ANNO QUINTO

VICTORIÆ REGINÆ.

Sess. 2.

****

Cap. xxi.

An Act for regulating legal Proceedings by or against the Northern Coal Mining Company, for enabling the Company to appoint One Board of Directors in lieu of Two independent Boards, and for removing Restrictions in the Choice of Directors. [13th *May* 1842.]

WHEREAS a Number of Persons some Time since formed themselves into a Company, under the Style or Title of "The Northern Coal Mining Company," for the Purpose of working Collieries and Coal Mines, and selling the Produce thereof: And whereas by the Deed of Settlement of the said Company, bearing Date the First Day of *June* One thousand eight hundred and thirty-eight, divers Rules and Regulations were established for the Conduct and Management of the Affairs of the said Company, and amongst other Things it was provided, that there should be Nine Directors of the Company, of whom Three were to be resident in or near the City of *London*, and to be called by the Name of the "*London* Board of Directors," and the other Six were to be

called by the Name of the "Country Board of Directors," Two of whom were to reside in the Counties of *Norfolk* or *Suffolk*, and the other Four were to reside in or near the County of *Durham*: And whereas Difficulties have arisen in carrying on the Business of the Company by reason of the Existence of Two independent Boards of Directors, and also in filling up Vacancies in the Direction by reason of the Directors being required by the Deed of Settlement to be resident in particular Places: And whereas Difficulties have also arisen and may hereafter arise in legal Proceedings by or against the said 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 Business and Affairs of the said Company should be carried on by One Board of Directors only, who should not be required to be resident in any particular Place, and also 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 any legal Proceedings by or against the said Company: 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,

Number of Directors.

That from and after the passing of this Act there shall be Nine Directors of the Company, who may be resident in any Part of *Great Britain* or *Ireland*, and who shall form the only Board of Directors of the Company.

Directors appointed.

II. And be it enacted, That Sir *Augustus Brydges Henniker* Baronet, *John Learmouth*, *Robert Mayne*, *Charles Evans*, *William Martin Seppings*, *Timothy Steward*, *Francis Riddell Reynolds*, *Samuel Dalton*, and *Edward Steward*, shall be the present Directors of the Company, and they and the Survivors of them shall continue in Office until the General Annual Meeting of the Company, to be held as herein-after mentioned.

Directors to meet at such Place as fixed by Special General Meeting.

III. And be it enacted, That such Board of Directors shall meet at such Place as may from Time to Time be fixed by a Special General Meeting of the Company, and shall have all the Powers and Authorities and Duties given by the said Deed of Settlement to the *London* and Country Board of Directors, or either of them, and that all Notices required by the said Deed of Settlement to be given to the Secretary of the said *London* or Country Boards of Directors respectively may be given to the Secretary of such only Board of Directors, and such Secretary shall have all the Powers and Duties of the Secretaries of the *London* and Country Boards, or either of them.

Number of Directors requisite at Meetings.

IV. And be it enacted, That no Business shall be transacted at any Meeting of the Board of Directors, unless Three Directors shall be present while such Business shall be discussed and decided upon.

Three Directors to retire annually.

V. And be it enacted, That at the annual General Meeting of the Proprietors of the Company to be held in the Month of *June*

One thousand eight hundred and forty-three Three of the Directors of the Company, to be chosen by Lot amongst themselves, shall go out of Office, and at the next annual General Meeting Three of the Six Directors remaining in Office at the annual General Meeting in the Year One thousand eight hundred and forty-four, to be determined by Lot amongst themselves, shall go out of Office, and at the next and every succeeding annual General Meeting the Three Directors who have been longest in Office shall go out of Office, and every Director elected upon any accidental Vacancy shall be liable to go out of Office as the Director would be in whose Place he shall be elected.

Deed of Settlement, as to Directors, to remain in force.

VI. And be it enacted, That all the Provisions respecting the Directors of the Company contained in the said Deed of Settlement shall remain in full Force, except so far as they are inconsistent with the Provisions of this Act.

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

VII. 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, Bankruptcy, Insolvency, whether by way of or under or arising out of any Petition, Fiat, or in *Scotland* Sequestration, or otherwise, to be hereafter instituted or prosecuted by or on behalf of the Company, either alone or jointly with any other necessary Parties, notwithstanding that the Causes of such Actions, Suits, and Proceedings shall have already arisen, it shall be sufficient to state and to proceed or act in the Name of the Secretary of the Board of Directors, or One of the Directors for the Time being of the Company, as the nominal Plaintiff or Agent 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, notwithstanding that the Cause of such Action, Suits, and Proceedings shall have already arisen, it shall be sufficient to state the Name of the Secretary, or some One of the Directors for the Time being of the Company, or, in the event of there being no Secretary or Director of the Company, then to state the Name of some One of the Proprietors, 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 Proprietor of the Company or Persons who shall have been Proprietors of the Company, together with such nominal Party, as Defendants in Equity for the Purpose of Discovery, or in case of Fraud.

Deaths, &c. of Officers suing not to abate Suit.

VIII. And be it enacted, That the Death, Resignation, or Removal of any such nominal Party shall not abate or prejudice any such 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 Secretary or Director of the Company, or in the event of there being no Secretary or Director, then in the Name of any Proprietor of the Company.

Actions by or against any Proprietor.

IX. 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

Defendant therein having bee a Proprietor or being or becoming a Proprietor of the Company, or Person having taken Shares therein, but any such Proprietor or Person having taken or taking Shares, either alone or jointly with another Person, as against the Company, or the Company as against any such Proprietor or Person having taken Shares, either alone or jointly with any other Person, shall have the same Action and Remedy in respect of any Cause of Action or Suit whatever which such Proprietor, or Person having taken or taking Shares, or Company, might have had if such Cause of Action had arisen with a Stranger.

Plea in bar of former Suit.

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

Secretary, Director, or Proprietor suing not incapacitated as Witnesses.

XI. And be it enacted, That the Secretary of the Board of Directors, or any Director or Proprietor of the said 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.

XII. And be it enacted, That the Bankruptcy, Insolvency, or stopping Payment of any such nominal Party, or of any Proprietor 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.

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

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

Decree or Judgment to be enforced against Company and Proprietors.

XIV. 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 Proprietor thereof, as if every individual Proprietor had been by Name a Party to such Proceedings.

XV. And

Execution against former Proprietors.

XV. 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 Proprietors 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 Proprietor 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 Proprietor 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 Proprietor 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 Proprietor 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 Proprietors.

Reimbursement of individual Proprietors.

XVI. 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 Proprietors of the Company.

Individuals paying under Execution to recover against the Company.

XVII. And be it enacted, That if any such Execution be issued against any present or former Proprietors 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 Proprietor, 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 Officers of the Court out of which such Execution shall issue.

Contribution to be recovered from other Proprietors.

XVIII. And be it enacted, That if such Proprietor 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 Proprietor for the Time being of the Company, and the Executors or Administrators of every deceased Proprietor, shall, in proportion to the Number of Shares which they may hold in the Company, pay One or more of such Parts, upon Demand, to the Proprietor against whom such Execution shall have been issued, or to his Executors or Administrators; and upon the Neglect or Refusal so to pay it shall be lawful for such Proprietor, his Executors or Administrators, to sue for and recover the same against the Proprietor, or the Executors or Administrators of any Proprietor 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 Demands.

Further Remedy in case of Bankruptcy, &c. of Co-proprietors.

XIX. And be it enacted, That if the Proprietor or former Proprietor against whom any such Execution shall have issued, his Executors or Administrators, shall, by reason of the Bankruptcy or Insolvency of any Proprietor, 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 Shares then under Forfeiture, except the Shares in respect of which such Default shall have happened; and every Proprietor for the Time being of the Company, and the Executors or Administrators of every deceased Proprietor, 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 Proprietor 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, 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 Proprietor, 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 Proportions, until he or they shall in the end, if a former Proprietor, be fully reimbursed the Whole of the said Monies, Costs, and Expences, and if a then Proprietor the Whole excepting the Portions appertaining to the Shares held by him.

Remedy for Proprietors who may be sued otherwise than under the

XX. 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 Proprietor or former Proprietor of the Company in any other Manner than under the Powers and Authorities herein-before given, and in case such Proprietor

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

Powers given by this Act.

XXI. 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 Secretary of the Board of Directors, or One of the Directors 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 Northern Coal Mining Company; or if such Proceeding be for Fraud or Forgery, or 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 Northern Coal Mining Company, and thereupon any Offender, whether he be or have been a Proprietor of the said Company or not, may be lawfully convicted of any such Crime or Offence.

Criminal Proceedings in the Name of the Company.

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

Memorial to be inrolled.

XXIII. And

Several Matters in One Memorial.

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

Form of Memorial.

XXIV. And be it enacted, That the several Memorials aforesaid shall be in the Form or to the Effect expressed in the Schedule annexed to this Act, and shall be signed by one of the Directors of the Company, or the Secretary to the Board of Directors, and shall be verified by a Declaration of such Director or Secretary 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.

XXV. And be it enacted, That a true Copy of the Inrolment 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 one of the Directors or the Secretary to the Board of Directors of the Company.

Powers not to be exercised until Memorial inrolled.

XXVI. And be it enacted, That until the First Memorial shall have been duly inrolled 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 Memorial.

XXVII. And be it enacted, That until the Memorial by this Act required to be inrolled in the event of any Director, Secretary, or Proprietor of the Company ceasing to be such Director, or other Director, Secretary, or Proprietor, have been enrolled, the Persons whose Names shall appear in the then last inrolled Memorial, and their legal Representatives, shall be liable to all legal Proceedings under this Act as existing Proprietors 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.

Covenants entered into by the Trustees to be binding on the Proprietors.

XXVIII. And be it enacted, That every Covenant, Contract, or other Engagement which may at any Time after the passing of this Act be *bonâ fide* entered into or executed on behalf of the Company by the Trustees for the Time being of the Company, by Order of the Board of Directors of the Company, verified by Writing under the Hand of One of the Directors or the Secretary of the Company shall be as binding upon all the other Proprietors of the Company as if such other Proprietors had actually entered into and executed such Covenants or other Engagements, or been Parties to such Contracts or any of them; and any Person or Persons making any Claim or Demand upon the Company, or upon any or either of such Trustees

or Trustee as aforesaid, under or by virtue of any such Contract, Covenant, or Engagement, shall and may sue and implead the Company in the Name of the Secretary of the Board of Directors, or of any Director or Proprietor of the Company, as directed by this Act, in the same or like Manner as if such Contract and Covenant had been entered into and executed, or such other Act or Acts had been done, by such Director or Secretary or Proprietor, for and on behalf or for the Benefit or in furtherance of the Objects of the said Company, and the Party or Parties so suing or impleading shall and may have and shall be entitled to the same Remedies as are provided by this Act in Cases where Authority is given to sue and implead the Company in the Name of a nominal Party, but not to any further or other Remedy whatsoever.

How Debts to be proved in Cases of Bankruptcy.

XXIX. And be it enacted, That in case any Fiat or Commission of Bankruptcy or Sequestration in *Scotland* shall be awarded against any Person who shall be indebted to the Company, or against whom the Company shall have any Claim or Demand, or in case any Person who shall be indebted to the Company, or against whom the Company shall have any Claim or Demand, shall petition to take the Benefit of any Act for the Relief of Insolvent Debtors, it shall be lawful for any One of the Directors for the Time being, or for the Secretary of the Board of Directors, or any Proprietor of the Company, to appear and to act on behalf of the Company in respect of any such Debt, Claim, or Demand before the Commissioner under any Fiat or Commission of Bankruptcy, or any Sequestration, or before the Court for Relief of Insolvent Debtors, or any Commissioners thereof, either personally or by his Affidavit, to be sworn and exhibited in the usual Manner, in order to prove and establish any such Debt, Claim, or Demand under such Fiat, Commission, Sequestration, or Insolvency, and any such Director, or such Secretary or Proprietor, shall in all such Cases be admitted and allowed to make Proof or tender a Claim under any such Fiat, Commission, or Insolvency, on behalf of the Company, in respect of any such Debt, Claim, or Demand, and shall have such and the same Powers and Privileges as to voting in the Choice of Assignees, and as to signing Certificates, in case of Bankruptcy, and otherwise, in respect of any Debts admitted to be proved on behalf of the Company, as any other Person being a Creditor of such Bankrupt or Insolvent in his own Right would have in respect of the Debt proved by him under such Fiat, Commission, Sequestration, or Insolvency.

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

XXX. 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.

Any Director of the Company, or the Secretary of the Board of Directors, may grant Releases to Witnesses.

XXXI. 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 any Director for the Time being of the Company, or for the Secretary of the Board of Directors, in his own Name, on behalf of the Company, to execute such general or other Releases as may be deemed necessary to qualify any Person to give Evidence as a Witness in any such Proceedings, and also to do any other Act which any Plaintiff or Defendant may do in any Action, Suit, Prosecution, Arbitration, or other Proceeding; and every such Release or Act shall be valid and effectual, and be binding upon the Company.

Service of Notice on the Company.

XXXII. 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 any Director, or on the Secretary of the Board of Directors 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, shall be deemed good Service of the same on the Company.

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

XXXIII. 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 Northern Coal Mining 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 Proprietors 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 Proprietors thereof, or of Persons all of whom shall have become Proprietors subsequenly to the passing of this Act.

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

XXXIV. 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.

XXXV. 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 Proprietors 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 or other Parties, or as between the Company and any of the Individuals Proprietors thereof and others, or as between themselves, or in any Manner whatsoever.

XXXVI. And

XXXVI. And be it enacted, That all 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. Expences of Act.

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

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

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

Words importing the Masculine Gender shall include Females:

The Word "Plaintiff" shall include Pursuer and Petitioner:

The Word "Defendant" shall include Defender and Respondent:

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

The Expression "the Company" shall mean the said Northern Coal Mining Company.

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

The

The SCHEDULE referred to by the foregoing Act.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the Directors, Secretary of the Board of Directors, and Proprietors of "The Northern Coal Mining Company," inrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act for regulating legal Proceedings by or against the Northern Coal Mining Company, for enabling the Company to appoint One Board of Directors in lieu of Two independent Boards, and for removing Restrictions on the Choice of Directors."

A.B. of
C.D. of
E.F. of
} Directors.
G.H. of — Secretary of the Board of Directors.

J.K. of
L.M. of
N.O. of
} Proprietors.

I *A. B.* of in the County of One of the Directors [*or* Secretary of the Board of Directors] of the said Company, do hereby solemnly and sincerely declare, That the above-written Memorial contains the Names of the present Directors and Secretary and of all the present Proprietors 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 case of a Change of any of the Directors or of the Secretary.

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

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

I *A. B.* of in the County of One of the Directors [*or* the Secretary] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names of the new Directors [*or* the Name of the new Director *or* Secretary] 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 Directors [*or* to a new Director *or* Secretary] was enrolled on the Day of .

In case of Persons ceasing to be Proprietors.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the Persons who have ceased or discontinued to be Proprietors of "The Northern Coal Mining Company" since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting Persons ceasing to be Proprietors of the said Company inrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act," *&c.* [*here insert Title of Act*].

G. H. of
J. K. of
L. M. of

I *A. B.* of in the County of One of the Directors [*or* the Secretary] 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 be Proprietors of the above-named 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 the ceasing and discontinuing of the Shareholders was inrolled on the Day of

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In case of Persons becoming new Proprietors.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the Persons who have become new Proprietors of the Northern Coal Mining Company since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting new Proprietors of the said Company, inrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act," *&c.* [*here insert Title of Act*].

J.K. of
L.M. of
N.O. of

I *A.B.* of in the County of , One of the Directors [*or* the Secretary] of the said Company, do solemnly and sincerely declare, That the above written Memorial contains the Names of the Persons who have become new Proprietors 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 Proprietors was inrolled on the Day of One thousand eight hundred and .

In case of several Changes at the same Time.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the new Directors of the Northern Coal Mining Company, and of the Persons in whose Places they have been appointed, and of the Name of the new Secretary, and of the Name of the Person in whose Place he has been appointed, and of the Names of the Persons who have ceased or discontinued to be Proprietors of the said Company, and of the new Proprietors of the said Company, inrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act," *&c.* [*here insert Title of Act.*]

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

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

Name

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

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

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 One of the the Directors [*or* the Secretary] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names of the new Directors and of the new Secretary of the said Company, and of the Persons in whose Places they have been appointed, and of the Persons who have ceased or discontinued to be Proprietors of the said Company, and of the new Proprietors 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 Directors was inrolled on the Day of .

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

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

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

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