ANNO QUARTO & QUINTO

VICTORIÆ REGINÆ.

****

Cap. lxxxix.

An Act to enable "The Patent Rolling and Compressing Iron Company" to purchase certain Letters Patent, and to sue and be sued.

[21st *June* 1841.]

WHEREAS Letters Patent under the Great Seal of *Great Britain*, bearing Date the Twenty-fourth Day of *April* in the First Year of the Reign of Her present most Gracious Majesty, were granted by Her said Majesty unto *Francis Pope* of *Wolverhampton* in the County of *Stafford*, Fancy Iron-worker, his Executors, Administrators, and Assigns, for the sole and exclusive Use, exercising, and vending of his Invention of "certain Improvements in Machinery for making or manufacturing Pins, Bolts, Nails, and Rivets applicable to various useful Purposes," within that Part of the United Kingdom of *Great Britain* and *Ireland* called *England*, the Dominion of *Wales*, and the Town of *Berwick upon Tweed*, for and during the full Term of Fourteen Years from the Date of the said Letters Patent, according to the Statute in that Case made and provided: And whereas Her said most Gracious Majesty hath also granted Her Royal Letters Patent to the said *Francis Pope* for the sole and exclusive Use, exercising, and vending of his said Invention in *Scotland*: And whereas other Letters Patent under the Great Seal of *Great Britain*, bearing Date the Twenty-second Day of *May* in

the Second Year of Her Majesty's Reign, were also granted by Her Majesty unto *James Vardy* of *Wolverhampton* aforesaid, Gentleman, his Executors, Administrators, and Assigns, for the like sole and exclusive Use, exercising, and vending of his Invention of "Improvements in rolling Iron" within that Part of the United Kingdom of *Great Britain* and *Ireland* called *England*, the Dominion of *Wales*, and the Town of *Berwick-upon-Tweed*, for the like Term of Fourteen Years from the Date of the said last-mentioned Letters Patent: And whereas the said respective Letters Patent contain the usual Proviso and Condition, limiting the Number of Persons in or in Trust for whom the said Patents respectively, or the Liberties and Privileges thereby granted, shall become vested, with the Proviso that nothing therein contained shall prevent the granting of Licences as therein mentioned: And the said Letters Patent respectively also contain the usual Proviso for Enrolment of the Specifications of the said respective Inventions, and the said Patent granted to the said *James Vardy* contains the usual Provision for securing the Supply of his said Invention to the public Service of Her Majesty, upon reasonable Terms, as therein mentioned: And whereas Specifications of the said respective Inventions in respect of the said English Patents were enrolled in Her Majesty's High Court of Chancery in *England*, according to the said Patents, and as to the said *Scotch* Patent in *Scotland*, according to the Proviso in that Patent: And whereas the said *English* Patents have been put in use, and it will be of great public Advantage and Importance if adequate Means be provided for facilitating the extended Application and Use of the said several recited Patents: And whereas the several Parties herein-after named, and others, being Persons of Capital, and satisfied of the great Utility and Advantages of the said Inventions, and that the full Benefit of the same would be most advantageously exercised and afforded to the Public by a Joint Stock Company, to be formed and established for the Purpose, are desirous of purchasing the said Letters Patent: And whereas it is expedient that the said Company should be rendered capable of suing and being sued in the Name of some one Individual as a nominal Party to legal Proceedings: And whereas the aforesaid Objects cannot be properly or effectually accomplished and carried into execution except by the Aid and Authority of Parliament: May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, That *Walter Alexander Urquhart* Esquire, Colonel Sir *William Gosset*, Royal Engineers, C. B., K. C. H., *Thomas Hawkes* Esquire, M. P., *Bolton Peel* Esquire, *William Ryton* Esquire, the Honourable *Henry Fitzroy* M. P., Sir *James Eyre*, *Josiah Wilkinson* Esquire, *Daniel Welby* Esquire, *Frederick Shore Nodin* Esquire, *Charles Eicke* Esquire, *John Clementson* Esquire, *James Hodges* Esquire, *Thomas Kittrick* Esquire, and *John Leggett Budden* Esquire, and all other Persons who shall for the Time being become and be Proprietors of any Share of the Capital or Joint Stock of the Company hereby established, shall, so long as they respectively continue to be Proprietors of such Shares, and no longer, have full Power and Authority, from Time to Time and at all Times hereafter, to make, do,

Company formed.

do, perform, and execute all such Acts, Deeds, Matters, and Things as shall or may be necessary or proper for the Manufacture, Trade, or Purposes mentioned or expressed in this Act; and shall for such Manufacture, Trade, and Purposes form and be and are hereby established, constituted, and united into a Joint Stock Company, by the Name, Style, and Description of "The Patent Rolling and Compressing Iron Company."

Purposes of the Company.

II. And be it enacted, That the said Company shall be established for the Purpose of purchasing the said several Letters Patent, or some of them, and using, exercising, and vending the said Inventions and Improvements in the same several Letters Patent, or some of them mentioned or comprised, and undertaking and carrying on the Manufacture and Sale of Iron, and the several Articles to which the said Inventions and Improvements are or may be applicable, according to the Inventions and Improvements mentioned or comprised in the same several Letters Patent or some of them, and also for the Purpose of undertaking and carrying on any Manufacture, Trade, or Business connected therewith, and also to grant Licences to others to use the said Inventions, under such Limitations and Restrictions as the said Company shall think fit.

Patents may be assigned to the Company without causing a Forfeiture.

III. And be it enacted, That it shall be lawful for the said *Francis Pope* and *James Vardy*, their respective Executors, Administrators, and Assigns, or the Persons in whom the said several Letters Patent are now or may hereafter be vested at any Time after the passing of this Act, to sell, transfer, and assign the same or any of them, and all Rights, Privileges, Benefits, and Advantages under the same, unto or for the Use of or in Trust for the said Company hereby established; and every such Sale, Transfer, or Assignment of such Letters Patent as aforesaid, or of the Rights, Privileges, Benefits, or Advantages granted by such Letters Patent as aforesaid shall be valid, and shall not render any such Letters Patent in any Manner void or voidable; any Condition, Proviso, or Restriction in any such Letters Patent respectively expressed or contained to the contrary thereof in anywise notwithstanding.

Power to grant Licences.

IV. And be it enacted, That after any such Sale, Transfer, or Assignment as aforesaid, or of any such Letters Patent, unto or to the Use of or in Trust for the said Company hereby established, it shall be lawful for the same Company, or the Directors thereof, by any Writing under the Hands and Seals of Three of the Directors for the Time being of the said Company, from Time to Time to grant Licences to any Person or Persons to use, exercise, or vend the Inventions and Improvements comprised in such Letters Patent, or any Part thereof, either generally or under or subject to such Conditions, Limitations, or Restrictions as to the said Company or Directors shall seem fit.

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

V. And be it enacted, That in all Actions, Suits, and other legal Proceedings other than Proceedings of a criminal Nature, and all Proceedings in Lunacy or Bankruptcy, whether by way of Petition, Fiat, or, in *Scotland*, Sequestration, or otherwise, to be hereafter instituted

instituted or prosecuted by or on behalf of the said Company, either alone or jointly with any other necessary Parties, it shall be sufficient to state and to proceed in the Name of the Secretary or One of the Directors for the Time being of the Company as the nominal Plaintiff representing the Company in such Proceedings; and that in all Actions, Suits, and other legal Proceedings to be hereafter instituted or prosecuted against the Company, either alone or jointly with any other necessary Parties, it shall be sufficient to state the Name of the Secretary, or some One of the Directors, or, where there shall be no Secretary or Director, then the Name of some One of the Shareholders for the Time being of the Company, as the nominal Defendant, representing the Company in such Proceedings: Provided always, that any Party suing the Company may, if he think fit, join any Shareholders of the Company, or Persons who shall have been Shareholders of the Company, together with such nominal Party as Defendants in Equity, for the Purpose of Discovery, or in case of Fraud.

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

VI. And be it enacted, That the Death, Resignation, or Removal or ceasing to be a Shareholder of the said Company 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 as if no such Event had happened.

Actions by or against Shareholders.

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

Plea in bar of former Suit.

VIII. 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 other Proceedings for the same Demand, by or against the Company, or any other such nominal Party as aforesaid.

Officer suing not incapacitated as a Witness.

IX. And be it enacted, That the Secretary of the Company shall not, by reason of his being such nominal Party in any Action, Suit, 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, &c. of Officer suing not to affect Suit, &c.

X. And be it enacted, That the Bankruptcy, Insolvency, or stopping Payment of any such nominal Party, or of any Shareholder of the Company in his individual Capacity, shall not be construed to be the Bankruptcy, Insolvency, or stopping Payment of the Company,

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

Decree or Judgment may be enforced against the Company and the Shareholders individually.

XI. 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, subject to the Restrictions herein-after enacted, upon the Person, Estate, Funds, and Property of every Shareholder thereof, as if every individual Shareholder had been by Name a Party to such Proceedings.

Execution against former Shareholders.

XII. And be it enacted, That it shall be lawful for the Plaintiff to cause Execution upon any Judgment, Decree, or Order obtained by him in any such Action or Suit against any such nominal Party as aforesaid to be issued against all or any of the Shareholders for the Time being of the 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 Shareholder of the Company at the Time the Contract was entered into upon which such Action or Suit shall have been instituted: Provided always, that no such Execution against any Person being or having ceased to be a Shareholder shall be issued without Leave first granted by the Court in which such Judgment, Decree, or Order shall have been obtained, upon Motion in open Court, and after Notice of such Motion given to the Person sought to be charged: Provided also, that no Person having ceased to be a Shareholder 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 Shareholder 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 Shareholders.

Reimbursement of individual Shareholders.

XIII. 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 Shareholders of the Company.

Individuals paying under Execution to recover

XIV. And be it enacted, That if any such Execution be issued against any present or former Shareholder of the Company, and if within Fourteen Days next after the levying of such Execution he be not reimbursed,

against the Company.

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 Shareholder, 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 used against him, and thereby raise and pay what he may have been compelled to pay by means of such original Execution, together with Interest thereon, and his Costs, Damages, and Expences in that Behalf sustained, the Amount whereof shall be ascertained and certified by One of the Masters or other Officer of the Court out of which such Execution shall issue.

Contribution to be recovered from other Shareholders.

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

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

XVI. And be it enacted, That if the Shareholder or former Shareholder against whom any such Execution shall have issued, his Executors or Administrators, shall by reason of the Bankruptcy or Insolvency of any Shareholder, or from any other Cause, but without any Neglect or wilful Default on his own Part, be prevented from recovering any Proportion of the Monies, Costs, or Expences which he shall have so paid, it shall be lawful for him, his Executors or Administrators, again to divide the Amount of all such Monies, Costs, and Expences as shall not have been recovered by him or them into as many equal Parts as there shall then be Shares in the Capital of the Company (not including the Shares then under Forfeiture), except the Shares in respect of which such Default shall have happened; and every Shareholder for the Time being of the Company, and the Executors or Administrators of every deceased Shareholder, except as aforesaid, shall rateably, according to the Number of Shares which they shall hold in the Company, upon Demand, pay One or more such last-mentioned Parts to the Shareholder against whom such Execution shall have issued, his Executors or Administrators; and in default of Payment he or they shall have the same Remedies in all

all respects for the Recovery thereof as under the Provisions herein-before mentioned are given in respect of the original Proportions of such Monies, Damages, Costs, and Expences; and in the event of any Proportion of the said Monies, Damages, Costs, and Expences remaining unpaid by reason of any such Bankruptcy, Insolvency, or other Cause as aforesaid, such Shareholder, his Executors or Administrators, shall in like Manner from Time to Time and by way of accumulative Remedy have (*mutatis mutandis*) the same Powers of again dividing and enforcing Payment of the Amount of such Proportion, until he or they shall in the end, if a former Shareholder, be fully reimbursed the whole of the said Monies, Costs, and Expences, and if a then Shareholder, the whole excepting the Portions appertaining to the Shares held by him.

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

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

Criminal Proceedings to be in the Name of the Company.

XVIII. 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 or one of the Directors for the Time being of the Company, to prefer and prosecute any Indictment or other Criminal Proceeding 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 Patent Rolling and Compressing Iron Company;" or if such Proceeding be for Fraud or Forgery, or other Crime or Offence committed against or with Intent to injure or defraud the Company, then it shall be sufficient to state that the Offence was committed against or with Intent to injure or defraud "The Patent Rolling and Compressing Iron Company;" and thereupon any Offender, whether he be or have been a Shareholder of the said Company or not, may be lawfully convicted of any such Crime or Offence.

XIX. And

How Debts to be proved in cases of Bankruptcy, &c.

XIX. And be it further enacted, That in case any Fiat or Commission of Bankruptcy shall be awarded against any Person who shall be indebted to the said Company, or against whom the said Company shall have any Claim or Demand, or in case any Person who shall be indebted to the said Company, or against whom the said Company shall have any Claim or Demand, shall petition to take the Benefit of any Insolvent Act, it shall be lawful for the Secretary or any of the Directors for the Time being of the said Company to appear and act on behalf of the said Company in respect of any such Debt, Claim, or Demand, before the Commissioners under such Fiat or Commission of Bankruptcy, or before the Court 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, or Insolvency; and such Secretary or any such Director 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 said 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 Cases of Bankruptcy, and otherwise in respect of any Debt admitted to be proved on behalf of the said 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, or Insolvency.

Memorial to be enrolled.

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

Several Matters in One Memorial.

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

Form of Memorials.

XXII. And be it enacted, That the several Memorials aforesaid shall be in the Form or to the Effect expressed in the Schedule annexed to this Act, and shall be signed by the Secretary or one of the Directors of the Company, and shall be verified by a Declaration of such Secretary or Director before a Master of the High Court of Chancery, made pursuant to the Provisions of an Act passed in the

Fifth Year of His late Majesty's Reign, intituled *An Act to repeal an Act of the present Session of Parliament, intituled 'An Act for the more effectual Abolition of Oaths and Affirmations taken and made in various Departments of the State, and to substitute Declarations in lieu thereof, and for the more entire Suppression of voluntary and extra-judicial Oaths and Affidavits;' and to make other Provisions for the Abolition of unnecessary Oaths;* and if any Declaration so made shall be false or untrue in any material Particular, the Person wilfully making such false Declaration shall be guilty of a Misdemeanor. 5 & 6 W. 4. c. 62.

Evidence of Memorials.

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

Powers not to be exercised until Memorial enrolled.

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

Existing Liabilities to continue till new Memorials.

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

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

XXVI. And be it further 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.

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

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

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.

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

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

XXIX. And be it enacted, That this Act and the Provisions herein contained shall extend and be construed to extend to the said Company called "The Patent Rolling and Compressing Iron 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 Shareholders thereof, or of all or of some only of those Persons together with some other Persons, or whether such Company shall hereafter be composed of Persons who were not original Shareholders thereof, or of all Persons all of whom shall have become Shareholders subsequently to the passing of this Act.

Power to sue during winding up in case of Dissolution.

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

Not to extend to incorporate the Company.

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

Expences of Act how to to be paid.

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

Act to be subject to any general Act.

XXXIII. Provided always, and be it enacted, That nothing herein contained shall be deemed or construed to exempt the Patent Rolling and Compressing Iron Company from the Provisions of

any general Act relating to Joint Stock Companies which may pass during the present or any future Session of Parliament.

Construction of the Words of this Act.

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

Public Act.

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

The

The SCHEDULE referred to by the foregoing Act.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the present Directors, Secretary, and Proprietors of "The Patent Rolling and Compressing Iron Company," enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act to enable "The "Patent Rolling and Compressing Iron Company" to purchase "certain Letters Patent, and to sue and be sued."

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

I *A.B.* of in the County of one of the Directors [*or* the Secretary] 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 all of the present Shareholders 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* of the new Secretary] of "The Patent Rolling and Compressing Iron Company," and of the Persons [*or* Person] in whose Places [*or* Place] they have [*or* he has] been appointed, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act to enable "The Patent Rolling and Compressing Iron Company," to purchase certain Letters Patent, and to sue and be sued."

A.B., *C.D.*, *E.F.* of — Directors in the Place of *B.A.*, *D.C.*, *F.E.*
G.H. of — Secretary in the Place of *H.G.*

I *A.B.*

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 Directors [*or* to a 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 hold any Share or Shares in the "Patent Rolling and Compressing Iron Company" since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting Shareholders of the said Company, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act to enable "The "Patent Rolling and Compressing Iron Company" to purchase "certain Letters Patent, and to sue and be sued."

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

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 hold any Share or Shares in 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 Shareholders was enrolled on the Day of .

In case of Persons becoming new Shareholders.

MEMORIAL made the Day of One thousand eight hundred and of the Names of the Persons who have become new Shareholders of the "Patent Rolling and Compressing Iron Company" since the Day of One thousand eight hundred and being the Date of the Memorial last registered respecting Shareholders of the said Company, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act to enable the "Patent Rolling "and Compressing Iron Company" to purchase certain Letters "Patent, and to sue and be sued."

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

I *A. B.* of in the County of one of the Directors [*or* the Secretary] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names of the Persons who have become new Shareholders 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 Shareholders was enrolled 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 Patent Rolling and Compressing Iron Company," and of the Persons in whose Place they have been appointed, and of the Name of the new Secretary, and of the Name of the Person in whose Place he has been appointed, and of the Names of the Persons who have ceased or discontinued to be Shareholders of the said Company, and of the new Shareholders of the said Company, enrolled pursuant to an Act of Parliament passed in the Year of the Reign of Her Majesty Queen Victoria, intituled "An Act to enable the "Patent Rolling "and Compressing Iron Company" to purchase certain Letters "Patent, and to sue and be sued."

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

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

Name

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

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

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 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 Shareholders of the said Company, and of the new Shareholders 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 Directors was enrolled on the Day of .

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

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

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

LONDON: Printed by GEORGE E. EYRE and ANDREW SPOTTISWOODE, Printers to the Queen's most Excellent Majesty. 1841.