CHAPTER xx.

An Act to explain and amend the Deed of Settlement of the Norwich Union Fire Insurance Society, to provide for the increase of the capital and subdivision of the shares of that Society, and to enable that Society to sue and be sued in the name of a public officer. [23d May 1879.] A.D. 1879.

WHEREAS by an indenture or deed of settlement dated the 6th day of August 1821, divers persons formed themselves into a society or partnership under the name of the Norwich Union Fire Insurance Society (in this Act commonly called the Society); and by the said deed of settlement, after reciting that it was lately agreed that a Fire Insurance Society should be established in the city of Norwich on the principles therein-after contained, and that the capital of the Society should be £550,000, and that such capital should be raised by 2,200 shares of £250 each, and that an instalment of £20 on each share should be paid at the time of subscribing, and that further instalments on each share should be paid as and when the same should be respectively called for in the manner therein-after expressed, and after also reciting that the several parties to the said deed had taken shares in the said capital, and on each of the said shares so taken had paid an instalment of £20, and that the said shares were numbered in regular order from 1 to 2,200, both inclusive, and that a separate certificate of each share, bearing the number thereof and expressing that such share was the property of the person named in the certificate, had been delivered to that person, it was amongst other things witnessed as follows: (By clause 1 of the said deed of settlement) that a Society, to be called or known by the name of "The Norwich Union Fire Insurance Society," or by such other name as the board of directors might from time to time think proper, should subsist for the term of thirty years, to be computed from the day of the date of the said deed of

A.D. 1879.

settlement, and should consist of the several persons who should for the time being be proprietors of shares in the said capital of £550,000; and that if the extraordinary board of directors, to be convened for that purpose as therein-after directed, should come to a resolution that it would be advisable to continue the Society for a further term of years beyond the said term of thirty years, and the annual general court to be held for the year 1850 should also resolve on the continuance of the Society for a further term of years beyond the said term of thirty years, then the Society should continue for such further term, and under and subject to such laws, regulations, and conditions as should be fixed upon by the said annual general court for the year 1850; and (by clause 2 of the said deed of settlement) that the object and business of the Society should be to insure against loss by fire; and (by clause 10 of the said deed of settlement) that the affairs and concerns of the Society should be conducted and managed under and subject to the several rules, regulations, clauses, and agreements therein-after contained; and (by clause 33 of the said deed of settlement) that an extraordinary general court specially called for that purpose in manner therein-after mentioned should have power to make any new laws, regulations, and provisions for the better government of the Society, or to amend, alter, or repeal all or any part of the existing laws, regulations, and provisions of the Society, provided that such new, amended, or altered laws, regulations, and provisions did not extend to amend, alter, or repeal all or any part of the laws, regulations, and provisions established and settled by the said deed of settlement for limiting the responsibility of the proprietors of the Society; and provided also, that such new, amended, or altered laws, regulations, and provisions did not extend to make the granting of annuities or endowments, or insurances on lives or survivorships, or any insurances connected with life, a part of the business of the Society; and (by clause 36 of the said deed of settlement) that if the extraordinary board of directors, to be called for that purpose in manner therein-after mentioned, should come to a resolution that it would be advisable to continue the Society for a further term of years beyond the aforesaid term of thirty years, the general court to be held in the month of January 1850 should take such resolution into consideration, and if the court should resolve on the further continuance of the Society, it should also fix the further number of years for and the laws, regulations, and conditions upon which the Society should continue; and (by clause 106 of the said deed of settlement) that at some convenient time before the annual general court for the year 1850, an extraordinary board of directors should

be held for the purpose of taking into consideration the propriety of continuing the Society for a further term of years beyond the term limited by the said deed of settlement, and that such extraordinary board of directors should be called by circular letters mentioning the object of the meeting at least fourteen days previous to the day on which the same should be held; and (by clause 107 of the said deed of settlement) that the resolution which such extraordinary board should come to respecting the continuance of the Society should be communicated by circular letters to be delivered or sent by the post to each proprietor at least twenty-one days previous to the day on which the annual general court for the year 1850 should be held:

And whereas at and by an extraordinary board of directors of the Society, duly convened for that purpose as in that behalf directed by the said deed of settlement, and held on the 28th day of November 1849, it was resolved unanimously that in the opinion of the board it was advisable to continue the Society for a term of years beyond the original period of thirty years mentioned in the Society's deed of settlement, such further term to commence on and from the 6th day of August which would be in the year 1851:

And whereas notice of the said resolution of the extraordinary board of directors was duly sent by post to each proprietor pursuant to the said deed of settlement, and at the annual general court of proprietors of the Society, held at the offices of the Society in the city of Norwich on the 8th day of January 1850, the court took the aforesaid resolution of the extraordinary board of directors into consideration, and did resolve on the continuance of the Society for a term of years beyond the said term of thirty years, and did fix such further term at thirty years to commence on and from the said 6th day of August 1851, and did also resolve that the Society should be continued upon the same laws, regulations, and conditions as were expressed in the Society's deed of settlement:

And whereas, in pursuance of the powers in that behalf in the said deed of settlement contained, certain of the laws, regulations, and provisions of the Society have from time to time been altered and amended, and ultimately, at an extraordinary court of proprietors of the Society, duly convened and held on the 17th day of May 1878, and specially called for the purpose, it was unanimously resolved that the several rules, regulations, clauses, and agreements contained in the deed of settlement of the Society dated the 6th day of August 1821, and under and subject to which it was therein declared that the affairs and concerns of the Society should be conducted and managed, and also all laws, regulations, and provisions of

A.D. 1879.

the Society duly established and then in force under or by virtue of any resolutions of extraordinary courts of proprietors, or otherwise howsoever, should as from the 28th day of September 1878 be absolutely repealed and abrogated, except only as mentioned in the proviso therein-after contained, and that as from the said 28th day of September 1878 the affairs and concerns of the Society should be conducted and managed under and subject to the laws, regulations, and provisions therein-after set forth; provided always, that nothing in that resolution contained should be held to diminish, vary, or affect any power which by virtue of the second of the resolutions of the annual general court of proprietors held the 8th day of January 1850, and of the said deed of settlement, the Society, or the board of directors and court of proprietors thereof, or any of them, might then possess of continuing the subsistence of the Society beyond the term of thirty years for which it was continued by the first of the said resolutions of the said annual general court of the 8th day of January 1850:

And whereas the Society has for many years past been and now is in a prosperous condition, and possesses, in addition to a paid-up capital of £66,000 (arising from the said instalment of £20 per share mentioned in the said deed of settlement, and a further instalment of £10 per share since called up, making together £30 paid up on each share), a reserve fund amounting to upwards of £230,000, which reserve fund is by the said laws, regulations, and provisions to be augmented yearly by the addition thereto of not less than £15 per centum of the net profits of the Society's business for the preceding year, until such reserve fund shall amount to £500,000 at the least:

And whereas the public hath been greatly benefited by the establishment of undertakings with competent capitals for insurance against loss by fire; and having regard to the present prosperous state of affairs and prospects of the Society, it is desirable that its existence should be further continued beyond the said 6th day of August 1881:

And whereas, by reason of the Society having been continued only on the same laws, regulations, and conditions as were expressed in the said deed of settlement, without any specific provision for its further continuance, and of the said 36th and 106th clauses of the said deed of settlement, containing express reference to a particular date only (that is to say, the year 1850), and of the power conferred by the 36th clause being exerciseable only by the general court held in the month of January 1850, doubts have arisen whether the Society has now power to continue its existence for a further term

or terms, and it is expedient that such doubts should be removed, and that such power should be conferred on the Society as is herein-after contained of continuing its existence:

And whereas it is provided by the laws, regulations, and provisions of the Society that the policies issued by the Society shall be so expressed as not in any way to charge the proprietors of the Society with any liability, except to the extent of so much of their shares in the Society's capital as shall remain due from them, and in consequence an increase of the capital of the Society would afford greater security to the public, and it is expedient therefore that power should be conferred on the Society to increase its capital in the event of its continuance:

And whereas shares of so large an amount as £250 each, with £30 paid up, and to which is attached the legal liability of paying thereon the further sum of £220, are found to be inconvenient for the purpose of sale, and it is expedient that in the event of the Society being continued beyond the present existing term of thirty years, and of its capital being increased, power should be conferred on the Society to divide the capital thereof into shares of £100 each, (due provision being made for the issue of half shares of £50 each so far and so far only as may be necessary,) and that suitable alterations, rendered necessary by such division, should be made in the laws, regulations, and provisions of the Society relating to the qualifications of directors and proprietors, and to the scale of voting at the courts of proprietors, and to other matters:

And whereas difficulties have arisen and may hereafter arise in recovering debts due to the Society, and in maintaining actions for damages done to the property of the Society, and also in prosecuting persons who may steal or embezzle the moneys or effects of the Society, or who may commit or be guilty of any other offence against the Society; and for obviating and removing the difficulties aforesaid, it is desirable and expedient that the Society be authorised to sue and to be sued in the name of a public officer:

And whereas the foregoing objects cannot be attained 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 for all purposes as the Norwich Union Fire Insurance Society's Act, 1879.

A.D. 1879.

Provision for continuance of Society.

2. It shall be lawful for the Norwich Union Fire Insurance Society, at any time before the first day of January one thousand eight hundred and eighty-one, to resolve and determine that the Society shall continue for any further term of years beyond the said term of thirty years which will expire on the sixth day of August one thousand eight hundred and eighty-one, under and subject to such laws, regulations, and provisions (including provisions for the ulterior continuance of the Society) as the Society shall think fit, but so nevertheless that such new laws, regulations, and provisions do not in any respect contravene the proviso or restriction contained in the said 33rd clause of the deed of settlement, and so also that, for the purpose of continuing the Society, the following procedure and formalities (being as nearly as may be those prescribed by the said deed of settlement in relation to the continuance of the Society) be followed and observed; (that is to say,)

(1.) An extraordinary board of directors, to be called in the mode prescribed by the 106th clause of the said deed of settlement for the purpose of taking into consideration the propriety of continuing the Society beyond the now existing term of thirty years, must first resolve that it will be advisable to continue the Society for a further term of years:

(2.) An extraordinary general court of proprietors must be convened by circular letters to be delivered or sent by post to the proprietors whose names shall appear on the register of proprietors at least twenty-one days previous to the day fixed for the holding of such extraordinary general court; and in such circular letters the resolution which the extraordinary board of directors shall have passed respecting the continuance of the Society must be stated:

(3.) The extraordinary general court of proprietors, so convened as aforesaid, must also resolve that the Society shall be further continued, and must fix the further number of years for and the laws, regulations, and provisions under and subject to which the Society shall be further continued:

Provided always, that, save as herein-before specially mentioned, all proceedings for the purpose of deciding as to the continuance of the Society shall be conducted in accordance with the laws, regulations, and provisions of the Society for the time being subsisting and in force.

A.D. 1879.

Increase and division of capital by resolution of Society.

3. In the event of its being duly resolved and determined in manner aforesaid that the Society shall continue beyond the said present existing term of thirty years, it shall be lawful for the Society, at any time before the first day of August one thousand eight hundred and eighty-one, to resolve that the capital of the Society shall be increased by the issue of new shares for an aggregate amount of five hundred and fifty thousand pounds, and shall be one million one hundred thousand pounds, divided into eleven thousand shares of one hundred pounds each, subject only to due provision being made for the issue of half shares where necessary: Provided always, that for the purpose of passing such resolution as aforesaid for increase and division of capital, the same procedure and formalities as nearly as may be shall be followed and observed as are herein-before prescribed and made requisite for the purpose of continuing the Society beyond the said existing term of thirty years: Provided also, that such resolution for increase and division of capital may, if so thought fit, be taken into consideration and passed at and by the same extraordinary board of directors and extraordinary general court of proprietors respectively as those called and convened respectively for the purpose of taking into consideration and resolving on the question of the continuance of the Society.

Provisions for effecting and regulating the objects of resolution for increase and division of capital.

4. In the event of such resolution as aforesaid for increase and division of capital being duly passed, the objects thereof shall be effected and regulated by the following provisions; (that is to say,)

(1.) As from the time of the passing by the extraordinary general court of proprietors of such resolution as aforesaid for increase and division of capital, every then existing proprietor of the Society shall, in lieu of every share of two hundred and fifty pounds (upon which the sum of thirty pounds has as aforesaid been paid up) held by him, be entitled to and be deemed the proprietor of two shares of one hundred pounds, upon each of which the sum of twelve pounds shall be deemed to have been paid, and also, subject to the provisions next herein-after contained, to one half share of fifty pounds, on which the sum of six pounds shall be deemed to have been paid: Provided always, that, except by special leave of the board of directors to be granted for just cause, those proprietors only who may hold a single share or some other odd number of shares of two hundred and fifty pounds shall become entitled to half shares, and that in all cases where

A.D. 1879.

any proprietor would but for this proviso have become entitled to more than one half share, such proprietor shall become entitled to one share of one hundred pounds in lieu of every two half shares to which he would have been entitled:

(2.) The said shares arising from the subdivision as aforesaid of the present existing shares of two hundred and fifty pounds shall, subject to the provisions of this Act, confer and have all such rights, qualifications, privileges, and incidents as from time to time would have attached and been incident to the original shares of the Society for which the same shall have been substituted, and shall, for the purpose of continuous holding within the meaning of the laws, regulations, and provisions of the Society, be regarded as the same shares as those for which they shall have been substituted, and shall generally in all respects stand in lieu of such original shares, subject only to the provisions of this Act:

(3.) The increase of the capital of the Society shall be effected by means of an issue, in manner herein-after provided, of new shares for an aggregate nominal amount of five hundred and fifty thousand pounds; and (upon due compliance with the proviso herein-after contained) it shall be lawful for the Society to issue such new shares as paid up to the same extent as the now existing shares of the Society are paid up, that is to say, to the extent of twelve pounds for every one hundred pounds: Provided always, that before issuing such new shares as partially paid up as aforesaid, the Society shall carry over from their aforesaid reserve fund the sum of sixty-six thousand pounds, so as to increase the amount of their paid-up capital from sixty-six thousand pounds to one hundred and thirty-two thousand pounds; and thenceforth the laws, regulations, and provisions of the Society with respect to the augmentation of the reserve fund, by the addition thereto of not less than fifteen pounds per centum of the net profits of the Society's business until it shall amount to five hundred thousand pounds at least, shall apply to the reserve fund as diminished by such carrying over as aforesaid:

(4.) The new shares to be issued as aforesaid shall be of the nominal amount of one hundred pounds each (save where, for the purpose of due proportionate distribution amongst the existing proprietors, half shares of fifty

pounds each may be issued), and shall be offered to the then existing proprietors in proportion to the shares held by them in the Society:

(5.) The offer of such new shares shall be made within three calendar months after the passing by the extraordinary general court of proprietors of such resolution as aforesaid for increase and division of capital, by letter, signed by the secretary of the Society, given to every proprietor or sent by post addressed to him according to his address as contained in the register of proprietors of the Society, or left for him at his usual or then last known place of abode in England, Scotland, or Ireland; and every such offer made by letter sent by post shall be considered as made on the day on which the letter in due course of delivery ought to be delivered at the place to which it is addressed:

(6.) Every such offer shall contain suitable provisions for the renunciation by any proprietor to whom such offer is made in favour of any other person or persons nominated by him, and duly approved by the board of directors of the Society, of the right of such proprietor to the share or shares offered to him, and for the registration of such nominee or nominees as proprietor or proprietors of such new share or shares:

(7.) If any proprietor shall, for the space of two calendar months after the offer to him of such new shares, fail either to accept (or to renounce in favour of some approved nominee or nominees who shall accept) the same shares or any part thereof, then and in every such case, at the expiration of that period, he shall be deemed to have declined the offer of such new shares or such part thereof as aforesaid, and the same may be disposed of by the board of directors of the Society for the benefit of the Society: Provided always, that when a proprietor, from absence abroad or delay occasioned by reason of application being made to the Chancery Division of the High Court of Justice, or other cause satisfactory to the board of directors of the Society, omits to signify within the time aforesaid his acceptance of the new shares offered to him, the board of directors, if they think proper, may permit him to accept the same notwithstanding such time has elapsed:

(8.) The said new shares shall, except as herein-before provided in respect to the offer, acceptance, and renunciation thereof,

A.D. 1879.

stand upon the same footing generally as the shares arising from the subdivision of the existing shares of two hundred and fifty pounds, and shall together with the shares so arising constitute one class of shares only, and in particular shall be entitled to participate in dividends as from the yearly declaration of dividend last preceding the passing by the extraordinary general court of proprietors of such resolution as aforesaid for increase and division of capital, but so nevertheless as not to disturb or interfere with any interim dividend that may have been declared previously to the passing by such extraordinary general court of such resolution as aforesaid; and in all cases in which such new shares shall be offered to and accepted by an existing proprietor, they shall, for the purpose of the laws, regulations, and provisions of the Society, be deemed to have been continuously held for the same period of time as the shares of such existing proprietor in respect of which such new shares shall have been so offered and accepted shall in fact have been so held by him:

(9.) The Society shall, within six calendar months after the passing by the extraordinary general court of proprietors of such resolution as aforesaid for increase and division of capital, deliver to every proprietor, or, as the case may require, to his duly approved nominee or nominees, certificates for the shares of one hundred pounds, or, as the case may be, the half shares to which such proprietor or nominee or nominees shall become entitled, but so nevertheless that in all cases in which the same person shall be or have become entitled to more than one half share, either as original proprietor or by means of the issue of new shares, or by purchase, or otherwise, one certificate for a share of one hundred pounds shall, in the absence of special order of the board of directors to be made for just cause, and otherwise directing, be delivered in lieu of every two half shares to which such person shall be entitled:

(10.) No person shall at any time hereafter be the proprietor of more than one half share in the Society, except by special leave of the board of directors to be granted for just cause; and it shall be lawful for the board of directors of the Society to make due provision for the consolidation into shares of any half shares at any time hereafter belonging to the same person, and for the requisite alteration in the certificates of proprietorship:

(11.) There shall be carried to the credit of each share of one hundred pounds in the books of the Society the sum of twelve pounds, and to the credit of each half share in the same books the sum of six pounds, and the proprietor of each share of one hundred pounds and of each half share respectively shall be liable to pay in respect of each share of one hundred pounds the sum of eighty-eight pounds, and in respect of each half share the sum of forty-four pounds, by such instalments, and in the like manner, and with the like liability of forfeiture as by the laws, regulations, and provisions of the Society are or shall hereafter be provided with respect to calls on shares and forfeiture of shares, but so nevertheless that every call made in respect of each half share shall be one half only of the call which shall be made at the same time in respect of each share of one hundred pounds:

(12.) In all cases in which by the existing laws, regulations, and provisions of the Society any specified or particular number of shares is required or fixed as a limit, or made essential either in respect to right of voting or qualification for the office of director or capacity to hold shares, or in respect to requisitions addressed to the board of directors, or to the performance of any other act, twice as many shares of one hundred pounds each shall henceforth be required, be deemed to be the limit, or be held essential, but subject nevertheless and without prejudice to any future exercise by the Society of its powers of amending, altering, or repealing the laws, regulations, and provisions of the Society:

(13.) Subject as in this Act is expressly provided, the Society shall have power to make, in the modes prescribed by the laws, regulations, and provisions of the Society for making new laws, regulations, and provisions, such regulations (if any) as may be necessary for carrying into effect the said resolution for increase and division of capital.

Proprietors not assenting to continuance of Society may give notice and require Society to purchase their shares.

5. In the event of its being duly resolved and determined in manner aforesaid that the Society shall continue beyond the said present existing term of thirty years, it shall be lawful for any proprietor who shall not, at the extraordinary general court of proprietors convened for the purpose of resolving on the question of continuance, have voted in favour of the continuance of the Society, at any time within three calendar months after the resolution for the continuance of the Society shall have been passed by such extra-

A.D. 1879.

ordinary general court, by writing under his hand, or in the case of joint proprietors, under the hand of any one of such joint proprietors, addressed to the secretary of the Society, to signify his unwillingness to continue a proprietor of the Society after the expiration of the said term of thirty years, and to require the Society to purchase the share or shares belonging to him or standing in his name solely or jointly as aforesaid, including such new shares (if any) as, in the event of the capital of the Society being increased, he would be or might have been entitled to have offered to him; and in case any such notice shall be given, the share or shares in respect of which notice shall be so given shall be purchased by the Society at the average market price of the shares of the Society during the period of three calendar months immediately preceding the sixth day of August one thousand eight hundred and eighty-one; and the purchase money to be paid for any shares which the Society may be so required to purchase shall become payable on the sixth day of August one thousand eight hundred and eighty-one, together with interest from that date at the rate of five pounds per centum per annum, and shall be raised and paid out of any of the funds or assets of the Society; and upon payment of such purchase money the proprietors of the shares in respect of which such payment shall be made shall (in respect of such shares) cease to have any further share or interest in the Society; and the share or shares so purchased by the Society as aforesaid shall as from the sixth day of August one thousand eight hundred and eighty-one become the property of the Society, and may be sold or otherwise disposed of by the board of directors of the Society, as the board shall deem most beneficial to the Society: Provided always, that nothing herein contained shall vary or affect the rights or remedies against any proprietor whose shares shall be so purchased by the Society of any person claiming under any policy or contract granted or entered into by the Society at any time before the sixth day of August one thousand eight hundred and eighty-one.

Trustees not authorised to continue proprietors to be deemed to have given notice.

6. Any proprietor holding any share or shares in the Society upon trust either wholly or in part for any person or persons under disability or not in esse, and who shall not, either by the terms of the instrument of trust under which he holds the same share or shares or by the authority of the Chancery Division of the High Court of Justice, or otherwise, be duly authorised to continue a proprietor of the Society beyond the said existing term of thirty years, shall be deemed to have given notice of his unwillingness so to continue, and to have required the Society to purchase the share or shares belonging to him (including such new shares (if any) as

in the event of the capital of the Society being increased he would be or might have been entitled to have offered him), and shall, without having actually given notice, have the same rights and be in the same position in all respects as if notice had been duly given by him under the last preceding section of this Act: Provided always, that the Society shall not be affected with notice of the existence of any trust upon which any share or shares of the Society may in fact be held otherwise than by express notice of such trust in writing, and that, save for the purposes of the enactment contained in this section, the regulations of the Society, whereby the Society is not bound or at liberty to regard or take notice of any trust, express or implied, upon which any share or shares may be held by the registered proprietors thereof, shall remain in full force.

Trustees may apply to Chancery Division of High Court of Justice for directions as to continuing proprietors, accepting new shares, &c.

7. It shall be lawful for any proprietor, holding any share or shares in the Society as such trustee as aforesaid, to apply to the Chancery Division of Her Majesty's High Court of Justice, either by summons, in chambers, petition, or otherwise, for directions respecting the course to be adopted by such trustee or trustees in reference to continuing a proprietor of the Society beyond the said existing term of thirty years, or to accepting any new shares offered to him, or to any other matters or things connected with the said share or shares held by him as aforesaid, or in anywise relating to the provisions of this Act.

Actions by the Society to be in the name of their public officer.

8. All actions and proceedings whatsoever, at law or in equity, bankruptcy, liquidation, or lunacy, or under any insolvency or sequestration, or otherwise howsoever, whether in the United Kingdom or elsewhere, for or on behalf of the Society or any trustee or trustees thereof, or wherein the Society are in any way interested, against any person, body politic or corporate, whether a proprietor of the Society or not, and whether the cause thereof arose before or after the passing of this Act, may, after the passing of this Act, be instituted and prosecuted in the name of the public officer of the Norwich Union Fire Insurance Society.

Actions against the Society to be in the name of their public officer.

9. All actions and proceedings whatsoever, at law or in equity, bankruptcy, liquidation, or lunacy, or under any insolvency or sequestration, or otherwise howsoever, whether in the United Kingdom or elsewhere, against the Society, or any trustee or trustees thereof, and whether the cause thereof arose before or after the passing of this Act, may, after the passing of this Act, be instituted and prosecuted against them in the name of the public officer of the Norwich Union Fire Insurance Society; and all proceedings therein may be effectually served on the Society by service thereof on their secretary or other their principal officer at their chief office in

A.D. 1879.

Norwich, or failing the secretary or principal officer, on any two directors of the Society.

As to criminal proceedings by the Society.

10. In all criminal proceedings commenced after the passing of this Act, whether in the United Kingdom or elsewhere, for and on behalf of the Society, or any trustee or trustees thereof, against any person (whether a proprietor of the Society or not), if the proceeding be for any offence touching any property, real, personal, or mixed, or any documents belonging at law or in equity to the Society, the property may be sufficiently stated to be the property of the Norwich Union Fire Insurance Society; and if the proceeding be for any crime or offence against or with intent to defraud or injure the Society, or any trustee or trustees thereof, the crime or offence may be sufficiently laid or stated to be against or with intent to defraud or injure the Norwich Union Fire Insurance Society; and in no case shall it be necessary to state in the proceeding the names of the proprietors of the Society or any of them; and the offender (whether a proprietor of the Society or not, and if a proprietor, notwithstanding his being interested in the property, and as if he were not interested therein and were not a proprietor of the Society) may and shall thereupon, if convicted, be lawfully convicted of the crime or offence.

Pending actions to proceed as if Act not passed.

11. All actions, suits, and proceedings, whether civil or criminal, by or against the Society, or wherein the Society may be in any manner interested, which have been commenced before the passing of this Act, may be prosecuted and proceeded with as if this Act had not been passed.

Proceedings against or by proprietors or trustees.

12. Any person being a proprietor or trustee of or otherwise interested in the Society may in any case, either alone or jointly with any other person, be sued and proceeded against by the Society, and sue and proceed against the Society, as effectually and with like legal consequences as if he were not a proprietor or so interested, and whether the cause of action, suit, or proceeding arose before or after the passing of this Act.

Public officer to represent the Society in all proceedings in bankruptcy, &c.

13. In all proceedings in bankruptcy, liquidation, lunacy, insolvency, or sequestration, or otherwise howsoever, touching any of the interests of the Society, the public officer of the Society may and shall represent the Society and act in all respects as if the interests involved were the interests of the public officer; and any affidavit, declaration, or other act required to be made or done on behalf of the Society may be made or done by the public officer on behalf of the Society.

Indemnity of public officer.

14. Every public officer for the time being of the Society shall be indemnified by and out of the funds and property of the Society

against all costs, charges, losses, damages, and expenses which he shall or may pay, sustain, or incur as or by reason of his having become such public officer. A.D. 1879.

Enrolment of names of directors and officers of Society.

15. The directors of the Society shall from time to time cause to be enrolled in the Chancery Division of the High Court of Justice a memorial, verified by the solemn declaration of the secretary or other the principal officer of the Society, in the form given in the schedule to this Act, or to the like effect, of the names and addresses of the several persons who at the time of making the declaration are respectively the directors, the secretary or principal officer, and the public officer of the Society.

Memorial to be conclusive evidence.

16. The several persons from time to time appearing in the memorial enrolled under this Act to be respectively the directors, the secretary or principal officer, and the public officer of the Society shall for all purposes be deemed to be respectively the directors, the secretary or principal officer, and the public officer of the Society.

Examined copy of memorial to be received in evidence.

17. An examined copy of the enrolment of every memorial enrolled pursuant to this Act shall be received in evidence as proof of the contents of the memorial, and proof shall not be required that the person by whom the memorial purports to be verified was at any time the secretary or principal officer of the Society.

Act to extend to the Society at all times.

18. This Act shall extend to the Society at all times during the continuance thereof, and of whomsoever the Society are from time to time hereafter composed.

Act not to vary existing rules, &c, of Society except as expressly provided.

19. Except only as by this Act expressly provided, nothing in this Act contained shall repeal, alter, or interfere with the rules, regulations, and provisions of the deed of settlement of the Society as amended and altered and now in force, or any other existing rules and regulations of the Society.

Act not to incorporate the Society or alter legal position of proprietors.

20. This Act shall not incorporate the Society, or relieve or discharge the Society, or any of the proprietors thereof, from any responsibility, duty, contract, or obligation whatsoever to which by law they are or at any time hereafter may be subject or liable, either as between the Society and others or as between the individual members or proprietors of the Society, or any of them, and others.

False evidence or declaration to be a misdemeanor.

21. Any person wilfully or corruptly giving any false evidence or making and subscribing any declaration by this Act required to be made and subscribed, knowing it to be in any material particular false, shall be guilty of a misdemeanor, and be punishable accordingly.

Expenses of Act.

22. All costs, charges, and expenses of and incident to the preparing and applying for, obtaining, and passing of this Act shall be paid out of the funds of the Society.

A.D. 1879.

The SCHEDULE referred to in the foregoing Act.

Memorial of the names and addresses of the several persons who on this day of 18 are the directors, the secretary or principal officer, and the public officer of the Norwich Union Fire Insurance Society, made for enrolment in the Chancery Division of the High Court of Justice, pursuant to the Norwich Union Fire Insurance Society's Act, 1879.

A.B., of, *&c.*
C.D., of, *&c.* } Directors.
E.F., of, *&c.*

L.M., Secretary or Principal Officer (*as the case may be*).

N.O., the Public Officer.

I, the above-named *L.M.*, do hereby solemnly and sincerely declare that the above memorial contains the names and addresses of the directors, the secretary or other the principal officer, and the public officer of the Norwich Union Fire Insurance Society, as the same appear on the books of the Society on the day of making this declaration. And I make this solemn declaration conscientiously believing it to be true, and in pursuance of the statute in that case made and provided.

As witness my hand this day of A.D. 18 .

Solemnly declared at this day of A.D. 18 , before me } (Signed) *L.M.*

LONDON: Printed by George Edward Eyre and William Spottiswoode, Printers to the Queen's most Excellent Majesty. 1879.