CHAPTER cxxxv.

An Act for incorporating and conferring Powers on the Lichfield Gas Company. A.D. 1878. [4th July 1878.]

WHEREAS by deed of settlement, dated the 19th day of March 1835, certain persons formed themselves into a gas company under the name of the Lichfield Gaslight Company, herein-after referred to as "the existing Company," for the purpose of lighting with gas the city and county of the city of Lichfield and the Cathedral Close there, and the places adjacent, in the county of Stafford, and such Company was completely registered under the provisions of the Act of the seventh and eighth years of the reign of Her present Majesty, for the registration, incorporation, and regulation of Joint Stock Companies, and was afterwards duly registered as a company without limited liability under the Joint Stock Companies Act, 1856: 19 & 20 Vict. c. 47.

And whereas the share capital of the existing Company at the time of their registration under the last-mentioned Act consisted of ten thousand pounds, divided into two hundred and fifty shares of forty pounds each, fully paid up:

And whereas the Company have subsequently to their said registration expended large sums of money in the extension of their works and mains, and in the purchase of lands and of meters, and the estimated value of their undertaking is now fifteen thousand pounds at the least:

And whereas the Company have recently, by special resolution, increased their capital by the sum of six thousand pounds in order to provide additional storage power and other works immediately required in connexion with their undertaking, and have created in respect thereof six hundred ordinary shares of ten pounds each, all of which shares have been issued and accepted:

And whereas the Company have not borrowed any money on mortgage or bond:

And whereas the demand for gas in the district actually supplied by the existing Company has increased and is increasing, and other

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adjoining parts and places are without a supply of gas, and it is expedient that the works of the existing Company should be enlarged and improved, and their limits of supply extended and defined:

And whereas it is expedient that the existing Company be dissolved and re-incorporated with further powers:

And whereas it is expedient that, for the purpose of enlarging the existing works, the Company be empowered to purchase certain lands adjoining those works:

And whereas it is expedient that the Company be authorised to raise additional capital:

And whereas the objects of this Act cannot be effected without the authority of Parliament:

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

Short title.

1. This Act may be cited as the Lichfield Gas Act, 1878.

Incorporation of general Acts. 8 & 9 Vict. c. 16. 26 & 27 Vict. c. 118. 8 & 9 Vict. c. 18. 23 & 24 Vict. c. 106. 32 & 33 Vict. c. 18. 10 & 11 Vict. c. 15. 34 & 35 Vict. c. 41.

2. The Companies Clauses Consolidation Act, 1845, and Part I. (relating to cancellation and surrender of shares), and Part II. (relating to additional capital), and Part III. (relating to debenture stock) of the Companies Clauses Act, 1863, and the Lands Clauses Consolidation Acts, 1845, 1860, and 1869, and the Gasworks Clauses Act, 1847, are, subject to the provisions of this Act, incorporated with and form part of this Act, and the Gasworks Clauses Act, 1871, shall apply to the undertaking of the existing Company as if the same had been authorised by this Act.

Interpretation of terms.

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

The expression "the Company" shall mean the Company incorporated by this Act:

The expression "the works," "the gasworks," and "the undertaking" shall respectively mean and include the gasworks and works connected therewith by this Act vested in or authorised to be made or maintained by the Company, and any improvement thereof which they may construct under the powers of this Act, and the lands, buildings, estate, right, title, property, privileges, effects, and undertaking of the Company, and every part thereof respectively:

The expression "superior courts" or "court of competent jurisdiction," or any other like expression in this Act or any Act wholly or partially incorporated herewith, shall for the purposes of this Act be read and have effect as if the debt or demand in respect of which the expression is used were a common simple contract debt, and not a debt or demand created by statute.

Limits of Act.

4. The limits of this Act shall be and include the city and county of the city of Lichfield, and the parishes and townships following; that is to say, Saint Mary, Saint Chad, Saint Michael, the Close of the Cathedral Church of Lichfield and the precincts thereof, and the Friary, all within the said city and county, and Whittington, Shenstone, Burntwood, Hammerwich, Swinfen, Packington, Weeford, Wall, Longdon, Fisherwick, Kings Bromley, Farewell, Curborough and Elmhurst, and Pipe Hill, in the county of Stafford, and also such parts of the said parishes of Saint Chad and Saint Michael as are situate in the county of Stafford.

Company incorporated.

5. From and after the passing of this Act the existing Company shall be dissolved, and the several persons and corporations who immediately before the passing of this Act were members of that Company, and all other persons and corporations who have subscribed to or who shall hereafter become proprietors in the undertaking of the Company, and their executors, administrators, successors, and assigns respectively, shall be and they are hereby united into a company for the purposes herein-after mentioned, and shall be incorporated by the name of "The Lichfield Gas Company," and by that name shall be a body corporate, with perpetual succession and a common seal, with power to purchase, take, hold, and dispose of lands and other property for the purposes of this Act.

General purposes of the Company.

6. The Company shall be established for the purpose of manufacturing gas or other artificial light, and dealing in, selling, and disposing of gas or other artificial light, coal, lime, coke, gas, chemicals, and other residual and manufactured products, and other matters and things, and carrying on the business usually carried on by gas companies or persons dealing in any of the matters or things aforesaid, and manufacturing, purchasing, hiring, and supplying gas or other meters, fittings, and other apparatus, and for other the purposes of this Act.

Present property of existing Company vested in

7. Subject to the provisions of this Act, all the lands, gasworks, erections, buildings, rights, and easements which immediately before the passing of this Act were vested in the existing Company or any person in trust for them, or to which that Company were in anywise

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Company incorporated by this Act.

entitled, and all mains and pipes, plant, plugs, lamps, irons, retorts, gauges, meters, lamp-posts, syphons, apparatus, stock, effects, matters, and things which have been by them purchased, provided, laid down, erected, or placed in any place or house within the limits of this Act, or which immediately before the passing of this Act were the property of the existing Company, and all moneys, securities, credits, effects, and other property whatsoever which immediately before the passing of this Act belonged to the existing Company, or to any trustee on their behalf, and the benefit of all contracts and engagements entered into by or on behalf of the existing Company and immediately before the passing of this Act in force, shall be and the same are hereby vested in the Company to the same extent and for the same estate and interest as the same were previously to the passing of this Act vested in the existing Company, or any trustee on their behalf, and may, according to the provisions of this Act, be held and enjoyed, sued for and recovered, maintained, altered, discontinued, removed, dealt with, and disposed of by the Company as they think fit.

Deed of settlement of existing Company to be void, without prejudice.

8. Subject to the provisions of this Act, the deed of settlement of the existing Company shall, as to any prospective operation thereof, be wholly void, and the Company and the shareholders shall be exempted from all the provisions, restrictions, and requirements of any Act which applied to the existing Company and the members thereof as such; but nothing in this Act contained shall release or discharge any person from any liability or obligation in respect of any breach of the provisions of the said deed of settlement incurred before the passing of this Act, but such liability or obligation in respect of any such breach shall continue, and, save as in this Act otherwise provided, may be enforced by or on behalf of the Company as nearly as may be in like manner as the same might have been enforced by or on behalf of the existing Company if this Act had not been passed.

Nothing to affect previous rights and liabilities.

9. Except as is by this Act otherwise expressly provided, everything before the passing of this Act done or suffered by or with reference to the existing Company, or the members thereof as such, shall be as valid as if the Company had not been incorporated and the said deed of settlement had not been avoided by this Act, and such incorporation and avoidance and this Act respectively shall accordingly be subject and without prejudice to everything so done or suffered, and to all rights, liabilities, claims, and demands, both present and future, which, if the Company were not incorporated and the said deed of settlement were not avoided by this Act and this Act were not passed, would be incident to or consequent on any and every thing so done or suffered; and with respect to all such

rights, liabilities, claims, and demands, the Company and its shareholders and property shall to all intents and purposes represent the existing Company, and the members thereof as such, and the property of the existing Company, as the case may be; and the generality of this enactment shall not be restricted by any of the other clauses and provisions of this Act.

Existing contracts to be binding.

10. Except as is by this Act otherwise specially provided, all purchases, sales, conveyances, grants, assurances, deeds, contracts, bonds, and agreements entered into or made before the passing of this Act by, to, or with the existing Company, or any trustees or persons acting on behalf of the Company, or by, to, or with any other person to whose rights and liabilities they have succeeded and now in force, shall be as binding and of as full force and effect in every respect against or in favour of the Company, and may be enforced as fully and effectually, as if instead of the existing Company, or the trustees or persons acting on behalf of the existing Company, the Company had been a party thereto.

Actions, &c. not to abate.

11. Nothing in this Act contained shall release, discharge, or suspend any action, suit, or other proceeding at law or in equity which was pending by or against the existing Company, or any member thereof in relation to the affairs of that Company, or to which that Company, or any member thereof in relation to such affairs, were parties immediately before the passing of this Act, but such action, suit, or other proceeding may be maintained, prosecuted, or continued by or in favour of or against the Company (as the case may be) in the same manner and as effectually and advantageously as the same might have been maintained, prosecuted, or continued by or in favour of or against the existing Company, or any member thereof, if this Act had not been passed, the Company and the shareholders therein being in reference to the matters aforesaid in all respects substituted for the existing Company and its members respectively.

Trustees of existing Company to be indemnified.

12. Every trustee or other person in whom or in whose name any lands, works, buildings, easements, rights, property, or effects belonging to the existing Company were vested immediately before the passing of this Act, and who (being authorised so to do) entered into any bond, covenant, contract, or engagement in respect of the same or otherwise on behalf of the existing Company, shall be indemnified out of the funds and property of the Company against all liability (including costs, charges, and expenses) which he may sustain or incur or be put unto by reason of his having entered into such bond, covenant, contract, or engagement.

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Company to satisfy liabilities of existing Company.

13. From and after the passing of this Act, and except as is by this Act otherwise expressly provided, the Company shall in all respects be subject to and shall discharge all obligations and liabilities to which the existing Company immediately before the passing of this Act were subject, and shall indemnify the members, directors, officers, and servants of the existing Company, and their respective representatives, from all such obligations and liabilities, and from all expenses and costs in that behalf.

Recovery of gas rents, &c.

14. All gas rents and sums of money which immediately before the passing of this Act were due or accruing to the existing Company shall be payable to and may be collected and recovered by the Company in like manner as if they had become payable for the like matters supplied or done under this Act.

As to payment of debts owing before passing of Act.

15. All persons who immediately before the passing of this Act owed any money to the existing Company, or to any person on their behalf, shall pay the same, with all interest (if any) due or accruing upon the same, to the Company; and all debts and moneys which immediately before the passing of this Act were due or recoverable from the existing Company, or for the payment of which that Company were or but for this Act would be liable, shall be paid, with all interest (if any) due or accruing upon the same, by or be recoverable from the Company.

Certificates, &c. to remain in force.

16. Notwithstanding the avoidance of the said deed of settlement, all certificates (until cancelled under the powers of this Act), sales, transfers, and dispositions heretofore made or executed under them for and with respect to any shares in the existing Company shall remain in full force, and continue and be available in all respects as if they had not been avoided.

Books, &c. continued evidence.

17. All documents, books, and writings which, if the said dissolution and avoidance had not taken place, would have been receivable in evidence shall be admitted as evidence in all courts of law and equity and elsewhere, notwithstanding such dissolution and avoidance.

Officers to continue until removed, &c.

18. All officers and servants of the existing Company who were in office immediately before the passing of this Act shall hold and enjoy their respective offices and employments, together with the salaries and emoluments thereunto annexed, until they shall resign the same or be removed therefrom by the Company, and shall be subject and liable to the like conditions, obligations, pains, and penalties, and to the like powers of removal, and to the like rules, restrictions, and regulations in all respects whatsoever as if they had been appointed under this Act.

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Present registers of members to be continued.

19. The books kept by the existing Company for entering the names and designations of the members thereof, with the numbers of their shares, and the proper distinguishing number of such shares, shall and may continue to be kept for the same purpose by the Company, and shall, until some other register of shareholders shall be provided by the Company, be taken and considered as the register of shareholders required to be kept by the Companies Clauses Consolidation Act, 1845. 8 & 9 Vict. c. 16.

Capital.

20. The capital of the Company shall be forty-six thousand pounds, and shall be divided into two classes, to be called respectively Capital A and Capital B. Capital A shall consist of capital stock to the amount of fifteen thousand pounds to be deemed fully paid up, and of share capital to the amount of six thousand pounds in six hundred shares of ten pounds each, and Capital B shall consist of share capital to the amount of twenty-five thousand pounds in two thousand five hundred shares of ten pounds each.

Shares in Company may be ordinary or preferential. 26 & 27 Vict. c. 118.

21. The shares in Capital B may be created and issued, at the option of the Company, either as ordinary shares or as preferential shares, or partly the one and partly the other, and the provisions of Part II. (relating to additional capital) of the Companies Clauses Act, 1863, shall, subject to the provisions of this Act, apply to and in the case of all such shares.

Vesting of capital stock in present shareholders.

22. The capital stock of the Company, amounting to fifteen thousand pounds, is by this Act vested in the several persons who immediately before the passing of this Act were the registered holders of the two hundred and fifty shares of forty pounds each in the capital of the existing Company, in proportion to their respective holdings of and in substitution for their said shares, and the shares forming part of Capital A are by this Act vested in the several persons who immediately before the passing of this Act were the registered holders of the six hundred shares of ten pounds each in the capital of the existing Company, in proportion to their respective holdings of and in substitution for their said shares, and every portion of stock and every share so vested shall be subject and liable to the same trusts, powers, provisions, declarations, agreements, charges, liens, and incumbrances as immediately before the passing of this Act affected the share or shares for which the same is substituted, and so as to give effect to and not revoke any testamentary disposition of or affecting the same, and the shares in Capital A shall be so vested subject to the payment by the holders thereof respectively for the time being of the balance (if any) remaining uncalled thereon respectively at the passing of this Act, by such instalments as the directors of the Company from time to time think fit.

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Company shall call in and cancel existing share certificates and issue new certificates in lieu thereof. 8 & 9 Vict. c. 16.

23. The Company shall call in and cancel the existing certificates of shares in the existing Company, and issue in lieu thereof certificates in the form and under the conditions prescribed by the Companies Clauses Consolidation Act, 1845, but the holders of such existing certificates of shares shall not be entitled to any certificates of proprietorship under this Act until they shall have delivered up to the Company to be cancelled the certificates of proprietorship issued to them before the passing of this Act, or shall have proved to the reasonable satisfaction of the Company the loss or destruction thereof.

Shares not to issue until one-fifth part paid up.

24. The Company shall not issue any share created under the authority of this Act, nor shall any such share vest in the person or corporation accepting the same, unless and until a sum not being less than one fifth of the amount of such share is paid in respect thereof.

Rights of stockholders.

25. The several holders of the capital stock of the Company vested by this Act as aforesaid shall be entitled to participate in the dividends and profits of the Company, and to the same privileges and advantages for the purpose of voting at meetings of the Company, as regards qualification for the office of directors and for other purposes, as if the stock had been formed by the conversion or consolidation into stock of fully paid-up shares of Capital A of the Company.

Profits of Company limited.

26. The Company shall not in any one year make out of their profits any larger dividend than seven pounds in respect of every one hundred pounds actually paid up of such part of their Capital B as may be issued as ordinary capital, or than six pounds in respect of every one hundred pounds actually paid up on such part of that capital as may be issued as preference capital.

New shares to be offered by auction or tender.

27. Notwithstanding anything in this Act contained, the Company shall, when any shares created under the powers of this Act of Capital B are to be issued, and before offering the same to the holder of any other shares or stock in the Company, and whether the ordinary shares or ordinary stock of the Company are or is at a premium or not, offer the same for sale by public auction or by tender, in such manner, at such times, and subject to such conditions of sale as the Company shall from time to time determine: Provided that at any such sale no single lot shall comprise more than one hundred pounds nominal value of shares or stock, and that the reserved price put upon such shares or stock shall not be less than the nominal amount thereof, and notice of the amount of such reserved price shall be sent by the Company in a sealed letter to the Board of Trade not less than twenty-four hours before the day of

auction or the last day for the reception of tenders, as the case may be, and such letter may be opened after such day of auction or last day for the reception of tenders, and not sooner, and provided that no priority of tender shall be allowed to any holders of stock in the Company.

Purchase money to be paid within three months.

28. It shall be one of the conditions of any sale of shares under this Act that the whole nominal amount thereof, together with any premiums given by any purchaser at such sale, shall be paid to the Company within three months after such sale.

As to notice to be given as to sale of shares.

29. The intention to sell any such shares by auction or by tender shall be communicated in writing to the town clerk of Lichfield, and to the secretary of the Committee 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 notice of such intention shall be duly advertised once in each of two consecutive weeks in one or more local newspapers circulated within the city of Lichfield.

Shares not sold by auction or by tender to be offered to shareholders. 26 & 27 Vict. c. 118.

30. When any shares created under the powers of this Act have been offered for sale by auction or tender, and not sold, the same shall be offered, at the reserved price put upon the same respectively for the purpose of sale by auction or tender, to the holders of ordinary shares or ordinary stock of the Company, in manner provided by the Companies Clauses Act, 1863: Provided always, that any shares so offered and not accepted within the time prescribed by the said Act shall again be offered for sale by public auction or by tender, in the manner and subject to the provisions of this Act with respect to the sale of shares created under the powers of this Act.

Application of premium arising on issue of shares.

31. Any sum of money which shall arise from the issue of any such shares by way of premium, after deducting therefrom the expenses of and incident to such issue, shall not be considered as profits of the Company, but shall be expended in extending or improving the works of the Company, or in paying off money borrowed or owing on mortgage by the Company, and shall not be considered as part of the capital of the Company entitled to dividend.

If profits exceed amount limited, excess may be invested and form an insurance fund.

32. If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to pay the standard rates of dividend, the excess beyond the sum necessary for that purpose may from time to time, to the extent of one per centum per annum upon the paid-up capital, including the capital stock by this Act created of the Company, be invested in Government or other securities, and the dividends and interest arising from

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such securities shall also be invested in the same or like securities, in order that the same may accumulate at compound interest until the fund so formed amounts to a sum equal to one twentieth of the paid-up capital of the Company, which sum shall form an insurance fund to meet any extraordinary claim, demand, or charge which may at any time arise against or fall upon the Company from accident, strikes, or other circumstances; and if such fund be at any time reduced, it may thereafter be again made up to the said sum, and so from time to time as often as such reduction shall happen: Provided that, when and so often as the said fund shall reach one-twentieth part of the paid-up capital, the interest thereon shall be carried to the credit of the fund available for dividend; provided also, that resort may from time to time be had to the insurance fund to meet any extraordinary claim or demand as aforesaid, although such fund may not at the time have reached or may have been reduced below the full amount of one twentieth as aforesaid.

Application of excess of profits over standard rate of dividend.

33. If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to pay the standard rates of dividend on the ordinary share capital or stock of the Company, the excess, or such portion of it as is not carried to the insurance fund, shall be carried to the credit of the divisible profits of such undertaking for the next following year.

Power to create a reserve fund out of dividends in excess of standard rate of dividend, and application thereof.

34. Where in any year the amount of the standard rates of dividend of the Company on the ordinary share capital or stock of the Company shall, by reason of a diminution of the standard price charged by the Company in such year, be increased, then, out of the amount of the divisible profits of the Company applicable to the payment of such increase, the Company may in such year set apart such sum as they shall think fit, and all sums (if any) so set apart by the Company, and any reserve or other fund of the Company existing at the passing of this Act, may be invested in Government or other securities, and the dividends and interest arising from such securities may also be invested in the same or the like securities, in order that the same may accumulate at compound interest, and the fund so formed shall be called "The Reserve Fund," and shall be applicable to the payment of dividend in any year in which the clear profits of the Company shall be insufficient to enable the Company in such year to pay the standard rates of dividend on the ordinary share capital or stock of the Company, and, save as in this Act otherwise provided, no sum shall in any year be carried by the Company to any reserve fund.

Power to borow on mortgage.

35. The Company may at any time and from time to time after the passing of this Act borrow on mortgage, in respect of their

capital stock of fifteen thousand pounds under this Act, any sum or sums not exceeding in the whole three thousand seven hundred and fifty pounds, and they may also, in respect of the share capital of thirty-one thousand pounds which they are by this Act authorised to raise, from time to time borrow on mortgage any further sum or sums not exceeding in the whole seven thousand seven hundred and fifty pounds, and of that sum they may from time to time borrow not exceeding three thousand eight hundred and seventy-five pounds in respect of each fifteen thousand five hundred pounds of such share capital; but no part of any such sum of three thousand eight hundred and seventy-five pounds shall be borrowed until the whole of the fifteen thousand five hundred pounds of share capital in respect of which it is to be borrowed is issued and accepted, and one half of such portion of capital is paid up, and the Company have proved to the justice who is to certify under the fortieth section of the Companies Clauses Consolidation Act, 1845, before he so certifies, that the whole of such portion of capital has been issued and accepted, and that one half of such portion of capital has been paid up, and that not less than one-fifth part of the amount of each separate share in so much of such portion of capital as forms part of Capital B has been paid on account thereof before or at the time of the issue or acceptance thereof, and that every such portion of capital was issued bonâ fide, and is held by the persons or corporations to whom the same was issued, or their executors, administrators, successors, or assigns, and that such persons or corporations, or their executors, administrators, successors, or assigns, are legally liable for the same; and upon production to such justice of the books of the Company, and of such other evidence as he shall think sufficient, he shall grant a certificate that the proof aforesaid has been given, which certificate shall be sufficient evidence thereof.

8 & 9 Vict. c. 16.

As to conversion of borrowed money into capital.

36. The Company shall not have power to raise the money by this Act authorised to be borrowed on mortgage, or any part thereof, by the creation of shares or stock instead of borrowing, or to convert into capital the amount borrowed under the provisions of this Act, unless in either case all dividends upon the shares or stock referred to in this section are limited to a rate not exceeding five pounds per centum per annum.

As to appointment of receiver.

37. The mortgagees of the Company may enforce payment of arrears of interest or principal, or principal and interest, due on their mortgages by the appointment of a 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

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application for a receiver is made shall not be less than one thousand pounds in the whole.

Debenture stock. 26 & 27 Vict. c. 118.

38. The Company may create and issue debenture stock, subject to the provisions of Part III. of the Companies Clauses Act, 1863; but, notwithstanding anything therein contained, the interest of all debenture stock at any time created and issued by the Company shall rank pari passu with the interest of all mortgages at any time granted by the Company, and shall have priority over all principal moneys secured by such mortgages.

Priority of mortgages over other debts.

39. All money raised or to be raised by the Company on mortgage or debenture stock under the provisions of this Act shall have priority against 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 to be granted by them in pursuance of the Lands Clauses Consolidation Acts, 1845, or the Lands Clauses Consolidation Acts Amendment Act, 1860, or in respect of any rent or sum reserved by or payable under any lease granted or made to the Company, in pursuance of any Act relating to the Company, which is entitled to rank in priority to or pari passu with the interest on their mortgages or debenture stock, nor shall anything in this section contained affect any claim for land taken, used, or occupied by the Company for the purposes of the Company's undertaking and works or injuriously affected by the construction thereof, or by the exercise of any powers conferred on the Company.

8 & 9 Vict. c. 18. 23 & 24 Vict. c. 106.

Application of moneys.

40. All moneys raised under this Act, whether by shares, debenture stock, or borrowing, shall be applied for the purposes of this Act only.

First ordinary meeting.

41. The first ordinary meeting of the Company shall be held within six months after the passing of this Act.

Number of directors.

42. The number of the directors shall be five.

Qualification of directors.

43. The qualification of a director shall be the possession in his own right of not less than forty shares, or of stock to the amount of four hundred pounds.

Quorum.

44. The quorum of a meeting of directors shall be three.

First directors.

45. John Samuel Brown, William Elkington, Herbert Major Morgan, Samuel Haynes, and one other duly qualified person to be nominated by them or the majority of them and consenting to the nomination, shall be the first directors of the Company, and shall continue in office until the first ordinary meeting held after the

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Election of directors.

passing of this Act. At that meeting the shareholders present in person or by proxy may either continue in office the directors appointed by this Act, or nominated as aforesaid, or any of them, or may elect a new body of directors, or directors to supply the place of those not continued in office, the directors appointed by this Act or nominated as aforesaid being, if qualified, eligible for re-election; and at the first ordinary meeting to be held in every year after the first ordinary meeting the shareholders present in person or by proxy shall elect persons to supply the places of the directors then retiring from office, agreeably to the provisions of the Companies Clauses Consolidation Act, 1845, and the several persons elected at any such meeting, being neither removed nor disqualified, nor having died or resigned, shall continue to be directors until others are elected in their stead in manner provided by the same Act.

8 & 9 Vict. c. 16.

Contracts not to disqualify for office of director.

46. Any contract to be made with any board, corporation, or public body under this Act shall not disqualify any of the members of any such board, corporation, or public body for the office of director, but no director being a member of any such board, corporation, or public body shall vote on any question as to any contract with such board, corporation, or public body.

Power to construct and maintain gas-works.

47. Subject to the provisions of this Act, the Company may, upon all or any part or parts of the lands described in the schedule to this Act, maintain, alter, improve, enlarge, extend, and renew or discontinue the existing gas and other works of the existing Company by this Act vested in the Company, and erect, make, and maintain, alter, improve, enlarge, extend, and renew or discontinue, other works for the manufacture of gas or other artificial light, and convert or utilise and distribute materials used in and about the manufacture of gas, and of residual products resulting from such manufacture, and upon the said lands they may accordingly manufacture gas, and manufacture, convert, utilise, and distribute such materials and residual products as aforesaid, and also on those lands store gas; and the Company may also from time to time provide, lay down, maintain, alter, improve, enlarge, extend, and renew or discontinue drains, sewers, mains, pipes, meters, lamps, lamp-posts, burners, stop-cocks, machinery, and other works and apparatus and conveniences, and may do all such other acts as they may think proper for making, storing, and supplying gas or other artificial light within the limits of this Act, and may supply gas or other artificial light accordingly, and may deal in and sell and dispose of coal and also coke, lime, tar, chemicals, and other residual and manufactured products, and other matters and things,

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and carry on the business usually carried on by gas companies, or by companies or persons dealing in any of the matters and things aforesaid, and may manufacture, purchase, or hire, and supply gas meters, fittings, and other apparatus.

Power to purchase certain lands compulsorily.

48. Subject to the provisions of this Act, the Company may enter upon, take, and use all or any of the lands and hereditaments described in the schedule to this Act, under the letters F, G, and H respectively, or any part or parts thereof respectively.

Power to purchase lands by agreement.

49. The Company may, for the purposes of their undertaking, purchase, take, and hold (by agreement, but not otherwise), in addition to the lands described in the schedule to this Act, any lands and hereditaments, not exceeding in the whole five acres, which the Company may from time to time require for the purposes of their works and undertaking, but no gas or residual products shall be manufactured by the Company except on the lands described in the schedule to this Act.

Power to lay pipes against buildings.

50. The Company, with the consent of the owner and occupier of any building, may lay any pipe, branch, or any other necessary apparatus from any main or branch pipe into, through, or against such building for the purpose of lighting it, and may, with the like consent, provide and set up any apparatus necessary for securing to such building a proper and complete supply of gas, and for measuring and ascertaining the extent of such supply, and may from time to time, with the like consent, repair, replace, alter, discontinue, and remove any such pipe, branch, or apparatus.

For protection of London and North-western Railway Company.

51. In laying down any mains or pipes or in executing any works under or in exercise of the powers conferred by this Act across or in any way affecting any railway, lands, or property belonging to or worked, used, or occupied by the London and North-western Railway Company, or any of the bridges or works of any such railway, the same shall be done under the superintendence and to the reasonable satisfaction of the principal engineer of that Company, and according to plans to be submitted to and approved by him before any such works are commenced, and such works shall be executed by and in all things at the expense of the Company, and so as not to cause any injury to any such railway, bridges, works, lands, or property, or interruption to the passage or conduct of the traffic over any such railway, or at any station thereof, and if any injury shall arise to any such railway, bridges, works, lands, or property, or interruption to such traffic, the Company shall make full compensation to that Company in respect of such injury or interruption.

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For protection of works and lands of the Birmingham Canal Company.

52. In no case shall the Company execute or maintain any work or do any act that may damage, injure, or prejudicially affect any canal, reservoir, lock, aqueduct, bridge, culvert, feeder, towing-path, embankment, work, or property of the Company of Proprietors of the Birmingham Canal Navigations (herein-after called "the Canal Company"), or that may in any way impede the navigation of any canal of that Company, or the traffic to, from, or along the same or any towing-path adjoining thereto, without in either case the previous consent of that Company under their common seal, and the Company shall not, without the like previous consent of the Canal Company, enter upon, take, use, or interfere with, either temporarily or permanently, any lands or works of that Company.

For protection of the bridges of the Birmingham Canal Company.

53. If and as often as at any time hereafter the Canal Company shall have occasion to erect any new bridge, aqueduct, culvert, or work, or to repair, raise, rebuild, or alter any existing bridge, aqueduct, culvert, or work belonging to them upon, over, under, through, across, or by the side of which any pipe or pipes has or have been carried or laid by the existing Company, or may be carried or laid by the Company, any alteration of such pipe or pipes that may in the opinion of the engineer for the time being of the Canal Company be necessary for the erection of any such new bridge, aqueduct, culvert, or work, or the repairing, raising, rebuilding, or altering of any existing bridge, aqueduct, culvert, or work, shall be made, and the pipe or pipes shall be replaced, by and at the expense of the Company, but no such erection, repairing, raising, rebuilding, or altering shall be commenced, except in cases of emergency, until fourteen days after notice of the intention of the Canal Company in that behalf shall have been given by the Canal Company to the Company; and if the Company fail or neglect to alter such pipe or pipes, the engineer for the time being of the Canal Company may make such alteration thereof as he may consider necessary, and the Canal Company may recover from the Company all expenses of and consequent upon such alteration as or by way of ascertained damages, together with full costs of suit, and the Canal Company shall not be liable to make compensation for any damage, loss, or injury occasioned by any alteration of such pipe or pipes.

Saving rights of the Birmingham Canal Company.

54. Except as is herein expressly provided, nothing in this Act contained shall prejudice, diminish, alter, or take away any of the rights, privileges, powers, or authorities of or belonging to or vested in the Canal Company.

Fixing standard price of gas.

55. The standard price to be charged by the Company for gas supplied by them to persons who shall burn the same by meter shall

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not at any time exceed four shillings per thousand cubic feet for gas supplied within a radius of one mile and a half from the Guildhall of the city of Lichfield, and five shillings per thousand cubic feet for gas supplied beyond that radius: Provided that the Company may from time to time increase or diminish such standard prices, subject to a decrease or increase in their rates of dividend on their ordinary shares and stock as prescribed by the Gasworks Clauses Act, 1847, such decrease or increase to be calculated as follows:

10 & 11 Vict. c. 15.

For every penny charged in excess or diminution of such standard prices in any year, the prescribed rate of dividend shall for such year be reduced or increased by five shillings in the hundred pounds per annum.

Pressure of gas.

56. All gas supplied by the Company to any consumer of gas shall be supplied at such pressure as to balance a column of water from midnight to sunset not less than six tenths of an inch, and from sunset to midnight not less than eight tenths of an inch in height at the main, as near as may be to the junction therewith of the service pipe supplying such consumer; and any gas examiner appointed under the Gasworks Clauses Act, 1871, may, subject to the terms of his appointment, from time to time test the pressure at which the gas is supplied, and may for that purpose open any street, road, passage, or place vested in or under the control of any local or road authority, and the provisions of the Gasworks Clauses Act, 1871, with reference to testing of gas and to penalties, shall, mutatis mutandis, apply to such testing of pressure, and two hours previous notice shall be given to the Company of the time and place at which such testing shall be conducted.

34 & 35 Vict. c. 41.

Quality of gas.

57. The prescribed number of candles shall be fourteen.

Testing place.

58. Within twelve calendar months from the passing of this Act a testing place shall be provided upon some part of the works or lands of the Company, or within two hundred yards from any part thereof.

Burner.

59. The prescribed burner shall be Sugg's No. 1 London Argand Burner, consuming five cubic feet of gas per hour, with a six-inch by one-and-three-quarter-inch glass chimney, and if at any time the gas flame rises above the top of the glass a six-inch by two-inch chimney shall be used.

Interest to be paid on security for gas meter, &c.

60. If any person is required by the Company to give to them security for the payment of the price or rent of a meter, the Company shall pay interest after the rate of five pounds per centum per annum on every sum of ten shillings deposited by way of such

security for every six months during which the same remains in their hands.

Power to hold licenses under letters patent.

61. The Company may take, hold, and use patent rights or licenses or authorities (not being exclusive) under any letters patent for the use of any invention relative to the manufacture, conversion, utilisation, or distribution of gas, and of such materials and residual products as aforesaid, or for the production by any means of artificial light.

Contracts for supplying gas for public purposes.

62. The Company may enter into and carry into effect contracts with any urban or rural sanitary authority, or other local authority, and the trustees of any turnpike or other road, or any highway board, or any surveyors of any highway, or any railway company, or any other companies, bodies, or persons, for the supply of gas or other artificial light by the Company for public purposes within the limits of this Act, for any period not exceeding, under any one such contract, seven years, and may vary, suspend, or rescind any such contract, and enter into and carry into effect other contracts in lieu thereof or in addition thereto, and any such authority, board, trustees, surveyors, companies, or bodies may apply for the purpose of any such contract any funds or moneys which they shall have raised or may raise under any Act of Parliament or otherwise.

Company to sell their undertaking to Corporation, &c. if required within five years.

63. The Corporation of Lichfield, or other corporate body, commissioners, or trustees for the time being empowered to light the town of Lichfield, may, with the sanction of the Local Government Board, at any time within five years after the passing of this Act, by writing under their common seal or hands, as the case may be, addressed and sent to the secretary or delivered at the principal office of the Company, require the Company to sell their undertaking, including all property, rights, powers, and privileges of the Company, to the corporation, corporate body, commissioners, or trustees, and thereupon the Company shall sell to the corporation, corporate body, commissioners, or trustees, and the corporation, corporate body, commissioners, or trustees shall purchase from the Company, their undertaking, for such consideration and on such terms and conditions as the Company and the corporation, corporate body, commissioners, or trustees agree on, or as in default of agreement shall be settled by arbitration in manner provided by the Public Health Act, 1875.

Transfer of undertaking to be by deed.

64. The sale of the Company's undertaking shall be carried into effect by a deed duly stamped and truly stating the consideration, which deed may be in the form set forth in the Second Schedule to this Act, or to the like effect, with such variations and additions as circumstances require.

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Powers of Company transferred.

65. From and after the date of such transfer all the powers and authorities of the Company under this Act shall be vested in the corporation, corporate body, commissioners, or trustees, and this Act shall be read and have effect as if the corporation, corporate body, commissioners, or trustees had been therein named instead of the Company, except that—

8 & 9 Vict. c. 16.

(1.) The provisions of the Companies Clauses Consolidation Act, 1845, shall not extend to the corporation, corporate body, commissioners, or trustees:

10 & 11 Vict. c. 15.

(2.) The provisions of the Gasworks Clauses Act, 1847, shall not apply to the corporation, corporate body, commissioners, or trustees so far as regards the amount of profit to be received by the undertakers when the gasworks are carried on for their profit:

(3.) None of the provisions of this Act relating to the constitution or management or to the share or loan capital of the Company shall apply to the corporation, corporate body, commissioners, or trustees.

Notices to Company to be in writing, &c.

66. No notice to the Company to discontinue the use of any gas supplied by them shall be of any effect unless such notice shall be in writing, and shall be left at the principal office for the time being of the Company.

Justices not disqualified by being creditors of Company.

67. No justice or judge shall be disqualified from acting in the execution of this Act by reason of his being a creditor of the Company.

Expenses of Act.

68. 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.

The SCHEDULES referred to in the foregoing Act. A.D. 1878.

THE FIRST SCHEDULE.

All the lands described in this schedule are situate in the parish of Saint Chad, in the city and county of the city of Lichfield.

(A.) Certain lands, containing in the whole 2 roods and 16 perches or thereabouts, adjoining and lying to the north or north-westward of the Walsall Road, and now belonging to and in the occupation of the existing Company, and on part whereof are the existing gasworks, gasometers, stores, coal-sheds, and other buildings of the existing Company, and a dwelling-house of the existing Company, and occupied by Robert West, manager of their works.

(B.) Certain lands, containing in the whole 32 perches or thereabouts, bounded on or towards the south-east by the lands (A.) above described of the existing Company; on or towards the north-west by Lower Sandford Street; on or towards the north-east by lands belonging or reputed to belong to the trustees of Mr. Michael Lowe's Charity, in the occupation of George Swann and James Nichols; and on or towards the south-west by lands belonging or reputed to belong to Mrs. Ann Dorrington, and in the occupation of Matthew Dorrington, which lands now describing belong to the existing Company, and are, with the houses, cottages, and out-buildings thereon, in the occupation of Hannah Lindsay, George Lowe, John Blakeman, Charles Walker, George Marshall, Thomas Stranks, William Barker, Henry Challinor, and John Thorneloe.

(C.) Certain lands, containing in the whole 19 perches or thereabouts, bounded on or towards the north by Lower Sandford Street; on or towards the east by lands belonging or reputed to belong to John Beddow, and in the occupation of Michael Higgins and William Wilkes; on or towards the south by the lands (A.) above described of the existing Company; and on or towards the west by lands belonging or reputed to belong to the Right Honourable the Earl of Lichfield, and in the occupation of John Rafftery and others, which lands now describing belong to the existing Company, and, with the cottages and out-buildings thereon, are in the occupation of Nicholas Quinn and Mary Ann Hardman.

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(D.) Certain lands, containing in the whole 17 perches or thereabouts, bounded on or towards the north by Lower Sandford Street; on or towards the east and south by the lands (E.) herein-after described of the existing Company; and on or towards the west by lands belonging or reputed to belong to Mrs. Margaret Saddler, and in the occupation of Maria Swetman and Margaret Saddler, which lands now describing belong to the existing Company, and, with the cottages thereon, are in the occupation of Thomas Wright and Matthew Burke.

(E.) Certain lands, containing in the whole 2 roods and 12 perches or thereabouts, bounded on or towards the north as to part by Lower Sandford Street, as to other part by the lands (D.) above described of the existing Company, and as to the residue by lands belonging or reputed to belong to Mrs. Margaret Saddler, and in the occupation of Maria Swetman and Margaret Saddler; on or towards the east as to part by lands belonging or reputed to belong to and in the occupation of Mr. Philpot Palmer, as to another part by lands belonging or reputed to belong to and in the occupation of Mr. John Perkins, as to another part by lands belonging or reputed to belong to Mr. John Owen, in the occupation of Mr. John Perkins, and as to the residue by an occupation road leading to the last-mentioned lands from Lower Sandford Street; on or towards the south or south-east by the Walsall Road; and on or towards the west or south-west by the lands (A.) above described of the existing Company, which lands now describing belong to the existing Company, and, with the cottages and out-buildings thereon, are in the occupation of Henry Plant, Sarah Upton, Thomas Meacham, John Pickard, Thomas Farmer, Thomas Botham, Charlotte Bonell, James Griffiths, and Thomas Aston.

(F.) Three several pieces of garden ground, containing together 1 rood and 2 perches or thereabouts, the first of which pieces of garden ground belongs or is reputed to belong to the trustees of Mr. Michael Lowe's Charity, and is in the occupation of George Swann, and is bounded on or towards the south-west as to part by the lands (A.) above described of the existing Company, and as to the residue by the lands (B.) above described of the existing Company; on or towards the north-west by other lands belonging or reputed to belong to the trustees of Mr. Michael Lowe's Charity, in the occupation of James Nichols; on or towards the north-east by the piece of garden ground next herein-after described; and on or towards the south-east by the lands (A.) above described of the existing Company; the second of which pieces of garden ground belongs or is reputed to belong to the trustees of Mr. Michael Lowe's Charity, and is in the occupation of Samuel Walker, and is bounded on or towards the south-west by the lastly above described piece of garden ground; on or towards the north-west by other lands belonging or reputed to belong to the said Charity, and in the occupation of Samuel Walker; on or towards

the north-east by the piece of garden ground next herein-after described; and on or towards the south-east by the lands (A.) above described of the existing Company; and the third of which pieces of garden ground belongs or is reputed to belong to Saint John's Hospital, and is in the occupation of Thomas Hicks, and is bounded on or towards the south-west by the piece of garden ground lastly above described; on or towards the north-west by other lands belonging or reputed to belong to the said hospital, and in the occupation of Catherine Diamond; on or towards the north-east partly by lands belonging or reputed to belong to the Right Honourable the Earl of Lichfield, and in the respective occupations of Charles Shipton, William Gee, Mary Banton, Mary Gillard, and John Rafftery; as to other part by land belonging or reputed to belong to Mrs. Elizabeth Palmer, and in the occupation of James Fennygrey; and as to the residue by land belonging or reputed to belong to Miss Louisa Buckeridge, and in the occupation of Sarah Gee and Hannah Lock.

(G.) Certain lands, containing in the whole 17 perches or thereabouts, bounded on or towards the north by Lower Sandford Street; on or towards the east by the lands (H.) herein-after described; on or towards the south by the lands (A.) above described of the existing Company; and on or towards the west by the lands (A.) and (C.) above described of the existing Company, which lands now describing belong or are reputed to belong to John Beddow, and are in the occupation of Michael Higgins and William Wilkes.

(H.) Certain lands, containing in the whole 17 perches or thereabouts, bounded on or towards the north by Lower Sandford Street; on or towards the east by the land (D.) above described of the existing Company; on or towards the south by the lands (A.) and (E.) of the existing Company; and on or towards the west by the land (G.) above described, which lands now describing belong or are reputed to belong to Margaret Saddler, and are in the occupation of Maria Swetman and Margaret Saddler.

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THE SECOND SCHEDULE.

Form of Deed of Conveyance of Undertaking of Company to Corporation.

In pursuance of and subject to the provisions of the Lichfield Gas Act, 1878, and in consideration of , the Lichfield Gas Company do hereby convey and assign their undertaking unto the mayor and corporation of the city and county of the city of Lichfield, to hold the same unto them, their successors and assigns, and the mayor and corporation of the city and county of the city of Lichfield do hereby accept the same accordingly.

In witness whereof the parties hereto have hereto set their respective common seals, this day of one thousand eight hundred and .

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