CHAPTER xxxv.

An Act for conferring further powers upon the Exmouth Gas Company. A.D. 1910.

[26th July 1910.]

WHEREAS the Exmouth Gas Company (in this Act called "the Company") were incorporated by the Exmouth Gas Act 1865 (in this Act referred to as "the Act of 1865") for the purpose of making and supplying gas within the limits by that Act defined:

And whereas further powers were conferred on the Company by the Exmouth Gas Act 1882 (in this Act referred to as "the Act of 1882"):

And whereas the share capital of the Company is made up as follows:—

£3600 created under the Act of 1865 consisting of three hundred and sixty ordinary shares of ten pounds each entitled to a dividend at the rate of ten per centum per annum;

£3000 raised by the creation and issue under the Act of 1865 of three hundred ordinary shares of ten pounds each entitled to a dividend at the rate of seven per centum per annum;

£4000 raised by the creation and issue under the Act of 1882 of four hundred ordinary shares of ten pounds each entitled to a dividend at the rate of seven per centum per annum;

£12200 raised by the creation and issue under the Act of 1882 of twelve hundred and twenty preference shares of ten pounds each entitled to a dividend at the rate of five per centum per annum:

[*Price* 1*s.* 9*d.*]

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And whereas in addition to the share capital raised by the Company under the Act of 1882 the Company have received premiums upon the sale of the shares representing such capital to the amount of one thousand seven hundred and forty-two pounds ten shillings in respect of the ordinary shares and two thousand seven hundred and ninety pounds seven shillings and sixpence in respect of the preference shares:

And whereas the Company were authorised by the Act of 1865 to borrow on mortgage any sums not exceeding in the whole one thousand six hundred and fifty pounds and the Company have borrowed under that Act by the creation and issue of debenture stock which is now outstanding the sum of one thousand six hundred and fifty pounds entitled to interest at the rate of five per centum per annum:

And whereas the Company were authorised by the Act of 1882 to borrow on mortgage any sums not exceeding in the whole five thousand pounds and the Company have borrowed under that Act by the creation and issue of debenture stock the sum of five thousand pounds entitled to interest at the rate of four per centum per annum:

And whereas it is expedient that the existing capital of the Company should be converted and consolidated into stock with a uniform rate of dividend as provided by this Act:

And whereas the parishes of Lympstone and Woodbury in the county of Devon are not now supplied with gas and it is expedient that the Company should be authorised to supply gas within those parishes:

And whereas it is expedient that the Company should be authorised to raise additional capital and acquire additional lands for the purposes of their undertaking and that the other powers in this Act contained should be conferred upon the Company:

And whereas the provisions of the Gasworks Clauses Act 1871 have superseded or rendered unnecessary certain provisions of the Act of 1865 and it is expedient that those and other provisions of the Act of 1865 and of the Act of 1882 should be repealed:

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

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And whereas a plan showing the lands which may be acquired under the powers of this Act and a book of reference thereto containing the names of the owners or reputed owners lessees or reputed lessees and of the occupiers of such lands have been deposited with the clerk of the peace for the county of Devon and are in this Act respectively referred to as the deposited plan and book of reference:

May it therefore please Your Majesty that it may be enacted and be it enacted by the King's most Excellent Majesty by and with the advice and consent of the Lords Spiritual and Temporal and Commons in this present Parliament assembled and by the authority of the same as follows (that is to say):—

Short titles.

1. This Act may be cited as the Exmouth Gas Act 1910 and the Exmouth Gas Act 1865 and the Exmouth Gas Act 1882 and this Act may be cited together as the Exmouth Gas Acts 1865 to 1910.

Incorporation of general Acts.

2. The following Acts and parts of Acts are (subject to the provisions of and so far as applicable to the purposes of this Act) hereby incorporated with and form part of this Act (namely):—

The Gasworks Clauses Acts 1847 and 1871 Provided that section 13 of the former Act shall be read as if the words "or any premises" were inserted after the words "private building" and as if the words "Provided also "that every such contract entered into by the Company "shall be alike in terms and amount under like circum-"stances to all consumers" were added at the end of that section;

The provisions of the Companies Clauses Consolidation Act 1845 with respect to the following matters (that is to say):—

The distribution of the capital of the Company into shares;

The transfer or transmission of shares;

The payment of subscriptions and the means of enforcing the payment of calls;

The forfeiture of shares for non-payment of calls;

The remedies of creditors of the Company against the shareholders;

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The borrowing of money by the Company on mortgage or bond;

The consolidation of the shares into stock;

The general meetings of the Company;

The accountability of the officers of the Company;

The making of dividends;

The giving of notices; and

The provision to be made for affording access to the special Act by all parties interested;

Part I. (relating to cancellation and surrender of shares) Part II. (relating to additional capital) and Part III. (relating to debenture stock) of the Companies Clauses Act 1863 as amended by subsequent Acts; and

The Lands Clauses Acts.

Interpretation.

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

The expression "existing limits of supply" means the urban district of Exmouth being the limits within which the Company are authorised by the Act of 1865 to supply gas.

The expression "limits of supply" means the existing limits of supply as extended by this Act.

Extension of limits of supply.

4. From and after the passing of this Act the existing limits of supply shall be extended so as to include the parishes of Lympstone and Woodbury in the county of Devon and the Company shall have and may exercise within the limits of supply all and the like powers privileges and authorities for and in relation to the supply of gas and shall be subject to all and the like duties liabilities and obligations in respect thereof which they now have and are subject to within the existing limits of supply.

For protection of London and South

5. For the protection of the London and South Western Railway Company (in this section referred to as "the South Western Company") the following provisions shall unless other-

wise agreed between the Company and the South Western Company apply and have effect viz.:—

(A) In laying down repairing or renewing any gas mains or pipes or executing any other works in the exercise of the powers relative to the supply of gas contained in this Act upon across over under or in any way affecting the railway of the South Western Company or any bridge over or under such railway or any approaches to any such bridge maintained by the South Western Company (herein-after called "the railway works") the same shall be done under the superintendence if the same be given and to the reasonable satisfaction of the engineer of the South Western Company and according to such plans sections and specifications and except in case of urgent necessity at such times as shall be previously submitted to and as shall be reasonably approved in writing by him or in the event of any difference then in such manner as shall be determined by arbitration in manner herein-after provided and all such works shall be executed by and at the expense of the Company and so as not to cause any injury to the railway works nor alter the existing level of the roadway Provided that if the said engineer does not express his approval or disapproval of the said plans sections and specifications within twenty-one days after the same have been submitted to him he shall be deemed to have approved thereof and the Company may proceed with the works without the approval of the said plans sections and specifications Provided also that where there is not sufficient space on any bridge to lay any mains or pipes between the road surface and the structure of any such bridge the South Western Company may require such mains or pipes to be carried outside the structure of any such bridge and shall afford all reasonable facilities for the purpose subject to the conditions herein-before contained so far as the same may be applicable thereto:

(B) The Company shall give fourteen days' notice in writing to the South Western Company before commencing any works affecting the railway works or within ten feet of the South Western Company's boundary except

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in case of emergency and then so soon as is possible after the beginning of the work or the necessity for the same has arisen:

(c) If any injury or damage to the railway works or property of the South Western Company or any interruption to the South Western Company's traffic shall be in any way occasioned by the construction maintenance or user of the works of the Company or by their contractors agents or workmen the Company shall forthwith make compensation to the South Western Company in respect thereof:

(d) All gas mains or pipes and other works of the Company upon across over under or in any way affecting the railway works shall be at all times maintained in good repair by the Company and in default of their being so maintained the South Western Company may from time to time by notice in writing signed by their said engineer and delivered at the principal office of the Company require the Company to forthwith put the same into good repair and if the Company for fourteen days after the receipt of such notice refuse or neglect to proceed with the repair of the same the South Western Company may without any further notice to the Company repair the same and all costs and expenses reasonably incurred by them in or about such repair shall be repaid to them by the Company Provided that in case of accidents happening or immediate danger being apprehended to the railway works by reason of any such gas main pipe or other work as aforesaid being in want of repair the South Western Company may after giving the longest notice possible execute such repairs as may be immediately necessary and any reasonable costs and expenses to which the South Western Company may be put by reason of any such repairs shall be repaid to them as herein-before provided:

(e) If in pursuance of their existing powers the South Western Company at any time or times hereafter require to construct any additional works upon their lands or railway or to reconstruct alter or repair their railway or any bridge over or under their railway or the approaches to such bridge at any

place where any of the works of the Company may have been constructed or laid the Company shall afford to the South Western Company all reasonable and proper facilities for the purpose and the Company shall pay to the South Western Company any additional expense which the South Western Company may reasonably and properly incur in effecting such constructing reconstructing altering or repairing of any bridge approach or other work of the South Western Company by reason of the existence or user of the mains pipes or other works constructed under the powers of this Act Provided that any works executed by the South Western Company under this subsection which will in any way affect the works of the Company shall be executed under the superintendence and to the reasonable satisfaction of the engineer of the Company and that the South Western Company shall not interrupt the supply of gas by the Company:

(f) The Company shall bear and on demand pay to the South Western Company all reasonable costs of the superintendence by them of the construction of the works and repairs thereof and in case of any level crossing being broken up all reasonable costs of watching lighting and protection of the railway works with reference to and during such construction and repairs:

(g) Any difference which may arise between the South Western Company and the Company touching any of the matters referred to in this section shall be decided by a single arbitrator to be appointed on the application of either party by the President of the Institution of Civil Engineers.

Power to take lands.

6. Subject to the provisions of this Act the Company may enter upon take and use for the purposes of their undertaking the lands described in the First Schedule to this Act and delineated on the deposited plan and described in the deposited book of reference but the Company shall not create or permit a nuisance on any such lands and no such lands shall be used by the Company for the purpose of manufacturing gas or residual products.

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Period for compulsory purchase of lands.

7. The powers of the Company for the compulsory purchase of lands for the purposes of this Act shall cease after the expiration of three years from the passing of this Act.

Power to purchase lands by agreement.

8. The Company may for the purposes of their undertaking purchase take and hold (by agreement but not otherwise) in addition to the lands now belonging to or authorised to be acquired by them any lands and hereditaments not exceeding in the whole two acres which the Company may require for the purposes of their works and undertaking but the Company shall not create or permit a nuisance on any such lands and no lands shall be used by the Company for the purpose of manufacturing gas or residual products except the lands described in the schedule to the Act of 1882.

Power to sell or lease lands.

9. Subject to the provisions of the Lands Clauses Consolidation Act 1845 the Company may sell or let on lease for such periods as they think fit any lands for the time being belonging to them and which may not at the time be required for the purposes of their undertaking and may retain and hold sell and dispose of any interest in or reversion to any lands so let and any such sale disposal or lease may be for such consideration and subject to such reservations stipulations restrictions and provisions and generally upon such terms and conditions as the Company think fit.

Conversion of preference and ordinary shares of Company.

10.—(1) As from the first day of January one thousand nine hundred and eleven all the existing preference shares of the Company shall be converted and consolidated into one class of preference stock to be called consolidated preference stock to the amount of twelve thousand two hundred pounds bearing an uniform rate of interest of five pounds per centum per annum and such consolidated preference stock shall be divided among the holders of preference shares in the existing capital of the Company as follows (that is to say):—

To each holder of preference shares for every preference share held by him ten pounds nominal value of consolidated preference stock.

(2) As from the first day of January one thousand nine hundred and eleven all the existing ordinary shares of the Company shall be converted and consolidated into one class of stock to be called consolidated ordinary stock to the amount of seventeen thousand pounds bearing an uniform rate of interest

of five pounds per centum per annum and such consolidated ordinary stock shall be divided among the holders of ordinary shares in the existing capital of the Company according to the following scale (that is to say):—

For every ordinary share of ten pounds entitled to a dividend at the rate of ten per centum twenty pounds nominal value of consolidated ordinary stock;

For every ordinary share of ten pounds entitled to a dividend at the rate of seven per centum fourteen pounds nominal value of consolidated ordinary stock.

(3) As from the first day of January one thousand nine hundred and eleven there shall be by virtue of this Act created such nominal amounts of five pounds per centum consolidated preference stock and of five pounds per centum consolidated ordinary stock as shall be necessary for the purpose of carrying into effect the conversion of such preference and ordinary shares The amount of consolidated preference and consolidated ordinary stock to which the respective holders of existing preference and ordinary shares become by virtue of this Act entitled in substitution for such existing shares shall be vested in such holders as from the said date and shall be forthwith registered in their respective names in the books of the Company.

Preference and ordinary consolidated stock to be held on same trusts &c. as shares for which it is substituted.

11. All consolidated preference and consolidated ordinary stock issued to holders of existing preference and ordinary shares of the Company shall be held in the same rights on the same trusts and subject to the same powers provisions charges and liabilities as those in upon or to which the existing shares for which the consolidated preference and consolidated ordinary stock is substituted were held or were subject to immediately before the first day of January one thousand nine hundred and eleven and shall be dealt with applied and disposed of accordingly and so as to give effect to and not to revoke any deed will or other instrument disposing of or affecting any such existing shares and trustees executors or administrators or other incapacitated parties shall accept consolidated preference and consolidated ordinary stock as the case may be in substitution for such existing shares held by them and may subject to the provisions of this Act retain dispose of or otherwise deal with the same as they might have retained disposed of or otherwise dealt with such existing shares.

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Certificates to be called in and others issued.

12.—(1) The Company shall call in the certificates of the existing preference and ordinary shares of the Company for which the consolidated preference and consolidated ordinary stock shall be substituted by virtue of this Act and shall issue in exchange for those certificates to the respective holders thereof free of charge certificates of consolidated preference and consolidated ordinary stock of the respective amounts to which those holders are by this Act respectively entitled.

(2) No holder shall be entitled to a certificate of the consolidated preference or consolidated ordinary stock so substituted for the existing shares held by him until he shall have delivered up to the Company to be cancelled the existing certificate for which such certificate of stock is to be substituted or shall have proved to the reasonable satisfaction of the directors of the Company the loss or destruction thereof and shall have given such guarantee or indemnity as the Company may require.

(3) Until the issue of the certificates of such consolidated preference or consolidated ordinary stock the existing certificates for which such new certificates are to be substituted shall according to the amounts of consolidated preference and consolidated ordinary stock to be substituted by virtue of this Act for the existing shares which they respectively represent have and confer the same rights and advantages as if they were certificates for the respective amounts of consolidated preference or consolidated ordinary stock which are to be so substituted for such existing shares.

(4) If any holder of any existing shares of the Company neglect or omit to send or deliver to the Company his existing certificate for the period of one year after notice in writing sent by post to the address appearing in the shareholders' address book the Company may suspend the payment of any dividend declared or made payable upon or in respect of the consolidated preference and consolidated ordinary stock so held by him until such existing certificate is sent or delivered to the Company or is proved to the reasonable satisfaction of the directors of the Company to have been lost or destroyed.

(5) On the issue of any certificate of consolidated preference or consolidated ordinary stock the certificate or certificates for which it is substituted shall be cancelled.

Transfers of shares although by present name to be valid.

13. All transfers or other dispositions of existing preference and ordinary shares in the capital of the Company as existing up to the conversion thereof into consolidated preference and consolidated ordinary stock by virtue of this Act shall after such conversion and notwithstanding this Act be valid and have due effect given to them respectively as transfers for the respective amounts of consolidated preference and consolidated ordinary stock which the existing shares thereby expressed to be transferred or disposed of represent or which are or may be substituted for the same under the provisions of this Act although the instrument transferring or disposing thereof shall describe the same by the name or denomination which the shares transferred or disposed of had before such conversion and the bequest of or any covenant or provision of any deed or agreement relating to any specific or nominal amount of existing ordinary shares of the Company converted by this Act into consolidated ordinary stock of larger nominal amount shall be held to apply to the nominal amount of consolidated ordinary stock which is substituted for such existing shares equal to the amount of such stock in which such existing shares shall have been converted under the provisions of this Act.

Stock to be transferable in multiples of one pound.

14.—(1) All consolidated preference and consolidated ordinary stock of the Company shall be issued and be transferable only in amounts of one pound or multiples of one pound but so that the holding of any stockholder shall not be reduced below an amount of ten pounds of stock.

(2) Notice of the effect of this enactment shall be stated in all certificates of such stock.

Rights of holders of stock.

15. Holders of consolidated preference and consolidated ordinary stock shall be entitled to participate in the dividends and profits of the Company according to the amount of their interests in those stocks and subject to the provisions of this Act such interests shall in proportion to the amount thereof confer on the respective holders of such stock the same privileges and advantages as would have been conferred by the existing shares of the Company for which the stock is substituted.

Application of provisions of Companies Clauses Acts

16. Subject to the provisions of this Act the provisions of the Companies Clauses Acts 1845 to 1889 shall extend and apply to the consolidated preference and consolidated ordinary stock of the Company as if the same had been consolidated

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to consolidated preference and ordinary stock.

under the provisions of the Companies Clauses Consolidation Act 1845 with respect to the consolidation of shares into stock and sections 18 to 20 of the Companies Clauses Consolidation Act 1845 shall be deemed and construed to include and apply to the consolidated preference and consolidated ordinary stock and dividends thereon as if such stock and dividends respectively had been expressly named in the said sections.

Additional capital.

17. The Company may (in addition to the consolidated preference and consolidated ordinary stock created by virtue of this Act) raise additional capital not exceeding in the whole twenty-four thousand pounds by the creation and issue of consolidated ordinary stock or new preference stock or wholly or partially by one or more of those modes respectively Provided that it shall not be lawful for the Company to create and issue under the powers of this Act any greater nominal amount of additional capital than shall be sufficient to produce including any premium which may be obtained on the sale thereof the sum of twenty-four thousand pounds Provided further that the Company shall not raise by the issue of preference stock a greater amount of such additional capital than sixteen thousand pounds.

New stock to be sold by auction or tender.

18.—(1) All stock in the additional capital authorised to be created under the powers of this Act shall be issued in accordance with the provisions of this section.

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

(A) Notice of the intended sale shall be given in writing to the clerk of each urban or rural district council having jurisdiction over any part of the limits of supply and to the secretary of the London Stock Exchange at least twenty-eight days before the day of auction or the last day for the reception of tenders as the case may be and shall also be duly advertised once in each of two consecutive weeks in one or more local newspapers circulating within the limits of supply:

(B) A reserve price shall be fixed and notice thereof shall be sent by the Company in a sealed letter to be

received by the Board of Trade not less than twenty-four hours before but not to be opened till after the day of auction or last day for the receipt of tenders as the case may be:

(c) No lot offered for sale shall comprise stock of greater nominal value than one hundred pounds:

(d) In the case of a sale by tender no preference shall be given to one of two or more persons tendering the same sum In the case of a sale by auction a bid shall not be recognised unless it is in advance of the last preceding bid:

(e) It shall be one of the conditions of sale that the total sum payable by the purchaser shall be paid to the Company within three months after the date of the auction or of the acceptance of the tender as the case may be.

(3) Any stock which has been so offered for sale and is not sold may be offered at the reserve price to the holders of the consolidated preference and consolidated ordinary stock of the Company in accordance with the provisions of sections 18 19 and 20 of the Companies Clauses Act 1863 and to the employees of the Company and to the consumers of gas supplied by the Company in such proportions as the Company may think fit or to one or more of these classes of persons only Provided in the case of an offer to holders of stock that if the aggregate amount of stock applied for shall exceed the aggregate amount so offered as aforesaid the same shall be allotted to and distributed amongst the applicants as nearly as may be in proportion to the amounts applied for by them respectively.

(4) Any stock which has been offered for sale in accordance with subsection (2) or with subsections (2) and (3) of this section and is not sold shall be again offered for sale by public auction or by tender in accordance with the provisions of this section and any such stock then remaining unsold may be otherwise disposed of at such prices and in such manner as the directors may determine for the purpose of realising the best price obtainable.

(5) As soon as possible after the conclusion of the sale or sales the Company shall send a report thereof to the Board of

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Trade stating the total amount of the stock sold the total amount obtained as premium (if any) and the highest and lowest prices obtained for the stock.

Application of premium arising on issue of stock.

19. All money raised under this Act including any premiums shall be applied only to purposes to which capital is properly applicable and any sum of money which shall arise from the issue of any stock by way of premium after deducting therefrom the expenses of and incident to such issue shall not be considered as part of the capital of the Company entitled to dividend Provided that all such sums shall for the purpose of determining the powers of the Company to raise money by borrowing or the amount which the Company may carry to any reserve or other fund but for no other purposes be reckoned as part of the paid-up capital.

Privileges &c. of holders of additional capital.

20. Subject as herein-after provided the additional capital raised by the Company under this Act shall be part of the general capital of the Company and save as otherwise provided in respect of such capital by the provisions of this Act the holders of stock in such additional capital shall be entitled to the like rights of voting and any other rights qualifications and privileges in proportion to the amount of their stock from time to time paid up and be subject to the like provisions and liabilities as the holders of stock issued under this Act to holders of the shares in the present capital of the Company are subject.

Borrowed money not to be converted into capital.

21. The provisions of the Companies Clauses Consolidation Act 1845 with respect to the conversion of the borrowed money into capital shall cease to apply to the Company.

Further power to borrow.

22. The Company may also subject to the provisions of this Act borrow on mortgage of the undertaking in respect of the additional capital by this Act authorised to be created and issued any sum or sums not exceeding in the whole one-third part of the amount of such additional capital which at the time of borrowing has been raised under the powers of this Act but no sum shall be borrowed until the Company have proved to the justice of the peace before he gives his certificate under the fortieth section of the Companies Clauses Consolidation Act 1845 that the whole of the stock at the time issued together with the premiums (if any) realised on the sale thereof shall have been fully paid up.

Debenture stock.

23. The Company may in respect of the powers of raising money on mortgage or bond conferred upon them by this Act create and issue debenture stock subject to the provisions of section 25 of the Act of 1882 Notice of the effect of that enactment shall be endorsed on all mortgages and certificates of debenture stock issued after the passing of this Act.

Priority of mortgages and debenture stock over other debts.

24. All moneys raised or to be raised by the Company on mortgage or debenture stock under the provisions of the recited Acts or under this Act shall have priority against the Company and the property from time to time of the Company over all other claims on account of any debts incurred or engagements entered into by them after the passing of this Act Provided always that this priority shall not affect any claim against the Company or their property in respect of any rentcharge granted or to be granted by them in pursuance of the Lands Clauses Acts or in respect of any rent or sum reserved by or payable under any lease granted or made to the Company which is entitled to rank in priority to or pari passu with the interest or dividend on their mortgages or debenture stock.

Arrears may be enforced by appointment of a receiver.

25. Section 23 of the Act of 1882 is hereby repealed but without prejudice to any appointment heretofore made or to any proceedings pending thereunder at the passing of this Act The mortgagees of the undertaking may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than three thousand pounds in the whole.

Receipt in case of persons not sui juris.

26. If any money is payable to a stockholder or mortgagee or debenture stock holder being a minor idiot or lunatic the receipt of the guardian or committee of his estate shall be a sufficient discharge to the Company.

Appointment remuneration &c. of officers.

27. The directors of the Company may at their discretion appoint suspend remove or dismiss such managers treasurers secretaries engineers collectors clerks agents and servants as they from time to time may think proper for the better carrying on of the business of the Company and may determine their respective salaries wages commissions or other emoluments.

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Quorum of general meeting.

28. As from the first day of January one thousand nine hundred and eleven the quorum for all general meetings of the Company shall be five stockholders holding in the aggregate six hundred pounds of consolidated preference and consolidated ordinary or six hundred pounds of consolidated preference or consolidated ordinary stock.

Scale of voting.

29. As from the first day of January one thousand nine hundred and eleven at any general meeting of the Company every holder of consolidated preference and consolidated ordinary stock shall be entitled to one vote in respect of every ten pounds of such stock held by him up to one hundred pounds of such stock an additional vote for every fifty pounds of such stock held by him beyond one hundred pounds up to one thousand pounds of such stock and an additional vote for every one hundred pounds of such stock held by him beyond one thousand pounds of such stock.

Qualification of directors &c.

30.—(1) As from the first day of January one thousand nine hundred and eleven the qualification of a director of the Company shall be the possession in his own right of not less than two hundred pounds of consolidated preference and consolidated ordinary stock or two hundred pounds of consolidated preference stock or consolidated ordinary stock and section 21 of the Act of 1865 shall be read and have effect as though that amount had been stated therein.

(2) No person shall be disqualified from becoming or continuing a director of the Company by reason of his or any partner of his being or becoming interested in any contract with the Company either on his own behalf or as a member of any other company or of any corporation local authority or partnership but no such person shall as a director vote in respect of any question as to any such contract.

(3) If any director shall be made bankrupt or shall go to reside abroad or shall become lunatic or of unsound mind or shall neglect to attend a meeting of directors for six months (unless such neglect be occasioned by illness or other reasonable cause allowed by the directors) then in any of the cases aforesaid the office of such director shall become vacant and thenceforth he shall cease from voting or acting as a director.

(4) The continuing directors may act notwithstanding any vacancy in the number of directors.

Limitation of profits.

31. As from the first day of January one thousand nine hundred and eleven the profits of the Company to be divided amongst the holders of the consolidated ordinary stock of the Company in any year shall not except as by this Act provided exceed the rate (in this Act referred to as "the standard rate of dividend") of five pounds per centum per annum and the profits of the Company to be divided among the holders of the consolidated preference stock shall not exceed the rate of five pounds per centum per annum.

Amendment of section 17 of Act of 1882.

32. On and from the first day of January one thousand nine hundred and eleven the proviso to section 17 (Standard price for gas) of the Act of 1882 shall be and the same is hereby repealed and that section shall be read and have effect as if instead of the said proviso the following provisions had been inserted (that is to say):—

Provided that the Company may increase or reduce the price charged by them for gas above or below the standard price subject to a reduction or increase in the dividend payable by the Company on the consolidated ordinary stock created under this Act whether created for conversion or for additional capital as follows (that is to say):—

In respect of any year during any part of which the price charged by the Company shall have been one penny or part of a penny above the standard price the dividend payable by the Company shall in respect of each penny or part of a penny by which the standard price shall have been increased be reduced below the standard rate of dividend by two shillings and sixpence on every one hundred pounds of consolidated ordinary stock and so in proportion for any fraction of one hundred pounds;

In respect of any year during the whole of which the price charged by the Company shall have been one penny or more below the standard price the dividend payable by the Company may in respect of each penny by which the standard price shall have been reduced be increased above the standard rate of dividend by two shillings and sixpence on every one hundred pounds of consolidated ordinary stock and so in proportion for any fraction of one hundred pounds:

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Provided that if in any year the dividend payable shall include a fractional amount less than one-eighth per centum the Company may defer the payment of such fractional amount until the payment of the next or some succeeding dividend and shall add such fractional amount to and pay the same with such succeeding dividend accordingly.

Power to create a special purposes fund.

33.—(1) The directors of the Company may if they think fit in any year appropriate out of the revenue of the Company as part of the expenditure on revenue account any sum not exceeding an amount equal to one per centum of the paid-up capital of the Company including premiums to a fund to be called "the special purposes fund."

(2) The special purposes fund shall be applicable only to meet such charges as a chartered accountant or incorporated accountant being the auditor of the Company or appointed for the purpose by the Board of Trade shall approve as being—

(A) Expenses incurred by reason of accidents strikes or circumstances which due care and management could not have prevented; or

(B) Expenses incurred in the replacement or removal of plant or works other than expenses requisite for maintenance and renewal of plant and works.

(3) The maximum amount standing to the credit of the special purposes fund shall not at any time exceed an amount equal to one-tenth part of the paid-up capital of the Company including premiums.

(4) The moneys forming the special purposes fund or any portion thereof may be invested in securities in which trustees are authorised by law to invest or may be applied for the general purposes of the Company to which capital is properly applicable or may be used partly in one way or partly in the other.

(5) Resort may from time to time be had to the special purposes fund notwithstanding that the sum standing to the credit of the fund is for the time being less than the maximum allowed by this section.

(6) Section 18 of the Act of 1882 is hereby repealed.

General meetings and declara-

34. Notwithstanding anything in section 18 of the Act of 1865 contained the general meetings of the holders of the

consolidated stock of the Company shall be held in the month of March in each year or in such other month as the Company by resolution of an extraordinary general meeting from time to time determine and the directors may declare and pay a half-yearly dividend payable out of the profits of the Company for any half-year ending on the thirtieth day of June without the sanction or direction of a general meeting but no such half-yearly dividend shall exceed one-half of the amount of the standard rate of dividend.

Declaration of half-yearly dividends.

35. The directors may close the register of transfers for a period not exceeding fourteen days previous to the declaration of any dividend and they may fix a day for closing the same of which seven days' notice shall be given by advertisement in a newspaper published or circulating in the district in which the principal place of business of the Company is situate and any transfer made during the time when the transfer books are so closed shall as between the Company and the person claiming under the same but not otherwise be considered as made subsequently to the declaration of any such dividend.

Closing of transfer books previous to declaring dividend.

36.—(1) The quality of the gas supplied by the Company shall with respect to its illuminating power be such as to produce at the testing-place when burned at the rate of five cubic feet per hour a light equal in intensity to the light produced by fourteen sperm candles of six to the pound each consuming one hundred and twenty grains of sperm per hour and shall be in all respects in accordance with the provisions of the Gasworks Clauses Act 1871.

Testing for quality.

(2) For testing the illuminating power of the gas the burner to be used shall be that known as the Metropolitan Argand No. 2 the photometer shall be the bar photometer or the table photometer the standard light shall be that supplied by Harcourt's ten-candle pentane lamp and in making the test the burner shall be so used as to obtain from the gas when burned at the rate aforesaid the greatest amount of light Provided that the Board of Trade may on the application of the Company or the local authority approve the use of any other burner photometer or standard light which may appear to the Board to be equally or more suitable for the testing.

(3) The Company shall within three months after the passing of this Act provide all the apparatus required by this Act for

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the testing of gas and shall at all times keep the same in proper order and repair.

No penalty in case of unavoidable cause.

37. No penalty shall be incurred by the Company for insufficiency of pressure defect of illuminating power or excess of impurity in the gas supplied by them in any case in respect of which it is proved that such insufficiency defect or excess was produced by any circumstance beyond the control of the Company Provided that the want of sufficient funds shall not be held to be a circumstance beyond the control of the Company.

Repeal of certain sections of Act of 1865 and Act of 1882.

38. The sections of the Act of 1865 and the Act of 1882 of which the numbers and marginal notes are set forth in the Second Schedule to this Act shall on and from the first day of January one thousand nine hundred and eleven be and the same are hereby repealed.

As to construction and placing of pipes &c. between mains and meters.

39. In order to enable the Company to ensure a satisfactory supply of gas to their consumers the following provisions shall have effect:—.

(1) The Company may specify the size and material of the pipes with the fittings thereof which are to be laid by the consumer either in the first instance or on the occasion of any renewal between the Company's mains and the meter and (so far as the same are intended to be covered over) on the consumer's premises:

(2) The Company may if they think fit make different specifications for different classes of premises having regard to the probable maximum consumption of gas thereon at any one time:

(3) The specification shall be published twice in some newspaper or once in each of two newspapers circulating within the limits of supply and a copy thereof shall be kept exhibited in the office of the Company:

(4) Every meter to be used in a new building or a building not previously supplied with gas or in connexion with a new or substituted pipe laid by the consumer between the main and the consumer's meter shall be placed as near as reasonably practicable to the Company's main but within the outside wall of the building:

(5) When any such pipe or meter as aforesaid has been laid or placed notice thereof shall be given to the

Company and the pipe shall not be covered over until after the expiration of twenty-four hours from the service of such notice on the Company Any officer of the Company duly appointed may between nine o'clock in the morning and five o'clock in the afternoon attend and inspect such pipes (with their fittings) and meter and if the officer is not permitted to make the inspection or if the pipes or fittings are not according to the Company's specification or if the meter is not placed as required by this section the Company may refuse to supply gas to the premises until the provisions of this section have been complied with:

(6) Any person to whom the Company refuses a supply of gas under the provisions of this section may appeal to a petty sessional court against such refusal and the court may after hearing the parties and considering any questions as to the reasonableness of the Company's specification make such order as seems to them proper in the circumstances and may order by which of the parties the costs of and incident to the appeal shall be paid.

Supply of gas where consumer has separate supply.

40. Notwithstanding anything contained in the Gasworks Clauses Act 1871 or any other Act a person shall not be entitled to demand from the Company a supply or the continuance of a supply of gas for premises having a separate supply (that is to say a supply from an installation other than that of the Company) unless he shall have previously agreed to pay the Company such minimum annual sum as will give to them a reasonable return on the capital expenditure and standing charges incurred by them to meet the possible maximum demand for those premises and the minimum annual sum to be so paid shall be determined in default of agreement by arbitration in manner provided by the Arbitration Act 1889.

Dwelling-houses for persons in Company's employ.

41. The Company may purchase or take on lease houses cottages and buildings for persons in their employ and offices show-rooms and other buildings for the purposes of their undertaking and they may also erect maintain and let any of such buildings upon any lands for the time being belonging or leased to the Company.

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Power to lay pipes in streets or roads not dedicated to public use.

42. The Company may upon the application of the owner or occupier of any premises within the limits of supply abutting on or being erected in any street or road laid out or made but not dedicated to public use supply such premises with gas and may lay down take up alter relay repair or renew in across or along or out of such street or road such pipes and apparatus as may be requisite or proper for furnishing such supply and the provisions of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes so far as they are applicable for the purposes of this section shall extend and apply mutatis mutandis to and for the purposes thereof.

Power to lay down pipes for ancillary purposes.

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

Fittings not to be subject to distress and though fixed to premises to remain property of Company.

44.—(1) Subject as herein-after provided any meters engines ranges pipes stoves fittings apparatus and appliances and things (in this section called "fittings") let by the Company on hire under the provisions of the Act of 1882 shall not be subject to distress or to the landlord's remedy for rent or be liable to be taken in execution under any process of any court or any proceedings in bankruptcy against the persons in whose possession the same may be.

(2) Subject as herein-after provided all fittings let by the Company on hire as aforesaid shall notwithstanding that they be fixed or fastened to any part of any premises in which they may be situate or to the soil under any such premises at all times continue to be the property of and removable by the Company Provided that nothing in this subsection shall affect the amount of the assessment for rating of any premises upon which any such fittings are or shall be fixed.

(3) The Company shall only be entitled to the privileges and exemptions conferred by this section in respect of such fittings

as shall have upon them respectively a distinguishing metal plate affixed to a conspicuous part thereof or a distinguishing brand or other mark conspicuously impressed or made thereon sufficiently indicating the Company as the actual owners thereof.

Power to require use of anti-fluctuators for gas engines.

45. Every consumer of gas supplied by the Company who uses a gas engine shall if required to do so by the Company use an effective anti-fluctuator and shall at all times at his own expense keep such anti-fluctuator in proper repair and in default of his so using or keeping such anti-fluctuator in proper repair the Company may cease to supply gas to such consumer The Company shall have access to and be at liberty to take off remove test inspect and replace any such anti-fluctuator at all reasonable times such taking off removing testing inspecting and replacing to be done at the expense of the Company if the anti-fluctuator be found in proper order but otherwise at the expense of such consumer.

Notice of discontinuance of supply of gas.

46. A notice to the Company from a consumer for the discontinuance of a supply of gas shall not be of any effect unless it be in writing signed by or on behalf of the consumer and be left at or sent by post to the office of the Company.

Power to refuse to supply persons in debt for other premises.

47. Notwithstanding anything in the Act of 1865 contained if a person requiring a supply of gas from the Company has previously quitted premises at which gas was supplied to him by the Company without paying to them all gas charges and meter rent due from him to the Company they may refuse to furnish to him a supply of gas until he pays the same.

Period of error in defective meters.

48. In the event of any meter used by a consumer of gas being tested in manner provided by the Sale of Gas Act 1859 and being proved to register erroneously within the meaning of the said Act such erroneous registration shall be deemed to have first arisen during the then last preceding quarter of the year unless it be proved to have first arisen during the then current quarter The amount of the allowance to be made to or of the surcharge to be made upon the consumer by the Company shall be paid by or to the Company to or by the consumer as the case may be and shall be recoverable in the like manner as gas charges are recoverable by the Company.

Company may contract with local

49. The Company may contract with any local authority company or persons authorised to supply gas under parliamentary

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authority &c. for supply in bulk.

powers in any district adjacent to the Company's limits of supply for the supply to them respectively of gas in bulk upon such terms and conditions and for such periods not exceeding in any case seven years from the making of the contract as may be agreed upon but nothing in this section shall authorise the Company to lay any mains or interfere with any street beyond their limits of supply.

Charges for gas supplied by prepayment meters.

50.—(1) The Company may demand for any gas supplied through a prepayment meter a not greater charge than for gas supplied to private consumers within their limits of supply through any other kind of meter or by any other method of supply.

(2) The Company shall not charge for the hire of any prepayment meter and fittings to be used therewith any sum other than a sum of money calculated according to the quantity of gas supplied through such prepayment meter and the maximum sum to be so charged shall be at the rate of tenpence per one thousand cubic feet supplied in manner aforesaid such sum to include the hire of meter and the fittings used therewith or at the rate of one shilling per one thousand cubic feet if the fittings include a gas cooking-stove:

The said charge shall include the providing letting fixing repairing and maintenance of the meter and fittings and the cost of collection and other costs incurred by the Company in connexion with the meter and fittings.

(3) The maximum charge for the hire of a prepayment meter without fittings shall be at the rate of ten per centum per annum on the cost of the meter.

(4) For the purpose of this section the expression "prepayment meter" means any meter or appliance by which the quantity of gas supplied is regulated according to the amount of money prepaid therefor.

Company not to be liable to penalty for sulphur compounds other than sulphuretted hydrogen.

51. After the passing of this Act the Company shall not be liable to any penalty or forfeiture by reason of the presence in the gas supplied by the Company of sulphur compounds other than sulphuretted hydrogen.

Recovery of demands under one hundred pounds.

52. Proceedings for the recovery of any demand made under the authority of this Act or the recited Acts or any incorporated enactment whether provision is or is not made for

the recovery in any specified court or manner may be taken in the county court provided that the demand does not exceed the amount recoverable in that court in a personal action.

Gas consumers to give notice to Company before removing.

53. At least twenty-four hours' notice in writing shall be given to the Company by every gas consumer before he shall quit any premises supplied with gas by meter by the Company and in default of such notice the consumer so quitting shall be liable to pay to the Company the money accruing due in respect of such supply up to the next usual period for ascertaining the register of the meter on such premises or the date from which any subsequent occupier of such premises shall require the Company to supply gas to such premises whichever shall first occur Notice of the effect of this enactment shall be endorsed upon every demand note for gas charges payable to the Company.

Authentication of notices.

54. Any notice to be served by the Company demanding payment of any charge in respect of a supply of gas or of fittings shall be sufficiently authenticated by the name either of the secretary or of a collector of the Company being affixed thereto in print or by a stamp.

Costs of Act.

55. 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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SCHEDULES referred to in the foregoing Act.

FIRST SCHEDULE.

Lands to be acquired compulsorily under the powers of the Act.

(1) Certain lands containing by admeasurement three thousand two hundred and ninety-three superficial feet or thereabouts adjoining the western side of and bounded on or towards the north-east and south by the land of the Company on parts of which the existing gasworks are erected and bounded on or towards the west by Union Street with the dwelling-houses or cottages thereon known as Nos. 1 to 5 (inclusive) Union Street together with the outbuildings yards gardens and curtilages occupied therewith.

(2) Certain lands containing by admeasurement eight thousand eight hundred and forty-two superficial feet or thereabouts adjoining the northern side of the land of the Company on parts of which the existing gasworks are erected and bounded on or towards the west by dwelling-houses shops and premises in Union Street on or towards the north by premises forming the south side of Albion Place and on or towards the east by Victoria Place with the dwelling-houses or cottages thereon known as Nos. 1 to 10 (inclusive) Little Albion Place together with the outbuildings yards gardens and curtilages occupied therewith.

SECOND SCHEDULE.

Referred to in the section of this Act of which the marginal note is "Repeal of certain sections of Act of 1865 and Act of 1882."

Act of 1865—

Section 19 (Quorum of meetings);
Section 27 (Accounts);
Section 46 (Consumers to burn by meter);
Section 47 (Consumer to keep his own meter in order);
Section 49 (Register of gas meter to be primâ facie evidence);
Section 50 (Power to remove meter fittings);
Section 51 (Penalty for damaging meters);

Section 52 (Incoming tenant not liable to pay arrears of gas rate);
Section 53 (Sums in dispute may be recovered by distress);
Section 54 (Contents of warrant);
Section 55 (Warrant shall include costs);
Section 56 (Recovery of sums due to the Company);
Section 57 (As to quality of Company's gas);
Section 58 (Company to erect test meter);
Section 62 (Liability to gas rates not to disqualify justices);
Section 63 (Shareholder may be a member of local board):

Act of 1882—

Section 31 (Power to contract for sale of gas in bulk);
Section 36 (Burner);
Section 42 (Notice by consumers of intention to discontinue gas supply).

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