolidation Act, 1845," vested in the Directors, or the calling of General Meetings, or the Forfeiture of Shares,) as they the said Directors shall think fit, and any such Managing Director at any Time to displace, and to revoke or suspend all or any of the Powers delegated to such Managing Director, and to allow to such Managing Director such Salary or Remuneration as the Directors may think fit, either in a fixed Sum or Allowance, or in Sums or Allowances dependent on and variable with the Profits of the Company's Business: Provided always, that at any Meeting of the Directors at or by which such Managing Director shall be appointed, or such Salary or Remuneration allowed, there shall be a Quorum of Directors present, exclusive of the Director appointed or to be appointed Managing Director; and no Director proposed or appointed as Managing Director shall vote or take part in the Proceedings of such Meeting relative to such Appointment or Allowance.

Remuneration of the Directors and Auditors.

XLV. That the Remuneration of the Directors and also of the Auditors appointed by this Act or under the Provisions of the "Companies Clauses Consolidation Act, 1845," incorporated herewith, shall from Time to Time be fixed by a General Meeting of the Company, and be paid out of the Funds of the Company.

Auditors.

XLVI. That at every Ordinary Meeting, One Person, being a Shareholder, but not being a Director either for the Year then next ensuing or then last past, shall be elected by the Meeting to be an Auditor of the Company; and at the first Meeting of Directors in every Year after the Ordinary Meeting, Two other Persons, qualified in like Manner, shall be elected by the Directors to be Auditors of the Company; and such Three Auditors so elected shall be the Auditors

of Accounts for the ensuing Year; and that *George Henry Jay* of *Adelaide Place*, *London Bridge*, Esquire, *William Turquand*, of 13, *Old Jewry Chambers* in the City of *London*, Esquire, and *William Goodchap* of *Cheapside* in the City of *London*, Esquire, shall be and they are hereby appointed the first or present Auditors of Accounts, the said *George Henry Jay* being considered and taken to be the Shareholders Auditor, and the said *William Turquand* and *William Goodchap* being considered and taken to be the Directors Auditors.

As to filling up Vacancies in Office of Auditors.

XLVII. That in case of a Vacancy occurring in the Office of Auditor by Resignation, Refusal, or Incapacity to act, Removal, Death, Disqualification, or by any other Means than the natural Expiration of the Year of Office, the Directors shall, in case such Vacancy shall occur in an Auditorship elected to by the Shareholders, forthwith summon an Extraordinary Meeting, and in case such Vacancy shall occur in an Auditorship elected to by the Directors, forthwith call a Special Board of Directors; and such Meeting or Board (as the Case may be) shall elect an Auditor to supply such Vacancy until the next Ordinary Meeting or first Meeting of Directors after such Ordinary Meeting (as the Case may be).

Powers for Directors to buy up Shares for Benefit of Company.

XLVIII. That it shall be lawful for the Directors, with the Authority and Sanction of an Extraordinary Meeting duly convened for that Purpose, out of the Funds of the Company, to purchase for the Benefit of the Company, at such Price as they shall think proper, any Number of Shares which the Holders thereof shall be desirous of selling, and the Shares so purchased shall be transferred to Trustees in trust for the Company, or be merged in the Capital of the Company, as the Meeting authorizing such Purchase shall direct.

Power to increase Capital.

XLIX. That when a Line of Telegraphic Communication between *Dumfries*, *Portpatric*, *Donaghadee*, *Belfast*, and *Dublin* shall have been opened for public Use by the Company, it shall be lawful for the Company, with the Consent of Three Fourths of the Shareholders present, personally or by Proxy, at any Extraordinary Meeting, and holding together at least Two Thirds of the Shares in the Capital Stock of the Company, convened for the Purpose, to increase, at any One Time or from Time to Time, the Capital Stock of the Company, and for that Purpose to create a sufficient Number of new or additional Shares of such Amount *per* Share, not being less than Five Pounds *per* Share, as to such Meeting shall seem fit: Provided, that such Addition or Additions to the Capital of the Company shall not, together with the original Capital, exceed in the whole the Sum of Ninety thousand Pounds; and it shall also be lawful for any Extraordinary Meeting, by a like Majority as aforesaid, to vary from Time to Time the Amount and Number of the Shares constituting any Part of the

Capital

Capital of the Company, or to be created by virtue of this present Power, and for that Purpose, if necessary, to consolidate or to divide such Shares or any of them in such Manner as to such Meeting shall seem expedient, and to make all other Changes and to do all other Acts consequent thereon or incidental or necessary thereto.

New Shares to be offered to existing Shareholders.

L. That on any Resolution being passed by any Extraordinary Meeting to increase the Capital of the Company, and for that Purpose to create any new or additional Shares, such new or additional Shares, the Number and Amount of which shall be determined within the Limits herein-before prescribed by such Meeting, or so many of such new or additional Shares as the said *William Lawrence Gilpin* shall not become entitled to under the Provisions of the Agreements entered into between him and the Company, shall in the first Instance be offered to and apportioned among the existing Shareholders in proportion to the Number of Shares then respectively held by them, and in case of Acceptance shall be allotted to such Shareholders, but so always that the Holder of any of the Shares, whether original or new, to which the said *William Lawrence Gilpin* shall have become entitled under the said Agreements, shall not be entitled as or in the Character of Holder or Holders of such Shares to any of such new Shares; and all such new Shares as shall not be accepted by the existing Proprietors within Two Months after the same shall have been so offered to them shall be disposed of by the Company upon such Terms and in such Manner as the Company may think proper; and all such new Shares shall be subject to the same Provisions in all respects, whether with reference to the Payment of Calls or the Forfeiture of Shares on Nonpayment of Calls or otherwise, as if they had been Part of the original Capital, except as to the Times of making Calls for such additional Capital, and the Amount of such Calls, which respectively it shall be lawful for the Company from Time to Time to fix as they shall think fit.

Patents may be assigned to the Company without causing a Forfeiture.

LI. That it shall be lawful for every Patentee and Grantee named in any Letters Patent which have been granted to any Person or Persons for any Inventions or Improvements or Additions to Inventions of Electric Telegraphs, or of the Apparatus thereof, or of the giving or transmitting of Signals, or regulating the transmitting or applying Electric Currents, or other Processes for the Purposes of Telegraphic Communication, or which may be available or applicable for the Purposes of the Company hereby incorporated, and for the Executors, Administrators, and Assigns of every such Patentee and Grantee, and for every Person or Company in whom such Letters Patent or the Privileges thereby granted, or any Part thereof, now are or shall at any Time hereafter be vested, at any Time to assure or grant Licences and Permission to use all his or their Part and Interest of,

of, in, or to each of such Letters Patent and the Privileges thereby given or granted, or any Part thereof, unto or in trust for the Company hereby incorporated.

Disclaimers may be made under the Seal of the Company.

LII. That in case the Company shall at any Time hereafter, in pursuance of the Acts of Parliament, Fifth and Sixth *William* the Fourth, Chapter 83, or the Seventh and Eighth *Victoria*, Chapter 69, or of "The Patent Law Amendment Act, 1852," or either of such Acts, obtain the Leave of Her Majesty's Attorney General or Solicitor General for *England* or *Ireland*, or of Her Majesty's Lord Advocate or Solicitor General for *Scotland*, to enter at the Office in the said last-mentioned Act prescribed in that Behalf any Disclaimer of any Part of either the Title of the Invention mentioned or comprised in any Letters Patent or Patent Privilege of or belonging to the Company or of any Part of the Specification of any such Invention, or to enter in such Office a Memorandum of any Alteration in any such Title or Specification as aforesaid, then and in every such Case such Disclaimer or Memorandum of Alteration shall or may be made under the Seal of the Company, and signed by Two Directors or Officers of the Company, and when so made shall or may, in pursuance of such Leave as aforesaid, be entered, filed, and enrolled according to the Provisions of the same Acts; and no Acknowledgment of any such Disclaimer or Memorandum of Alteration shall be necessary previous to the Enrolment thereof.

Power to lay down Wires across the Channel, and on the Shores of the Sea between Scotland and Ireland.

LIII. That for the Purpose of better enabling the Company to complete and maintain the Line of Telegraphic Communication partly executed by them between *Portpatric* and *Donaghadee*, and also to execute and maintain other Lines of Telegraphic Communication between *Portpatric* and *Donaghadee*, and between other Places in *Scotland* and *Ireland*, it shall be lawful for the Company to lay down and place and maintain across the Channel between *Portpatric* and *Donaghadee*, and between other Places in *Scotland* and *Ireland*, and also along the Sea Coast or Shore, or the Coast or Shore of any Bay or Inlet of the Sea on the Coast of *Scotland* or *Ireland*, and either above or below High-water Mark, any Wires, Pipes, Tubes, Ropes, or Apparatus for the Purposes of any Telegraph belonging to, or to be established or used by the Company, and from Time to Time to alter, repair, amend, and reinstate the same, and for that Purpose to cut Channels on the said Shore or Coast of the Sea, above or below High-water Mark, for the Purpose of placing and laying down any Wires, Pipes, Tubes, Ropes, Machinery, or Apparatus of the Company, and also to construct, lay down, and fix Buoys, Sea Marks, and other Things in and across the said Channel necessary and convenient for the Protection of the Telegraphs, Wires, Pipes, Tubes, Ropes, Machinery, and Apparatus of the Company from Injury, the Company in the Execution

Execution of such Works doing as little Damage as may be, and making Compensation for all Damage to be caused thereby.

Works below High-water Mark not to be executed without Consent of the Admiralty.

LIV. That it shall not be lawful for the Company to construct below High-water Mark at ordinary Spring Tides, or on the Sea Shore or Bank of any navigable River, any Work, Wires, Pipes, or Tubes, or any Buoy, or erect any Sea Mark, or alter the same, at any Time or Times, without the previous Consent of the Lord High Admiral of the United Kingdom of *Great Britain* and *Ireland*, or the Commissioners for executing the Office of Lord High Admiral aforesaid for the Time being, to be signified in Writing under the Hand of the Secretary of the Admiralty, and then only according to such Plan and under such Restrictions and Regulations as the said Lord High Admiral, or the said Commissioners for executing the Office of Lord High Admiral, may approve of, such Approval being signified as last aforesaid; and if any such Mark, Wires, Pipes, or Tubes, or any Buoy or Sea Mark shall be commenced or completed, laid down or erected, or altered or extended, contrary to the Provisions of this Act, it shall be lawful for the said Lord High Admiral, or the said Commissioners for executing the Office of Lord High Admiral, to abate and remove the same, and to restore the Site thereof to its former Condition, at the Cost and Charge of the Company, and the Amount thereof shall be a Debt due to the Crown, and be recovered accordingly, with Costs of Suit.

Admiralty may direct local Survey to be made at Expense of Company.

LV. That if, after Working Drawings of any of the Works hereby authorized shall have been submitted to the Lord High Admiral of the United Kingdom, or to the Commissioners for executing the Office of Lord High Admiral, it shall be deemed expedient by him or them to order a local Survey and Examination of such Works, or of the intended Site thereof, the Company shall defray the Costs of such local Survey and Examination, and the Amount thereof shall be a Debt due to Her Majesty from the Company, and if not paid upon Demand may be recovered as a Debt due to the Crown, with the Costs of Suit, or may be recovered, with Costs, as a Penalty is or may be recoverable from the Company.

If Works across Tidal Waters are abandoned, Admiralty may remove same at the Expense of Company.

LVI. That if any Work to be constructed by the Company in or across or under any tidal Water or navigable River, or if any Portion of the Work which affects any such Water or River or Access thereto, shall be abandoned or suffered to fall into Disuse or Decay, it shall be lawful for the Lord High Admiral, or the Commissioners for executing the Office of Lord High Admiral, to abate and remove the same, or such Part or Parts thereof as he or they may at any Time or Times deem fit and proper, and to restore the Site thereof to its former Condition, at the Cost and Charge of the Company, and the Amount

Amount thereof shall be a Debt due from the Company to the Crown, and be recoverable accordingly with Costs of Suit.

Works below High-water Mark not to be executed without Consent of Commissioners of Woods.

LVII. That it shall not be lawful for the Company to lay down any Pipes or execute any other Works upon or under the Bed or Shores of the Sea, or of any Creek, Bay, Arm of the Sea, Estuary, or navigable River below High-water Mark at ordinary Spring Tides, without the Consent in Writing of the Commissioners of Her Majesty's Woods, Forests, and Lands Revenues, or One of them.

Company empowered to lay Pipes along the Streets.

LVIII. That it shall be lawful for the Company from Time to Time to lay down and place under any Street in *Scotland* or *Ireland*, and either along or across such Street, but not above the same, any Pipes or Tubes not being of larger Size than Three Inches Bore, which shall or may be necessary or convenient for the Purposes of any Electric Telegraph or intended Electric Telegraph, or for conveying the conducting and other Wires of such Telegraph along or across such Street, and from Time to Time to alter, repair, amend, and reinstate the same, and for such Purposes to break up or open the Pavement or Soil of any such Street, the Company doing as little Damage as may be, and making Compensation for all Damage to be caused thereby to the Parties who shall have sustained such Damage: Provided, that nothing in this present Provision contained shall extend or apply to any Railway or Canal, or to any of the Works or Conveniences connected with any Railway or Canal, except that, subject to the Provisions of this Act, it shall be lawful for the Company to carry their Wires, Pipes, and Tubes directly, but not otherwise, across or under any Railway or Canal, but so and in such Manner, and only at such Place and Time, as not in anywise to damage or be likely to damage the Railway or Canal, or any of the Works connected therewith, or at all to interrupt or interfere with the Use thereof, or the Passage and Conveyance of Traffic along the same.

Notice to be served before breaking up Streets.

LIX. That before any Street shall be opened or broken up or any Railway or Canal crossed by the Company they shall give to the Persons under whose Control or Management such Street, Railway, or Canal may be, or their Clerk or Surveyor, Notice in Writing of their Intention to open or break up the same Three Days at least before the Commencement of such Operation.

Streets to be broken up under Superintendence.

LX. That every such Street shall be opened or broken up under the Superintendence of the Persons so having the Control or Management of the same as aforesaid, or their Officer, and according to such Plan as shall be agreed upon between such Persons or their Officer and the Company or their Servants, or in case of any Difference respecting such Plan, then according to such Plan as shall be determined

determined by a Justice; and such Justice is hereby required, on the Application of the Company, to determine the Plan according to which such Street shall be opened or broken up, provided that Three Days Notice of the Time and Place at which such Determination is to be made shall be proved to have been served on the Person having the Control or Management of the Street proposed to be broken up.

Streets broken up to be reinstated without Delay.

LXI. That when the Pavement or Soil of any Street shall be opened or broken up by the Company, they shall with all convenient Speed complete the Work on account of which the same shall be broken up, and fill in the Ground, and make good the Pavement or Soil so opened or broken up, and carry away the Rubbish occasioned thereby, and shall in the meantime cause the Place where such Pavement or Soil shall be so opened or broken up, to be fenced and guarded, and set up and maintain upon or against the Part of the said Pavement or Soil so broken up or opened a sufficient Light during every Night during which such Pavement or Soil shall be continued open or broken up.

Penalty for Delay in reinstating Streets.

LXII. That if the Company shall make any Delay in completing any such Work, or in filling in the Ground, or making good the Pavement or Surface so opened or broken up, or in carrying away the Rubbish so occasioned as aforesaid, or in causing to be fenced, guarded, or lighted the Place where such Pavement or Surface shall have been broken up, they shall forfeit a Sum not exceeding Five Pounds for every such Offence, and a further Sum not exceeding Five Pounds for each Day during which such Delay shall continue.

In case of Delay, other Parties may reinstate and recover the Expenses.

LXIII. That if any such Delay as aforesaid shall take place, it shall be lawful for the Persons having the Control or Management of the Street in respect of which such Delay shall take place, to cause the Matter or Thing so delayed to be done, and the Expense of doing the same, together with the Costs of recovering such Expense, to be recovered from the Company by Action or otherwise, and the Money so recovered shall be applied by the Persons having the Control and Management of the Street for the Purposes of the same.

Power to sell or let Telegraphs.

LXIV. That it shall be lawful for the Company to sell, let, demise, or otherwise dispose of every or any Electric Telegraph and Part of Electric Telegraph of the Company, or any Right to use the same, upon such Terms and in such Manner as to the Company shall seem fit.

Company may take Rates for Use of Telegraphs.

LXV. That it shall be lawful for the Company to demand and receive from all Persons for whom any Messages or Signals shall be conveyed by the Company, or by means of any Electric Telegraphs belonging

belonging to them, or under their Control, such reasonable Tolls, Rates, or Sums, as the Company shall think fit, and such Tolls, Rates, or Sums may be demanded and received before the Transmission of such Messages or Signals.

Electric Telegraph to be open to Public at uniform Charges.

LXVI. That the Use of any Electric Telegraph erected or formed under the Provisions of this Act for the Purpose of receiving and sending Messages shall, subject to the prior Rights of Use thereof for the Service of Her Majesty and for the Purposes of the Company, and subject also to such reasonable Regulations as may be from Time to Time made or entered into by the Company, be open for the sending and receiving of Messages by all Persons alike without Favour or Preference.

Board of Trade may require Company to grant Licences to Persons for erecting Telegraphs for Her Majesty's Service.

LXVII. That in case the Lords of the Committee of Privy Council for Trade shall deem it necessary for Her Majesty's Service that any Electric Telegraph or Telegraphs should be constructed in any Part of Her Majesty's Dominions, or across any Portion of the Sea, and the Lords of the said Committee shall, by Notice in Writing given to the Company, require the Company to grant a Licence or Licences to any Person or Persons named or designated in such Notice for the Construction and Use of such Telegraph or Telegraphs, and the Company shall have Power to grant such Licence or Licences, then the Company or their Assigns shall forthwith grant such Licence or Licences accordingly, upon Payment for such Construction of such Sum, either annual or in gross, as may be agreed on by the Lords of the said Committee and the Company, or, in case of Difference of Opinion, as may be fixed by Arbitration, as herein-after is mentioned; and if the Company shall in any Case refuse or neglect to grant such Licence within Twenty-one Days after such Notice, the Company or their Assigns so refusing or neglecting shall forfeit for any Day after the said Period of Twenty-one Days, until such Licence shall be granted, the Sum of Ten Pounds: Provided always, that the Telegraphs to be from Time to Time constructed in pursuance of any such Licences shall be used exclusively for the Service of Her Majesty, and for no other Purpose.

Board of Trade or Admiralty may require Company to lay down Lines of Wire for the exclusive Use of Her Majesty, &c.

LXVIII. That on the Request of the Lords of the said Committee, or the said Lord High Admiral, or the said Commissioners, the Company shall lay down and from Time to Time keep in good Working Order such Lines of Wire proper for Electric Telegraphs, and in such Places (being Places where the Company are empowered to lay down such Wires), as the Lords of the said Committee, or the said Lord High Admiral, or the said Commissioners, shall appoint, for the exclusive Use of Her Majesty, and to be applied to such Purposes, whether for the immediate Service of Her Majesty or otherwise, as Her

As to Remuneration to the Company.

Her Majesty shall think fit; and the Remuneration to be paid to the Company for the Use of such Lines, whether in a gross Sum or by way of annual Payment, or both, shall be settled by Agreement between the Lords of the said Committee, or the said Lord High Admiral, or the said Commissioners, and the Company; or if the Lords of the said Committee, or the said Lord High Admiral, or the said Commissioners, and the Company, shall not agree as to the Amount of such Remuneration, either the same shall be settled by Arbitration in manner in this Act provided in case both Parties shall desire to enter into such Arbitration, or it shall be lawful for the Lords of the said Committee, or the said Lord High Admiral, or the said Commissioners, to cause such Lines of Wires, together with all Conveniences for preserving and working the same, as they shall think fit, to be laid down in such Places (being Places where the said Company are hereby empowered to lay down such Wires) as they think fit; and in order thereto, the Lords of the said Committee, or the said Lord High Admiral, or the said Commissioners, may exercise all such and the like Powers for that Purpose as are by this Act given to the Company, subject nevertheless to the like Restrictions and Conditions as are by this Act imposed on the Company, and without Prejudice to the Exercise by the Company of the Powers by this Act given to them.

Electric Telegraphs to be open to the Use of HerMajesty's Government at all reasonable Times.

LXIX. And whereas it is expedient that Provision should be made by Law for the Conveyance of Intelligence for the Service of Her Majesty by the Electric Telegraph of the Company at a reasonable Rate of Charge to the Public: Be it therefore enacted, That every Electric Telegraph already made or in progress, or to be hereafter made, for the Time being belonging to or possessed by the Company, their Licencees and Assigns, shall at all reasonable Times be open for the Transmission of Intelligence for Her Majesty's Service; and that the Company, their Licencees and Assigns, shall receive, take, and convey by every or any such Electric Telegraph all such Signals and Intelligence as shall from Time to Time be tendered to them or any of their Officers, Servants, or Agents, by or on behalf of the Lords of the said Committee, or otherwise on or for Her Majesty's Service; and all Messages at any Time sent to any Station of the Company for Transmission and Delivery on or for Her Majesty's Service shall have Priority over all other Messages whatsoever; and that it shall be imperative on the Company and their Officers and Servants to transmit and deliver such Messages accordingly, and to suspend the Transmission of all or any other Messages from such Station until the said Messages on or for Her Majesty's Service shall first have been transmitted.

Company to be entitled to Remunera-

LXX. That the Company shall be entitled to such reasonable Remuneration for the Use of any Electric Telegraph for the Service of

tion, which shall be fixed between them and the Board of Trade.

of Her Majesty as aforesaid, and for the Assistance of the Company in respect thereof, as shall be fixed by Agreement between the Lords of the said Committee and the Company, or in case of a Difference of Opinion between them, then as shall be determined by Arbitration in the Manner herein-after provided: Provided nevertheless, that the Services which may be required to be performed by the Company as aforesaid be not suspended, postponed, or deferred by reason of such Remuneration not having been then agreed on or determined.

Mode of fixing Remuneration.

LXXI. That in all Cases in which the Lords of the said Committee and the Company shall not be able to agree on the Amount of Remuneration to be paid to the Company for the Grant of any Licence, or for the Use of any Electric Telegraph, and for the Services of the Company in respect thereof, the same shall be referred to the Award of Two Persons, One to be named by the Lords of the said Committee, and the other by the Company, and if such Two Persons cannot agree on the Amount of such Remuneration, then to the Umpirage of some Third Person, to be appointed by such Two first-named Persons previously to their entering on the Inquiry, and the said Award or Umpirage shall be binding and conclusive on the Parties in difference, and their respective Successors and Assigns.

Appointment of Arbitrator.

LXXII. That in any such Reference, each Party in difference shall nominate his or their Arbitrator within Fourteen Days after Notice from the other Party requiring such Nomination, or in default it shall be lawful for the Arbitrator appointed by the Party giving Notice to name the other Arbitrator; and such Arbitrators shall proceed forthwith in the Reference, and make their Award therein within Twenty-eight Days after their Appointment, or otherwise the Matter shall be left to be determined by the Umpire; and if such Umpire shall refuse or neglect to proceed, or shall not make his Award for the Space of Twenty-eight Days after the Matter shall have been referred to him, then a new Umpire shall be appointed by the Two first-named Arbitrators, who shall in like Manner proceed and make his Award within Twenty-eight Days, or in default be superseded, and so *toties quoties*.

Power to take Possession of Telegraphs in case of public Emergencies.

LXXIII. And whereas Emergencies may arise in which it may be expedient for the Public Service that the entire Control over the Operations of the Company and the Conveyance of Signals shall be vested in Her Majesty's Government: Be it therefore enacted, That at all Times hereafter, and whenever, in the Opinion of One of Her Majesty's Principal Secretaries of State for the Time being, such an Emergency as aforesaid shall have arisen, it shall be lawful for such Secretary of State, by Warrant under his Hand, to cause Possession to be taken of all the Telegraphs and Telegraphic Apparatus at the various

various Stations of the Company, their Licencees or Agents, for the Space of One Week from the Date of such Warrant, for the Purpose of preventing any Communication being made or Signals given, save such as shall be directed and authorized by any such Principal Secretary of State, and also, by further successive Warrants, to cause Possession of the said Telegraphs and Telegraphic Apparatus to be retained from Week to Week, so long as any such Secretary of State shall deem such Possession expedient for the Public Service: Provided always, that for every Week during which Possession shall be so retained, the Company, their Licencees or Assigns, shall receive and be paid from and by the Lords Commissioners of Her Majesty's Treasury the same Amount of Profits as the Company would have made in case they had continued the working of the said Telegraphs, such Profits to be computed upon an Average of the Weekly Profits of the Company for Three Months immediately preceding the issuing of the first of the said Warrants.

Penalty on Officers of the Company for Neglect.

LXXIV. That if any Person in the Employment of the Company shall wilfully or negligently omit or delay to transmit or deliver any Message or Signal, or shall wilfully or negligently do any Matter or Thing whereby the Transmission or Delivery of any Message or Signal shall not take place, or shall be delayed or prevented, or shall wilfully or negligently omit to do or perform any Act, Matter, or Thing by reason whereof any Message or Signal shall not be transmitted or delineated, or shall be delayed in its Transmission or Delivery, every such Person shall for every such Offence forfeit a Sum of Money not exceeding Twenty Pounds.

Power of Prosecution given to the Law Officers of the Crown.

LXXV. That whenever it shall appear to the Lords of the said Committee that any of the Provisions of this Act have not been complied with on the Part of the Company, or any of their Officers, and that it would be for the Public Advantage that the due Performance of the same should be enforced, the Lords of the said Committee shall certify the same to Her Majesty's Attorney General for *England* or *Ireland*, or to the Lords Advocate for *Scotland*, as the Case may require; and thereupon the said Attorney General or Lord Advocate shall, by Information, or by Action, Bill, Plaint, Suit at Law or in Equity, or other legal Proceeding, as the Case may require, recover such Penalties or Forfeitures, or otherwise enforce the due Performance of the said Provisions, by such Means as any Persons aggrieved by such Non-compliance, or otherwise authorized to sue for such Penalties, might employ under the Provisions of this Act: Provided always, that no such Certificate as aforesaid shall be given by the Lords of the said Committee until Twenty Days after they shall have given Notice of their Intention to give the same to the Company.

LXXVI. That

Wilfully injuring an Electric Telegraph a Misdemeanor.

LXXVI. That if any Person shall wilfully remove, destroy, or damage any Electric Telegraph belonging to or under the Control of the Company, and which shall or may have been lawfully erected, or any Wires, standard Apparatus, or other Part of any such Telegraph, or any Works connected therewith, he shall be guilty of a Misdemeanor.

Power to apprehend unknown Offenders.

LXXVII. And with respect to Offenders whose Names or Residences are not known, be it enacted, That any Officer or Servant of the Company, or any Constable or Servant of any Railway Company along or near to whose Railway any Electric Telegraph, or any Apparatus thereof, or any Part thereof respectively, shall or may be erected or placed, and all Persons called by any such Officer, Servant, or Constable as aforesaid to his Assistance, shall or may seize or detain any Person who shall or may in the Presence of such Officer or Servant wilfully have broken, injured, or obstructed the working of any Electric Telegraph of or belonging to the Company, or any of the Wires, Standards, Instruments, Apparatus, or other Parts of any such Electric Telegraph, and whose Name or Residence shall be unknown to such Officer, Servant, or Constable, and shall convey such Offender, with all convenient Speed, before some Justice, without any other Warrant or Authority than this Act, and such Justice shall proceed with all convenient Speed to the hearing and determining of the Complaint against such Offender.

Satisfaction for accidental Damage how to be recovered.

LXXVIII. That if any Person shall wilfully or negligently break, throw down, damage, destroy, or injure any such Electric Telegraph as aforesaid, or any Wires, Standards, Apparatus, or other Part of any such Electric Telegraph, or any of the Works or Buoys connected therewith, and shall not make sufficient Satisfaction for the Damage thereby done, then it shall be lawful for the Company to recover such Damages from the Person so offending as any Two Justices shall think reasonable.

Provisions of 8 & 9 Vict. c. 20., as to Recovery of Damages, &c., incorporated.

LXXIX. That the Clauses of "The Railways Clauses Consolidation Act, 1845," with respect to the Recovery of Damages not specially provided for, and of Penalties, and to the Determination of any other Matter referred to Justices, shall be incorporated with and form Part of this Act.

Provision as to the Rights of the Crown.

LXXX. That nothing whatsoever contained in this Act, or in any of the Acts herein referred to, shall extend to authorize the Company to purchase, take, use, or otherwise interfere with any Land, Soil, Tenements, or Hereditaments, or any Rights in respect thereof, belonging to Her Majesty in right of Her Crown, without the Consent in Writing of the Commissioners, or One of them, for the Time being

of

of Her Majesty's Woods, Forests, and Land Revenues, or One of them, first had and obtained for that Purpose; and which such Commissioners or Commissioner are and is hereby authorized and empowered to give, or to divest, prejudice, diminish, alter, or take away any of the Estates, Rights, Privileges, Powers, or Authorities which now are or hereafter may be vested in or enjoyed by Her Majesty, Her Heirs or Successors.

Corporation Domicile.

LXXXI. That, notwithstanding anything in this Act or any of the said herein incorporated Acts contained, the principal Place of Business of the Company, and its Corporate Domicile, shall be in that Part of the United Kingdom of *Great Britain* and *Ireland* called *England*.

Power to Parliament to revise the Regulations of the Company.

LXXXII. That at any Time after the Expiration of Ten Years from the passing of this Act the Regulations of the Company in regard to the Transmission of Messages and the opening of Streets shall be subject to the Revision of Parliament, and Parliament may then require and enforce the Adoption and Performance by the Company of such modified or other Regulations in regard to the Matters aforesaid as shall be deemed necessary for the Protection and Convenience of the Public.

Expenses of Act.

LXXXIII. That all the Costs, Charges, and Expenses of and incidental to the obtaining and passing of this Act, and preparatory thereto, shall be paid by the Company.

SCHEDULE referred to in the foregoing Act.

The Electric Telegraph Company of Ireland's Act, 1853.

Memorial made the Day of 18 of the Names and Descriptions of the present Shareholders of The Electric Telegraph Company of Ireland.

A.B. of
C.D. of
&c. &c.

I of One of the Directors [*or* Secretary *or* Officer] of the said Company, do solemnly and sincerely declare, that the above-written Memorial contains the Names and Descriptions of the present Shareholders of the said Company, as the same appear in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true.

In the Case of Persons becoming Shareholders.

The Electric Telegraph Company of Ireland's Act, 1853.

Memorial made the Day of 18 of the Names and Descriptions [*or* Name and Description] of Persons [*or* Person] who have [*or* hath] become Shareholders [*or* a Shareholder] of The Electric Telegraph Company of Ireland.

E.F. of
G.H. of
&c. &c.

I of One of the Directors [*or* Secretary *or* Officers] of the said Company, do solemnly and sincerely declare, that the above-written Memorial contains the Names and Descriptions [*or* Name and Description] of Persons [*or* a Person] who have [*or* hath] become Shareholders [*or* a Shareholder] of the said Company; and I make this solemn Declaration conscientiously believing the same to be true.

In

In case of Persons ceasing to be Shareholders.

The Electric Telegraph Company of Ireland's Act, 1853.

Memorial made the Day of 18 of the Name and Description [*or* Names and Descriptions] of the Person [*or* Persons] who hath [*or* have] ceased to be a Shareholder [*or* Shareholders] of The Electric Telegraph Company of Ireland since the Day of 18 , being the Date of the last annual Memorial.

L.K. of
L.M. of
&c. &c.

I of One of the Directors [*or* Secretary *or* Officers] of the said Company, do solemnly and sincerely declare, that the above-written Memorial contains the Name and Description [*or* Names and Descriptions] of the Person [*or* Persons] as the same appear in the Books of the said Company, who hath [*or* have] ceased to be a Shareholder [*or* Shareholders] of the said Company since the Day of 18 [*the Date of the last annual Memorial*]; and I make this solemn Declaration conscientiously believing the same to be true.

LONDON:
Printed by GEORGE EDWARD EYRE and WILLIAM SPOTTISWOODE,
Printers to the Queen's most Excellent Majesty. 1853.