ANNO QUARTO & QUINTO

VICTORIÆ REGINÆ.

****

Cap. xciv.

An Act for enabling "The Imperial Life Insurance Company" to alter the Mode of Appropriation of Profits directed by their Deed of Settlement; and for regulating legal Proceedings by or against the Company. [21st *June* 1841.]

WHEREAS on or about the Twenty-eighth Day of *November* One thousand eight hundred and twenty a Number of Persons formed themselves into a Company or Society, under the Name of "The Imperial Life Insurance Company," and subscribed or raised considerable Sums of Money in order to make or effect Assurances on Lives and Survivorships, and to provide or effect Endowments for Children: And whereas by their Deed of Settlement or Copartnership, bearing Date on or about the said Twenty-eighth Day of *November* One thousand eight hundred and twenty, divers Laws, Rules, Regulations, and Provisions were established for the Conduct and Management of the Concerns of the said Company; and it was thereby provided (amongst other things) that an Annual General Court, with One Extraordinary General Court, or Two successive Extraordinary General Courts, should have full Power to make any new Laws, Rules, Regulations, and Provisions for the said Company, or to amend, alter, or repeal all or any Part of their existing

Laws, Rules, Regulations, and Provisions, (except those respecting the individual Responsibility of each Proprietor, and the Appropriation or Division of the Profits of the said Company and of the Dividends on their Capital); and it was thereby further provided, that the Capital arising from Subscriptions, with its Accumulations, should be denominated "Subscription Capital," and should be invested and kept distinct from the Monies arising from Premiums on Policies, which should be entitled "Premium Account;" and it was thereby further provided, that the Profits of the said Company, after making ample Provisions for satisfying all outstanding Claims and Liabilities, should from Time to Time be appropriated to increase the Sums assured by Policies for the whole Term of Life (whether of Proprietors or not), and to increase the Shares of Proprietors in the Subscription Capital; and that in order to regulate the Appropriation of such Profits an Account of the Affairs of the said Company, and of all its Property, Effects, and outstanding Engagements, should be taken at the End of Ten Years from the General Court which would be held in the Month of *January* One thousand eight hundred and twenty-one, and also at the End of every succeeding Ten Years; and that as often as it should appear upon the taking of such periodical Accounts that there would be a Surplus upon the Premium Account, after providing for all existing or outstanding Engagements, (regard being had to the true Value and Extent thereof,) then One Third of such Surplus should be added to the Subscription Capital; and it was thereby further provided, that the Residue of such Surplus should be added by way of Bonus to the Policies of such Persons (whether Proprietors or not) who should, at the Time the same should be declared, have Assurances on foot with the said Company, upon and for the whole Continuance of One or more Life or Lives, such Bonus to be in proportion to the Amount insured by such Policy or Policies, and to the Number of Years during which such Policy or Policies should have remained in force, but so as no Person should be entitled to any Bonus in respect of any Policy or Policies, unless he or she should have paid Five annual Premiums thereon at the least; and it was thereby further provided, that notwithstanding any thing hereinbefore contained, it should be lawful for the Court of Directors, after the first Ten Years Account should have been taken, and Profits appropriated as aforesaid, to make Additions to the Sums insured by such Policies as might subsequently and before the taking of any other periodical Accounts become payable by reason of the Deaths of the assured, provided such Additions were made only upon Policies on which Five annual Premiums at least should have been paid, and that such Additions did not exceed the same Ratio of Bonus or Addition as might have been made to other Policies at the preceding Period of taking such periodical Accounts as aforesaid, and provided that such Additions should have been approved of by Three Fourths of the Directors; and it was thereby further provided, that the Sum to which any Person assured by the Company might become entitled under or by virtue of any such Bonus or Addition as aforesaid should be paid by the Company, without Interest, at the Time when the Sum assured by the Policy in respect of which such Distribution or Appropriation might be made in favour of such Person should become payable, and not before; and it was thereby also provided, that if any

Policy in respect of which any such Bonus or Addition might be made as aforesaid should become forfeited and not be revived, the Person assured by that Policy should have no Claim upon the Company for such Bonus or Addition in respect of such Policy, but that such Sum should be immediately forfeited to the Company, and again form Part of the "Premium Account:" And whereas the Public hath been greatly benefited by the Formation of the said Company or Society, with a competent Capital to carry on the same: And whereas it would greatly promote the Success and Prosperity of the said Company if the said Company was empowered and enabled, at an Annual General Court or an Extraordinary General Court of the said Company, to amend, alter, or repeal all or any Part of the existing Laws, Rules, Regulations, and Provisions of their herein-before mentioned Deed of Settlement or Copartnership, relating to or concerning the Appropriation or Division of their Profits, and to make any new Laws, Rules, Regulations, and Provisions relating to or concerning such Appropriation or Division of Profits, but by reason of such General Courts being by the said Deed of Settlement or Copartnership expressly precluded from altering or interfering with the Appropriation of Profits as therein mentioned and agreed upon, such Power as last aforesaid cannot be conferred without the Aid and Authority of Parliament: And whereas Difficulties have arisen and may hereafter arise in legal Proceedings by or against the Company, since by Law all the Members for the Time being of the said Company must be named in such Proceedings: And whereas it is expedient that the said Company should be rendered capable of suing and being sued in the Name of some one Individual as a nominal Party to such legal Proceedings: 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 it shall be lawful for an Annual General Court or an Extraordinary General Court of the said Imperial Life Insurance Company (at which General Court there shall be present, in Person or by Proxy, Proprietors holding in the Aggregate not less than One Half of the whole Number of Shares in the Company,) from Time to Time, or at any Time or Times from and after the passing of this Act, with the Concurrence of the Majority, according to the Number of Shares of the Proprietors so present, to amend, alter, or repeal all or any Part of the Laws, Rules, Regulations, and Provisions which, under or by virtue of their said Deed of Settlement or Copartnership, and under or by virtue of this Act, or either of them, may for the Time being be subsisting and in operation relating to or concerning the Appropriation or Division of the Profits of the said Company or Society, and at the same or any other such General Courts as aforesaid to make any new Laws, Rules, Regulations, and Provisions relating to or concerning such Appropriation or Division of Profits: Provided always nevertheless, that such amended, altered, or new Laws, Rules, Regulations, and Provisions shall not, nor shall any of them, alter or diminish, or in anywise prejudice or affect, the Rights and Interests of the present Holders of any existing Policies of the said Company.

Authorizing the Company to alter the Mode of Appropriation of Profits directed by their Deed of Settlement.

II. Pro-

Ten Days Notice of such proposed Alteration to be given to each Proprietor, stating Particulars.

II. Provided also, and be it enacted, That Notice, specifying the Particulars of the Laws, Rules, Regulations, and Provisions proposed to be altered, amended, or repealed, and the Nature of the Alteration and Amendment proposed to be made, and of the new Law, Rule, Regulation, and Provision proposed to be substituted in lieu of any existing Law, Rule, Regulation, or Provision, or proposed to be added thereto, shall be given to every Proprietor of the Company by Circular Letters addressed to such Proprietors, and delivered at or sent by the Post to their last known Places of Abode Ten Days at least before such General Court shall be held.

Form of Proxy.

III. And be it enacted, That the Proxies of Proprietors shall be in Writing, and according to the Form in the Schedule (A.) to this Act annexed, or in a Form to the like Effect, under the Hand of the Proprietor nominating such Proxy, or if such Proprietor be a Corporation, then under their Common Seal.

Votes of joint Proprietors.

IV. And be it enacted, That if several Persons be jointly entitled to a Share, the Person whose Name stands first in the Register of Proprietors as One of the Holders of such Share shall, for the Purpose of attending at any Meeting, be deemed the sole Proprietor thereof; and on all Occasions such first-named Proprietor, either in Person or by Proxy, shall be allowed to vote in respect of such Share, without Proof of the Concurrence of the other Holders thereof.

Votes of Lunatics, &c.

V. And be it enacted, That if any Proprietor be a Lunatic or Idiot, such Lunatic or Idiot may vote by his Committee; and if any Proprietor be a Minor, he may vote by his Guardian or any One of his Guardians; and every such Vote may be given either in Person or by Proxy.

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

VI. And be it enacted, That in all Actions, Suits, and other legal Proceedings, other than Proceedings of a criminal Nature, and in all Proceedings in Lunacy or Bankruptcy, whether by way of Petition, Fiat, or (in *Scotland*) Sequestration, or otherwise, to be hereafter instituted or prosecuted by or on behalf of the said Company, either alone or jointly with any other necessary Parties, it shall be sufficient to state and to proceed in the Name of the Actuary for the Time being of the Company as the nominal Plaintiff representing the Company in such Proceedings; and that in all Actions, Suits, and other legal Proceedings to be hereafter instituted or prosecuted against the Company, either alone or jointly with any other necessary Parties, it shall be sufficient to state the Name of the Actuary for the Time being of the Company as the nominal Defendant representing the Company in such Proceedings: Provided always, that any Party suing the Company may, if he think fit, join any Members of the Company, or Persons who shall have been Members of the Company, together with such nominal Party, as Defendants in Equity, for the Purpose of Discovery, or in case of Fraud.

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

VII. And be it enacted, That the Death, Resignation, or Removal of any such nominal Party shall not abate or prejudice any such Action,

Action, Suit, or other Proceeding against or by or on behalf of the Company, but the same may be continued, prosecuted, and carried on in the Name of any other Actuary of the Company.

Actions by or against Shareholders.

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

Plea in bar of former Suit.

IX. 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 or Suit for the same Demand by or against the Company or any other such nominal Party as aforesaid.

Officer suing not incapacitated as a Witness.

X. And be it enacted, That the Actuary of the Company 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 incapacitated from being a Witness in any such Action or Proceeding, if in other respects admissible.

Bankruptcy of Officer suing not to affect Suit.

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

Decree, &c. to be enforced against the Company and the Members.

XII. 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 Company, and upon the Person, Estate, Funds, and Property of every Member thereof, as if every individual Member had been by Name a Party to such Proceedings.

Execution against former Members.

XIII. 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 Members for the Time being of the Company; 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 Member of the Company 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 Member 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 Member of the Company 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 Member of the Company, 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 Members.

Reimbursement of individual Members.

XIV. 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 Company 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 Members of the Company.

Individuals paying under Execution to recover against the Company.

XV. And be it enacted, That if any such Execution be issued against any present or former Member of the Company, and if, within Fourteen Days next after the levying of such Execution, he be not reimbursed, on Demand, out of the Funds or Property of the Company, all such Monies, Damages, Costs, and Expences as he shall have paid or incurred in consequence of such Execution, it shall be lawful for such Member, or his Executors or Administrators, to sue out new or further Execution against the Estates, Funds, and Property of the Company, 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 Members.

XVI. And be it enacted, That if such Member 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 Company, (not including Shares then under Forfeiture,) and every Member for the Time being of the Company, and the Executors or Administrators of every deceased Member, shall, in proportion to the Number of Shares which they may hold in the Company, pay One or more of such Parts, upon Demand,

Demand, to the Member 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 Member, his Executors or Administrators, to sue for and recover the same against the Member, or the Executors or Administrators of any Member, 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 other Members.

XVII. And be it enacted, That if the Member or former Member against whom any such Execution shall have issued, his Executors or Administrators, shall, by reason of the Bankruptcy or Insolvency of any Member, 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 Company (not including the Shares then under Forfeiture), except the Shares in respect of which such Default shall have happened; and every Member for the Time being of the Company, and the Executors or Administrators of every deceased Member, except as aforesaid, shall rateably, according to the Number of Shares which they shall hold in the Company, upon Demand, pay One or more such last-mentioned Parts to the Member against whom such Execution shall have issued, his Executors or Administrators, and in default of Payment he or they shall have the same Remedies in all respects for the Recovery thereof as under the Provisions herein-before mentioned are given in respect of the original Proportions of such Monies, Damages, Costs, and Expences; and in the event of any Proportion of the said Monies, Damages, Costs, and Expences remaining unpaid by reason of any such Bankruptcy, Insolvency, or other Cause as aforesaid, such Member, 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 Member, be fully reimbursed the whole of the said Monies, Costs, and Expences, and if a then Member, the whole excepting the Portions appertaining to the Shares held by him.

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

XVIII. Provided also, and be it enacted, That in case any Action, Suit, or other Proceeding in respect of any Demand against the Company shall be instituted or prosecuted against any Member or former Member of the Company in any other Manner than under the Powers and Authorities herein-before given, and in case such Member 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

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 to be in the Name of the Company.

XIX. And with regard to Proceedings of a criminal Nature to be instituted by the Company, be it enacted, That it shall be lawful for the Company, by the Actuary for the Time being of the Company, to prefer and prosecute any Indictment or other criminal Proceedings against any Person for any Offence already committed or that shall hereafter be committed against the Company, and in any such Proceeding if the same be for stealing or embezzling the Property of the Company, whether vested in them or in any Person in Trust for them, it shall be sufficient to state in the Indictment or Information that such Property (whether Money, Goods, Chattels, Effects, Bills, Notes, Securities, or other Property) is the Property of "The Imperial Life Insurance Company," or if such Proceeding be for Fraud or Forgery, or other Crime or Offence committed against or with Intent to injure or defraud the Company, then it shall be sufficient to state that the Offence was committed against or with Intent to injure or defraud "The Imperial Life Insurance Company," and thereupon any Offender, whether he be or have been a Member of the said Company or not, may be lawfully convicted of any such Crime or Offence.

Memorial to be enrolled.

XX. And be it enacted, That within Three Months after the passing of this Act the Company shall cause to be enrolled in the High Court of Chancery a Memorial, verified as herein-after mentioned, of the Names, Residences, and Descriptions of the Chairman, Directors, and Actuary for the Time being of the Company, and of the Members thereof; and when any new Chairman, Director, or Actuary shall be appointed the Company shall, within Three 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 Chairman, Director, or Actuary, specifying in whose Places they shall respectively have been appointed; and when any Persons shall cease to be Members of the Company, or when any other Persons shall be admitted as Members of the Company, the Company shall, within Three 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 Member of the Company, 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 Memorial.

XXII. And be it enacted, That the several Memorials aforesaid shall be in the Form or to the Effect expressed in the Schedule (B.) annexed to this Act, and shall be signed by the Actuary or One of the Directors of the Company, and shall be verified by a Declaration of such Actuary 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 His late Majesty's Reign, intituled *An Act to repeal an Act of the present Session of Parliament, intituled 'An Act for the more effectual Abolition of Oaths and Affirmations taken and made in various Departments of the State, and to substitute Declarations in lieu thereof, and for the more entire Suppression of voluntary and extra-judicial Oaths and Affidavits;' and to make other Provisions for the Abolition of unnecessary Oaths;* and if any Declaration so made shall be false or untrue in any material Particular, the Person wilfully making such false Declaration shall be guilty of a Misdemeanor. 5 & 6 W. 4. c. 62.

Evidence of Memorials.

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

Powers not to be exercised until Memorials 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 Company shall be commenced or prosecuted under the Authority of this Act.

Existing Liabilities to continue till new Memorials enrolled.

XXV. And be it enacted, That, until the Memorial by this Act required to be enrolled in the event of any Chairman, Director, Actuary, or Member of the Company ceasing to be such Chairman, Director, Actuary, or Member, 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 Members of the Company, and shall be entitled to be reimbursed out of the Funds or Property of the Company for all Losses sustained in consequence thereof.

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

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

XXVII. And be it enacted, That in all legal Proceedings under this Act or otherwise against or by or on behalf of the Company, and in all Arbitrations or other Proceedings arising out of any such legal Proceedings, it shall be lawful for the Actuary for the Time being of the Company, or any Director thereof, in his own Name, on behalf of the Company, to execute such general or other Releases as

as may be deemed necessary to qualify any Person to give Evidence as a Witness in any such Proceedings, and also to do any other Act which any Plaintiff or Defendant may do in any Action, Suit, Prosecution, Arbitration, or other Proceeding; and every such Release or Act shall be valid and effectual, and be binding upon the Company.

Service of Notice on the Company.

XXVIII. 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 Company, Service thereof respectively on the Actuary or any Director for the Time being of the Company, either personally or by leaving the same with some Inmate of his Place of Abode, or Service by leaving the same at the principal Office of the Company in *London*, shall be deemed good Service of the same on the Company.

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

XXIX. And be it enacted, That this Act and the Provisions herein contained shall extend and be construed to extend to the said Company called "The Imperial Life Insurance Company," at all Times during the Continuance thereof, whether such Company hath been, or be now, or shall hereafter be composed of all or of some only of the Persons who were the original Members thereof, or of all or some only of those Persons together with some other Persons, or whether such Company shall hereafter be composed of Persons who were not original Members thereof, or of Persons all of whom shall have become Members subsequently to the passing of this Act.

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

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

Not to extend to incorporate the Company.

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

Act not to exempt the Company from any general Act.

XXXII. And be it enacted, That nothing herein contained shall be deemed or construed to exempt the said Company from the Provisions of any general Act relating to Companies for effecting Assurances on Lives and for granting Annuities which may pass during the present Session of Parliament.

Expences of Act how to be paid.

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

XXXIV. And

Construction of the Words in this Act.

XXXIV. And be it enacted, That in construing this Act Words importing the Singular Number shall include the Plural Number, and Words importing the Plural Number shall include the Singular Number; and Words importing the Masculine Gender shall include the Female Gender; and the Word "Plaintiff" shall include Pursuer and Petitioner; and the Word "Defendant" shall include Defender and Respondent; and the Word "Execution" shall include Diligence or other Proceeding proper for giving Effect to any Judgment, Decree, or Order of a Court of Justice; and the Expression "the Company" shall mean the said "Imperial Life Insurance Company;" unless in any of the Cases aforesaid there be something in the Subject or Context repugnant to such Construction.

Public Act

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

The

The SCHEDULES referred to by the foregoing Act.

SCHEDULE (A.)

Form of Proxy.

A. B. of one of the Proprietors of the Imperial Life Insurance Company, doth hereby appoint *C. D.* of to be the Proxy of the said *A. B.*, in his Absence to vote in his Name upon any Matter relating to the Affairs and Concerns of the said Company proposed at the Meeting of the General Court of Proprietors of the said Company to be held on the Day of next, in such Manner as he the said *C. D.* doth think proper. In witness whereof the said *A. B.* hath hereunto set his Hand [*or if a Corporation, say* the Common Seal of the Corporation] the Day of 18 .

SCHEDULE (B.)

MEMORIAL made the Day of One thousand eight hundred and of the Names of the present Chairman, Directors, Actuary, and Members of "The Imperial Life Insurance Company," enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

A. B. of	Chairman.
C. D. of *E. F.* of	Directors.
G. H. of	Actuary.
I. K. of *L. M.* of *N. O.* of	Members.

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

(Signed) *A. B.*

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

In

In case of a Change of the Chairman, the Directors, or any of them, or of the Actuary.

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

A. B. of	Chairman in the Place of	*B. A.*
C. D. of *E. F.* of	Directors in the Place of	*D. C.* *F. E.*
G. H. of	Actuary in the Place of	*H. G.*

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

(Signed) *A. B.*

Solemnly declared *&c.*

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

In case of Persons ceasing to be Members.

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

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

I *A. B.* of in the County of the Actuary [*or* one of the Directors] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names of the Persons who have ceased or discontinued to hold any Share or Shares in the above-named Company since the Day of One thousand eight hundred and as the

the same appear in the Books of the said Company. And I make this solemn Declaration conscientiously believing the same to be true.

(Signed) *A. B.*

Solemnly declared, *&c.*

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

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In case of Persons becoming new Members.

MEMORIAL made the Day of One thousand eight hundred and of the Name [*or* Names] of the Person [*or* Persons] who hath [*or* have] become a new Member [*or* new Members] of "The Imperial Life Insurance Company" since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting new Members of the said Company, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

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

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

(Signed) *A. B.*

Solemnly declared, *&c.*

N. B.—The last Memorial as to new Members 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 Name of the new Chairman, *or* Names of the new Directors, of "The Imperial Life Insurance Company," and of the Persons in whose Place he *or* they hath *or* have been appointed, and of the Name of the new Actuary, 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 Members of the said Company, and of the new Members of the said Company, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled [*here insert the Title of this Act*].

Names

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

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

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

I. K. of Actuary in place of *H. I.*

Names of the Persons who have ceased to be Proprietors.

N. O. of
P. Q. of

Names of new Proprietors.

R. S. of
T. V. of

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

(Signed) *A. B.*

Solemnly declared, *&c.*

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

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