ANNO QUINTO

# VICTORIÆ REGINÆ.

Sess. 2.

*****************************************************

## *Cap.* lxiv.

## An Act for regulating legal Proceedings by or against "The Guarantee Society," and for granting certain Powers thereto. [18th *June* 1842.]

WHEREAS several Persons have associated themselves into a Company called or known by the Name of "The Guarantee Society," and have subscribed and become responsible for considerable Sums to meet the Objects thereof, and to carry on the Business of the said Society, such Objects being, in consideration of an annual Premium, to become Surety for the Integrity of Clerks, Collectors, Receivers, and other Persons of Reputation approved of by the said Society, in whom pecuniary Trust is or shall be reposed: And whereas Difficulties have arisen and may hereafter arise in legal Proceedings by or against the said Society, since by Law all the Members for the Time being of the said Society must be named in such Proceedings: And whereas it is expedient that the said Society should be rendered capable of suing and being sued in the Name of some one Individual as a nominal Party to such legal Proceedings, and further Powers be granted; but the same cannot be effected without the Aid and Authority of Parliament: May it therefore please Your Majesty that it may be enacted; and be it enacted

by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, That in all Actions, Suits, and other legal Proceedings, other than Proceedings of a Criminal Nature, and in all Proceedings in Lunacy, Bankruptcy, or Insolvency, whether by way of or under or arising out of any Petition, Fiat, or, in *Scotland*, Sequestration, or otherwise, to be hereafter instituted or prosecuted by or on behalf of the said Society, either alone, or jointly with any other necessary Parties, it shall be sufficient to state and to proceed or act in the Name of the Secretary or one of the Directors for the Time being of the Society as the nominal Plaintiff or Agent representing the Society in such Proceedings; and that in all Actions, Suits, and other legal Proceedings to be hereafter instituted or prosecuted against the Society, either alone, or jointly with any other necessary Parties, it shall be sufficient to state the Name of the Secretary or some one of the Directors for the Time being of the Society, or in the event of there being no Secretary or Director of the Society, then to state the Name of some one of the Shareholders as the nominal Defendant representing the Society in such Proceedings: Provided always, that any Party suing the Society may, if he think fit, join any Shareholders of the Society, or Persons who shall have been Shareholders of the Society, together with such nominal Party, as Defendants in Equity, for the Purpose of Discovery, or in case of Fraud.

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

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

Death, &c. of Officer suing not to abate Suit.

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

Actions by or against Shareholders.

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

Plea in bar of former Suit.

V. And be it enacted, That the Secretary of the Society shall not, by reason of his being such nominal Party in any Action or other Proceeding instituted or prosecuted under the Authority of this Act, be inca-

Officer suing not incapacitated as a Witness.

incapacitated from being a Witness in any such Action or Proceeding, if in other respects admissible.

Bankruptcy of Officer suing not to affect Suit.

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

Judgment or Decree to be as effectual as if in Name of all the Shareholders.

VII. And be it enacted, That every Judgment, Decree, or Order of any Court of Justice in any Proceeding at the Suit or Instance of any such nominal Party shall have the same Effect as if such Judgment, Decree, or Order had been made or pronounced in a Proceeding at the Instance of every individual Shareholder of the Society by Name.

Decree or Judgment to be enforced against Company and Shareholders.

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

Execution against former Shareholders.

IX. And be it enacted, That it shall be lawful for the Plaintiff to cause Execution upon any Judgment, Decree, or Order obtained by him in any such Action or Suit against any such nominal Party as aforesaid to be issued against all or any of the Shareholders for the Time being of the Society; and if such Execution shall be ineffectual to obtain Satisfaction of the Sums sought to be recovered thereby, then it shall be lawful for him to cause Execution to be issued against any Person who was a Shareholder of the Society at the Time the Contract was entered into upon which such Action or Suit shall have been instituted; but no such Execution against any Person having ceased to be a Shareholder shall be issued without Leave first granted by the Court in which such Judgment, Decree, or Order shall have been obtained, upon Motion in open Court, and after Notice of such Motion given to the Person sought to be charged: Provided always, that no Person having ceased to be a Shareholder of the Society shall be liable for the Payment of any Debt for which any such Judgment, Decree, or Order shall have been so obtained, for which he would not have been liable as a Partner, in case a Suit had been originally brought against him for the same; nor shall this Act be deemed to enable any Party to a Suit to recover from any individual Shareholder of the Society, or any other Person whomsoever, any other or greater Sum than might have been recovered if this Act had not been passed.

Extent of Liability of former Shareholders.

X. And

Reimbursement of individual Shareholders.

X. And be it enacted, That every Person against whom any such Execution shall have been issued shall be reimbursed, out of the Funds or Property of the Society, for all Monies paid, and for all Damages, Costs, and Expences incurred by him by reason of such Execution, or of the Action or Suit in which the same shall have issued, or, in default of such Reimbursement, by Contribution from the other Shareholders of the Society.

Individuals paying under Execution to recover against the Society.

XI. And be it enacted, That if any such Execution be issued against any present or former Shareholder of the Society, and if within Fourteen Days next after the levying of such Execution he be not reimbursed, on Demand, out of the Funds or Property of the Society, all such Monies, Damages, Costs, and Expences as he shall have paid or incurred in consequence of such Execution, it shall be lawful for such Shareholder, or his Executors or Administrators, to sue out new or further Execution against the Estates, Funds, and Property of the Society, upon the Judgment or Decree on which Execution may have been issued against him, and thereby raise and pay what he may have been compelled to pay by means of such original Execution, together with Interest thereon, and his Costs, Damages, and Expences in that Behalf sustained, the Amount whereof shall be ascertained and certified by one of the Masters or other Officer of the Court out of which such Execution shall issue.

Contribution to be recovered from other Shareholders.

XII. And be it enacted, That if such Shareholder be not by the Means aforesaid fully paid all such Monies, with Interest, Damages, Costs, and Expences, as he shall have paid or incurred by reason of any such Execution, it shall be lawful for him, his Executors or Administrators, to divide the Amount thereof, or so much thereof as he shall not have been reimbursed, into as many equal Parts as there shall then be Shares in the Capital of the Society (not including Shares then under Forfeiture); and every Shareholder for the Time being of the Society, and the Executors or Administrators of every deceased Shareholder, shall, in proportion to the Number of Shares which they may hold in the Society, pay One or more of such Parts, upon Demand, to the Shareholder against whom such Execution shall have been issued, or to his Executors or Administrators; and upon Neglect or Refusal so to pay it shall be lawful for such Shareholder, his Executors or Administrators, to sue for and recover the same against the Shareholder, or the Executors or Administrators of any Shareholder, who shall so neglect or refuse as aforesaid, in any of Her Majesty's Courts of Record at *Westminster*, or in any other Court having Jurisdiction in respect of such Demand.

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

XIII. And be it enacted, That if the Shareholder or former Shareholder against whom any such Execution shall have issued, his Executors or Administrators, shall, by reason of the Bankruptcy or Insolvency of any Shareholder, or from any other Cause, but without any Neglect or wilful Default on his own Part, be prevented from recovering any Proportion of the Monies, Costs, or Expences which he shall have so paid, it shall be lawful for him, his Executors or Administrators, again to divide the Amount of all such Monies, Costs, and Expences as shall not have been recovered by him or them into

as many equal Parts as there shall then be Shares in the Capital of the Society (not including the Shares then under Forfeiture), except the Shares in respect of which such Default shall have happened; and every Shareholder for the Time being of the Society, and the Executors or Administrators of every deceased Shareholder, except as aforesaid, shall rateably, according to the Number of Shares which they shall hold in the Society, upon Demand, pay One or more such last-mentioned Parts to the Shareholder against whom such Execution shall have issued, his Executors or Administrators; and in default of Payment he or they shall have the same Remedies in all respects for the Recovery thereof as, under the Provisions herein-before mentioned, are given in respect of the original Proportions of such Moneys, Damages, Costs, and Expences; and in the event of any Proportion of the said Monies, Damages, Costs, and Expences remaining unpaid by reason of any such Bankruptcy, Insolvency, or other Cause as aforesaid, such Shareholder, his Executors or Administrators, shall in like Manner from Time to Time, and by way of accumulative Remedy, have (*mutatis mutandis*) the same Powers of again dividing and enforcing Payment of the Amount of such Proportion, until he or they shall in the end, if a former Shareholder, be fully reimbursed the whole of the said Monies, Costs, and Expences, and if a then Shareholder, the whole, excepting the Portions appertaining to the Shares held by him.

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

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

Criminal Proceedings may be in the Name of the Society.

XV. And with regard to Proceedings of a Criminal Nature to be instituted by the Society, be it enacted, That it shall be lawful for the Society, by the Secretary or One of the Directors for the Time being of the Society, to prefer and prosecute any Indictment or other Criminal Proceedings against any Person for any Offence already committed or that shall hereafter be committed against the Society; and in any such Proceeding, if the same be for stealing or embezzling the Property of the Society, whether vested in them, or in any Person in Trust for them, it shall be sufficient to state in the Indictment or Information that such Property (whether Money, Goods, Chattels, Effects, Bills, Notes, Securities, or other Property) is the Property of

of "The Guarantee Society," or if such Proceeding be for Fraud or Forgery, or other Crime or Offence committed against or with Intent to injure or defraud the Society, then it shall be sufficient to state that the Offence was committed against or with Intent to injure or defraud "The Guarantee Society," and thereupon any Offender, whether he be or have been a Shareholder of the said Society or not, may be lawfully convicted of any such Crime or Offence.

Empowering Lords of the Treasury, or principal Officers of any public Office, to accept the Security of the Society. 50 G. 3. c. 85.

XVI. And whereas by an Act passed in the Fiftieth Year of the Reign of His Majesty King *George* the Third, intituled *An Act to regulate the taking of Securities in all Offices in respect of which Security ought to be given, and for avoiding the Grant of all such Offices in the Event of such Security not being given within a Time to be limited after the Grant of such Office*, it is enacted, that every Person who shall after the passing of that Act be appointed to any Office or Employment, or Commission, Civil or Military, in any public Department belonging to that Part of the United Kingdom called *England*, or to any such Office or Employment of public Trust under the Crown, or wherein he shall be concerned in the Collection, Receipt, Disbursement, or Expenditure of any public Monies, and who by reason thereof shall be required to give Security, with Surety or Sureties, or otherwise, shall, within One Month after Notice of such Appointment if he shall then be in *England*, or within Two Months if he shall then be in *Scotland* or *Ireland*, or within Six Months if he shall then be in any other Part of *Europe* or in *America* or the *West Indies*, or within Nine Months if he shall then be in *Africa*, or within Eighteen Months if he shall then be in the *East Indies* or any other Part of *Asia*, or within Ten Months if he shall then be on the high Seas (unless he shall sooner arrive in *England* or *Wales*, or *Scotland* or *Ireland*, and then within Two Months after such Arrival), give, execute, and enter into a Bond or Bonds, or other Security or Securities, in such Sum, and with such sufficient Surety or Sureties, as shall be approved of by the Lords Commissioners of the Treasury, or any Three or more of them, or by the principal Officer or Officers, or Person or Persons, in the Office or Department to which he shall be appointed, for the due Performance of the Trust reposed in him, and for the duly accounting for all public Monies intrusted to him or placed under his Control: And whereas by another Act passed in the
52 G. 3. c. 66. Fifty-second Year of the Reign of His said Majesty King *George* the Third, the Provisions of the said recited Act of the Fiftieth Year of His said Majesty are extended to that Part of the United Kingdom called *Scotland*: And whereas by Two other Acts, one passed in the Sixth and Seventh Years of the Reign of His late Majesty King *William* the Fourth, intituled
6 & 7 W. 4. c. 28. *An Act to enable Persons to make Deposits of Stock or Exchequer Bills in lieu of giving Security by Bond to the Postmaster General and Commissioners of Land Revenue, Customs, Excise, Stamps, and Taxes*, and the other passed in the First and Second Years of the Reign of Her Majesty Queen *Victoria*, intituled
1 & 2 Vict. c. 61. *An Act to amend an Act for enabling Persons to make Deposits of Stock or Exchequer Bills in lieu of giving Security by Bonds to the Postmaster General and Commissioners of Land Revenue, Customs, Excise, Stamps, and Taxes*, further Provisions are made with respect to the Security to be given by Parties who, in respect of their

Offices, are required to give Security, as described in the Two first above recited Acts; and it is expedient, as well for the greater Ease of Persons required to give Security as aforesaid, as for the better securing the public Interest, that further Provisions should be made in this respect; be it therefore enacted, That from and after the passing of this Act it shall and may be lawful to and for the Lord High Treasurer or Commissioners of the Treasury, or any Three or more of them, or the principal Officer or Officers of any other public Office or Department in which any Person or Persons shall be appointed to any Office or Employment, who, in respect of such Office or Employment, shall be required to give Security, by Bond or otherwise, as mentioned in the before-recited Acts, or either of them, to take and accept, if he or they shall think fit, in lieu of such Bond or other Security, the Guarantee or Security of the said Guarantee Society, to be given and executed in and by their Policy or Policies, in the usual Form of such Policy or Policies, or in such other Form and subject to such Conditions as the said Lord High Treasurer or Commissioners of the Treasury, or any Three or more of them, or the principal Officer or Officers of such Office or Department in which the said Person or Persons shall be appointed to such Office or Employment, shall require, approve, and direct; and the same, when taken and accepted, shall be in lieu of the Security required by the said recited Acts or any of them.

Policies to be in Name of the Secretary or any other Officer named by the Lords of the Treasury or principal Officers.

XVII. And be it enacted, That every such Policy shall be made to and in the Name of the Secretary, or such other Officer, with the Addition of his Name of Office, as shall be named for that Purpose by the Lord High Treasurer or the Commissioners of the Treasury, or any Three or more of them, or the principal Officer or Officers of such other Office or Department as aforesaid; and shall enure to the Person so named in the Policy so long as he shall continue in such Office, and afterwards to his Successors in the said Office for the Time being, in Trust nevertheless to and for Her Majesty, Her Heirs and Successors; and the Person so named in the said Policy, and his Successors in Office, shall be entitled to all the Rights and Benefits of Action, Suit, and other Proceedings against the said Guarantee Society, and for enforcing Execution upon any Judgment, Order, Decree, or other Proceeding against the said Society, as are given by this Act to the Holder of any Policy entered into by virtue of this Act.

Certificate of Loss sustained to be granted, to enable the assured to recover same with Costs.

XVIII. And be it enacted, That it shall be lawful for the Lord High Treasurer or Commissioners of the Treasury, or any Three or more of them, and for the principal Officer or Officers of such other Office or Department in which any such Policy shall be taken or accepted as aforesaid, by Certificate under their respective Hands or Hand, to declare that the Revenue has been damnified, and to state the Amount of the Loss occasioned by any Act done, or any Payment or Duty omitted, in contravention of the Duty or Purpose for the due Performance of which such Policy shall have been taken and accepted; and that the Production of such Certificate, and Proof of the Handwriting of the Person or Persons subscribing the same, (whom it shall not be necessary to prove to have been at the Date of such Subscription,

tion, or to be, an Officer or Officers of the Office or Department in which such Policy shall be taken and accepted as aforesaid,) shall be final and conclusive Evidence, in every such Action, Suit, or other Proceeding, of the Truth of the Contents of the said Certificate, and that the said Policy has become forfeited thereby to the Amount of the Loss stated in the said Certificate; and thereupon the assured shall be entitled to recover such Amount, together with the Costs of such Action, Suit, or other Proceeding.

Indemnity of Lords of Treasury or other principal Officers.

XIX. And be it enacted, That neither the Lord High Treasurer nor Commissioners of the Treasury, or any of them, nor the principal Officer or Officers of such other Office or Department as aforesaid, or any of them, shall be in any way personally liable for any Act done by them, or any of them, in pursuance of this Act, but that all Actions and Suits, both at Law and in Equity, commenced against them or any of them, for any Act done by them or any of them in pursuance of this Act, shall be null and void, and shall be quashed and vacated upon summary Motion by the Court in which they shall be commenced, which Court is hereby required to give to the Defendant or Defendants in such Action or Suit the full Costs of such Motion, to be taxed between Attorney and Client.

Memorial to be enrolled.

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

Several Matters in One Memorial.

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

Form of Memorials.

XXII. And be it enacted, That the several Memorials aforesaid shall be in the Form or to the Effect expressed in the Schedule annexed to this Act, and shall be signed by the Secretary or One of the Directors of the Society, and shall be verified by a Declaration of such Secretary or Director before a Master of the High Court of Chancery, made pursuant to the Provisions of an Act passed in the Fifth Year of the Reign of His late Majesty King *William* the Fourth, intituled *An Act to repeal an Act of the present Session of Parliament, intituled 'An Act for the more effectual Abolition of Oaths*

5 & 6 W. 4. c. 62.

*'and*

'*and Affirmations taken and made in various Departments of the State,* '*and to substitute Declarations in lieu thereof, and for the more entire* '*Suppression of voluntary and extra-judicial Oaths and Affidavits;*' *and to make other Provisions for the Abolition of unnecessary Oaths;* and if any Declaration so made shall be false or untrue in any material Particular the Person wilfully making such false Declaration shall be guilty of a Misdemeanor.

Evidence of Memorials.

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

Powers not to be exercised until Memorial enrolled.

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

Existing Liabilities to continue till new Memorials.

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

Power for Directors to execute Powers of Attorney to recover Foreign Debts.

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

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

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

Secretary or Director to grant Releases to Witnesses.

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

Service of Notice on the Society.

XXIX. And be it enacted, That in all Cases wherein it may be necessary for any Person to serve any Notice, Writ, or other Proceeding, at Law or in Equity, or otherwise, upon the Society, Service thereof respectively on the Secretary or any Director for the Time being of the Society, either personally or by leaving the same with some Inmate of his Place of Abode, or Service by leaving the same at the principal Office of the Society in *London*, shall be deemed good Service of the same on the Society.

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

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

Power to sue during winding up in case of Dissolution.

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

Not to extend to incorporate the Society.

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

Expences of Act how to be paid.

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



XXXIV. Pro-

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

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

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

Words importing the Masculine Gender shall include Females:

The Word "Plaintiff" shall include Pursuer and Petitioner:

The Word "Defendant" shall include Defender and Respondent:

The Word "Execution" shall include Diligence or other Proceeding proper for giving Effect to any Judgment, Decree, or Order of a Court of Justice:

The Expression "the Society" shall mean the said "Guarantee Society."

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

## The SCHEDULE referred to in the foregoing Act.

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

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

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

(Signed) *A. B.*

Solemnly declared before me,
*X. Y.* Master *or* Master Extraordinary in Chancery.

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

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

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

I *A. B.* of in the County of One of the Directors [*or* the Secretary] of the said Society, do solemnly and sincerely declare, That the above-written Memorial contains the Names

Names of the new Directors [*or* the Name of the new Director *or* Secretary] of the said Society, and of the Persons [*or* Person] in whose Places [*or* Place] they have been [*or* he has been] appointed, as the same appear in the Books of the said Society; and I make this solemn Declaration conscientiously believing the same to be true.

(Signed) *A.B.*

Solemnly declared, *&c.*

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

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In case of Persons ceasing to be Proprietors.

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

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

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

(Signed) *A.B.*

Solemnly declared, *&c.*

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

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In case of Persons becoming new Shareholders.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the Persons who have become new Shareholders of "The Guarantee Society" since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting new Shareholders of the said Society, enrolled pursuant

pursuant to an Act of Parliament passed in the Fifth Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

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

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

(Signed) *A.B.*

Solemnly declared, *&c.*

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

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In case of several Changes at the same Time.

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

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

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

---

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

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

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Names of the Persons who have ceased to be Proprietors.

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

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Names of new Proprietors.

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

I *A.B.*

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

(Signed) *A. B.*

Solemnly declared, *&c.*

*N.B.*—The last Memorial as to new Directors was enrolled on the Day of .

The last Memorial as to the new Secretary was enrolled on the Day of .

The last Memorial as to the ceasing and discontinuing of Proprietors was enrolled on the Day of .

The last Memorial as to new Proprietors was enrolled on the Day of .

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