ANNO VICESIMO SEPTIMO & VICESIMO OCTAVO

VICTORIÆ REGINÆ.

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the whole of the Capital, amounting to Five hundred and forty thousand Pounds, which they were authorized to raise by the *Phœnix* Gas Act, 1824, in Nine thousand Shares of Sixty Pounds each, and have expended the Amount so raised in the Construction of Works authorized by the said Act, and such Amount being found insufficient fully to carry out such Works, they have from Time to Time expended thereon, or in Extensions and Enlargements thereof, various Sums of Money applicable to the Payment of Dividends to the Shareholders, amounting together to more than One hundred and forty-four thousand Pounds, which they are desirous of capitalizing, and they require further Capital for Extensions and Enlargements of the said Works, and it is expedient that they should be authorized to divide their Sixty Pound Shares into a larger Number of Shares of a smaller nominal Amount each: And whereas it is expedient that the Company should be authorized to purchase certain Lands in the Parish of *St. Mary Lambeth* in the County of *Surrey*, bounded on the North by the *Effra River*, on the West by the River *Thames*, on the South by the *Brunswick* Wharf, and on the East by the *Wandsworth Road*, and to erect thereon Works for the Manufacture or storing of Gas: And whereas it is expedient that certain of the Provisions of the *Phœnix* Gas Act, 1824, especially with respect to the Directors and Meetings of Shareholders, and the Right of voting thereat, should be amended: And whereas the Objects aforesaid cannot be effected without the Authority of Parliament: May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and of the Commons, in this present Parliament assembled, and by the Authority of the same, as follows:

8 & 9 Vict. cc. 16. & 18. and 26 & 27 Vict. c. 118. incorporated.

1. "The Lands Clauses Consolidation Act, 1845," the Provisions of "The Companies Clauses Consolidation Act, 1845," with respect to the several Matters following; that is to say, the Distribution of the Capital of the Company into Shares, the Transfer or Transmission of Shares, the Payment of Subscriptions, and the Means of enforcing the Payment of Calls, the Forfeiture of Shares for the Nonpayment of Calls, the Remedies of the Creditors of the Company against the Shareholders, the borrowing of Money by the Company on Mortgage or Bond, the Conversion of the borrowed Money into Capital, the Consolidation of the Shares into Stock, and the Provisions for affording Access to the Special Act, and Parts I., II., and III., of "The Companies Clauses Act, 1863," relating respectively to Cancellation and Surrender of Shares, to additional Capital, and to Debenture Stock, are hereby incorporated with this Act.

Power to divide the 60*l.* Shares into smaller Shares.

2. The Company, with the Consent of Three Fifths at least of the Votes of the Shareholders present, by person or by proxy, at a General Meeting convened with special Notice of the Purpose, may divide their said Capital of Five hundred and forty thousand Pounds into as many

many Shares of a smaller Amount each than Sixty Pounds as they may think fit, but so that all such Shares shall be of the same Amount each, and that such Amount shall be an aliquot Part of Sixty Pounds, and not less than Ten Pounds, and so that the total aggregate Amount of such Shares shall not exceed the Sum of Five hundred and forty thousand Pounds, and such Shares are herein-after called divided Shares.

Divided Shares to vest in Holders of whole Shares.

3. Every Person and Corporation who immediately before such Division was entitled to One or more of the Sixty Pound Shares in the said Capital of Five hundred and forty thousand Pounds, shall in lieu of each such Share be entitled to such a Number of divided Shares as shall together be equal to Sixty Pounds, and such divided Shares shall vest in such Persons and Corporations accordingly, subject nevertheless to the same Trusts, Powers, Provisions, Covenants, and Agreements as the Sixty Pound Shares for which they are respectively substituted were, or but for such Division would have been, subject to, and so as to give effect to and not revoke any Will or Testamentary Instrument disposing of or affecting such Sixty Pound Shares, and the Certificates and Memorials of such Sixty Pound Shares shall be the Certificates and Memorials of such Number of divided Shares as may be increased by such Subdivision.

Power to capitalize 144,000*l.*

4. The Company, with the Consent of Three Fifths at least of the Votes of the Shareholders present, in person or by proxy, at a General Meeting convened with special Notice of the Purpose, may capitalize all or any Part of the said Sum of One hundred and forty-four thousand Pounds, by appropriating amongst the several Holders of Shares in the said Capital of Five hundred and forty thousand Pounds, in proportion to the Number of such Shares held by them respectively, new Shares or Stock of the Company, but the total Sum payable as Dividends or Interest on the new Shares or Stock to be so appropriated shall not exceed Seven thousand two hundred Pounds *per Annum*.

Power to create Shares, &c. for Purpose of Capitalization.

5. The Company may create such Number of Shares, which shall be deemed fully paid up, of such Amount each, or such an Amount of Stock or Mortgages or Bonds of such an Amount as may be necessary to carry the Provisions of this Act with respect to the Capitalization of the said Sum of One hundred and forty-four thousand Pounds into effect.

Debenture Stock.

6. The Company may create and issue Debenture Stock.

Power to Company to raise new Capital by Shares or Stock.

7. The Company, with the Consent of Three Fifths of the Votes of the Shareholders present, in person or by proxy, at any General Meeting or General Meetings convened with special Notice of the Purpose, may raise by the Creation of new ordinary Shares of Twenty Pounds each or Stock in their Undertaking any further Sums of Money, in addition to the Sums herein-before specified, not exceeding in

in the whole Three hundred and sixty thousand Pounds, but the Amount of Profits which the Company may divide in respect thereof shall not exceed the Rate of Seven Pounds Ten Shillings *per Centum per Annum* upon the Amount for the Time being paid thereon.

Shares or Stock to form Part of Company's general Capital.

8. All Shares or Stock to be created by the Company under the Authority of this Act shall, subject to the Provisions of this Act, form Part of the general Capital of the Company.

New Shares not to issue until One Tenth shall have been paid up.

9. It shall not be lawful for the Company to issue any Share for raising any Part of the new Capital of Three hundred and sixty thousand Pounds by this Act authorized, nor shall any such Share vest in the Person accepting the same, unless and until a Sum not being less than One Tenth Part of the Amount of such Share shall have been paid up in respect thereof.

Calls.

10. Two Pounds *per* Share shall be the highest Amount which the Company may call at any One Time, and the Company shall not, either by a single Call or several Calls, call up more than Five Pounds *per* Share in any One Year.

Power to borrow on Mortgage or Bond.

11. The Company may from Time to Time borrow on Mortgage or Bonds such Sums as they think fit, not exceeding in the whole Two hundred thousand Pounds, but no more than One hundred and twenty-five thousand Pounds of that Money shall be borrowed until the whole of the said additional Capital of Three hundred and sixty thousand Pounds shall have been *bonâ fide* subscribed and issued, and One Half of that Amount shall have been actually paid up, nor until the Company shall have proved to the Justice who is to certify under the 40th Section of "The Companies Clauses Consolidation Act, 1845," (before he so certifies,) that all the said additional Capital of Three hundred and sixty thousand Pounds has been subscribed for *bonâ fide* and issued, and that not less than One Tenth of the Amount of each Share was paid on Issue of the same, and that such Shares are held by the Subscribers or their Assigns, and that such Subscribers or their Assigns are legally liable for the same (of which Proofs having been given the Certificate of such Justice under that Section shall be sufficient Evidence).

Application of Money raised under Act.

12. All Money raised under the Powers of this Act by the Creation of new Shares or Stock, or by Mortgage, shall be applied only to the Purposes authorized by this and the recited Act.

Power to purchase Land.

13. And whereas a Plan showing the Land in the Parish of *Lambeth* which the Company require for the Purposes of their Undertaking, and a Book of Reference to such Plan, have been deposited with the Clerk of the Peace for the County of *Surrey*: Therefore, subject to the Provisions of this Act and of the Acts incorporated herewith,

herewith, the Company may enter upon, take, and use the said Land or any Part thereof for the Purposes of their Undertaking.

Powers for compulsory Purchases limited.

14. The Powers of this Act for the compulsory Purchase of Land shall not be exercised after the Expiration of Two Years from the passing of this Act.

Company to purchase Lands of Price's Patent Candle Company contiguous to Works.

15. The Company shall, within Six Months after Notice in Writing from *Price's* Patent Candle Company (Limited) requiring them so to do, purchase the Rights and Interests, both freehold and leasehold, of that Company in all the Lands now in their Occupation situate between the *Wandsworth Road* and the River *Thames*.

Company to purchase Interest of Russell's Trustees in Belmont and Brunswick Wharf adjoining Works.

16. The Company shall, within Six Calendar Months after Receipt of Notice in Writing from the Trustees of *Bartholomew Campbell Russell* Esquire and others, requiring them so to do, purchase the Freehold and Leasehold Estate and Interest of the said Trustees in the *Belmont and Brunswick* Wharf Properties situate between the River *Thames* on the West and the *Wandsworth Road* on the East, and in case of Disagreement the Purchase Money shall be settled by Arbitration in manner provided by "The Lands Clauses Consolidation Act, 1845," for Settlement of Questions of disputed Compensation.

Gas works may be constructed within prescribed Limits.

17. The Company may erect upon any Lands which they may acquire under the Powers of this Act, within the Area bounded on the North by the *Effra River*, on the West by the River *Thames*, on the South by the *Brunswick Wharf*, on the East by the *Wandsworth Road*, such Gasworks, whether for the Manufacture of Gas or otherwise, as they may think fit, but except as aforesaid the Company shall not enter upon or use for the Manufacture of Gas any other Lands beyond those already vested in the Company before the passing of this Act.

For Protection of Sewers of Metropolitan and other Boards.

18. Where any of the intended new Works to be done under or by virtue of this Act shall or may pass over, under, or by the Side of so as to interfere with any Sewer, Drain, Watercourse, Defence, or Work under the Jurisdiction or Control of the Metropolitan Board of Works, or of any Vestry or District Board constituted under the Metropolis Local Management Act, 1855, or any Act or Acts amending the same or extending the Powers thereof, or with any Sewers or Works to be made or executed by the said Boards or Vestry or either of them, or shall or may in any way affect the Sewerage or Drainage of the Districts under their or either of their Control, the Company shall not commence such Work until they shall have given to the said Metropolitan Board or to the District Board or Vestry, as the Case may be, Fourteen Days previous Notice in Writing of their Intention to commence the same, by leaving such Notice at the principal Office of such Board or Vestry as the same may be for the Time being,

with a Plan and Section showing the Course and Inclination thereof, and other necessary Particulars relating thereto, and until such Board or Vestry respectively shall have signified their Approval of the same, unless such Board or Vestry, as the Case may be, do not signify their Approval, Disapproval, or other Directions within Fourteen Days after Service of the said Plan, Sections, and Particulars as aforesaid; and the Company shall comply with and conform to all Orders, Directions, and Regulations of the said Metropolitan Board and of the respective Boards or Vestries in the Execution of the said Works, and shall provide by new, altered, or substituted Works, in such Manner as such Boards or Vestries respectively may deem necessary for the proper Protection of and for preventing Injury or Impediment to the Sewers and Works herein-before referred to by or by reason of the said intended Works, or any Part thereof, and shall save harmless the said Metropolitan Board, District Board, and Vestry respectively against all and every the Expense to be occasioned thereby, and all such Works shall be done by or under the Direction, Superintendence, and Control of the Engineer or other Officer or Officers of the said Metropolitan Board, District Board, or Vestry, as the Case may be, at the Costs, Charges, and Expenses in all respects of the Company, and all Costs, Charges, and Expenses which the said Metropolitan Board or any District Board or Vestry may be put to by reason of the Works of the Company, whether in the Execution of Works, the Preparation or Examination of Plans or Designs, Superintendence, or otherwise, shall be paid to such Boards or Vestry by the Company on demand, and when any new, altered, or substituted Works as aforesaid, or any Works or Defence connected therewith, shall be completed by or at the Costs, Charges, or Expenses of the Company under the Provisions of this Act, the same shall thereafter be as fully and completely under the Direction, Jurisdiction, and Control of the said Metropolitan Board, District Board, and Vestry respectively, as the Case may be, as any Sewers or Works now are or hereafter may be; and nothing in this Act shall extend to prejudice, diminish, alter, or take away any of the Rights, Powers, or Authorities vested or to be vested in the said Metropolitan Board, District Boards, and Vestries, or any or either of them, or of their Successors, but all such Rights, Powers, and Authorities shall be as valid and effectual as if this Act had not been passed: Provided that no Renewal or Alteration other than a Change of Site of existing Works shall be deemed new Works under this Act, and if the Company shall complain of any withholding of Consent on the Part of any One of the said Boards or Vestries, or of any Orders and Directions and Regulations, or of any Charges sought to be imposed by any such Board or Vestry upon the Company in the Execution of any such Works, it shall be lawful for Her Majesty's Principal Secretary of State for the Home Department for the Time being to determine every such Difference, and by Order under his Hand to authorize the

the Works and the Manner of executing the same as he shall think fit; and after the Date of the Application by the Company to the said Secretary of State no Penalty shall be incurred by any Default of the Company, so far as it is occasioned by such Matter only.

Company to use the most approved Mode of purifying Gas at their Works.

19. For the Purpose of affording the most ample Protection to the Public from offensive or noxious Effluvium, or other Deleterious Effects proceeding from the Manufacture of Gas at their Works, the Company shall and they are hereby required to adopt and use at such Works the most approved Mode for the Purification of Gas which from Time to Time may be invented and used; and shall set apart in that Part of the Land by this Act authorized to be purchased by the Company which lies midway between the River *Thames* and the *Wandsworth Road* a sufficient Space, not being less than Ten thousand Square Feet, for fitting up the necessary Apparatus for effecting such Purification, and if at any time Complaint shall be made to the Secretary of State by any Local Authority authorized to Act under the "Metropolis Gas Act, 1860," or by not less than Twenty Inhabitants, Householders of the Parish of *Saint Mary Lambeth*, that offensive or noxious Effluvium proceeds from the Works of the Company, or other deleterious Effects arise from the Manufacture there carried on, it shall be lawful for the Secretary of State to appoint a competent Person as Inspector to inquire into the Mode of Purification carried on by the Company, and to ascertain if the same is in accordance with the Provisions of this Act, and the Secretary of State and the Inspector shall have all such and the same Powers as are conferred by the "Metropolis Gas Act, 1860," upon the Secretary of State, and an Inspector appointed by him upon any Complaint made as to the Quantity or Quality of the Gas supplied by any Company, and all the Provisions, Powers, and Remedies of that Act shall be applicable to this Provision as if the Prevention of offensive or obnoxious Effluvium, or deleterious Effects in the Manufacture of Gas had been included in the Enactments thereof for regulating the Quality and Purity of Gas.

Quorum of a Meeting of the Company.

20. After the passing of this Act the Quorum of any General or Special Meeting of the Company shall be Ten Shareholders whose Shares shall together amount to not less than Twenty thousand Pounds fully paid-up Capital; and the prescribed Number of Shareholders, on whose Requisition an Extraordinary Meeting of the Company may be required to be convened shall not be less than Twenty, holding not less than Twenty thousand Pounds paid-up Capital.

Period for closing Transfer Books.

21. The prescribed Period for closing the Transfer Books shall be One Week after Twenty-fourth *June* and Twenty-sixth *December*, or such other Times as may hereafter be fixed by General Meetings.

22. After

Right of voting.

22. After the passing of this Act the Right of voting at Meetings of the Company, whether ordinary or special, shall be according to the following Rules and Restrictions; that is to say, every Shareholder shall be entitled to One Vote for every Three hundred Pounds of paid-up Capital represented by such of his Shares in the Company as shall have been held by him for a Period of at least Three Months prior to the Meeting, and no Shareholder shall be entitled to be present or vote at any Meeting of the Company unless he shall have held Shares for the Period aforesaid representing at least Three hundred Pounds of such paid-up Capital; and Section 77. of the Companies Clauses Consolidation Act with respect to Proxies shall apply to such Votes, and the Limitation of the Number of Proxies which shall be held by any One Shareholder contained in the 15th Section of the said first-recited Act is hereby repealed.

Candidates for Directorship for the First Time to give notice.

23. No Shareholder shall be capable of being elected as a Director of the Company unless Fourteen Days at least before the Day of Election he shall have given Notice in Writing under his Hand at the Office of the Company of his Intention to offer himself as a Candidate for the Directorship at such Election, or unless at the Time when such Notice should be given he is actually a Director of the Company.

Director to become disqualified under certain Circumstances.

24. If any Director of the Company shall be declared bankrupt, or shall compound by Deed with his Creditors, or shall not for a Period of Two Months or more at one and the same Time attend any Meeting of the Directors, unless his Absence shall be by Leave of the Chairman, or in the Case of the Chairman, then by Leave of the Deputy Chairman, he shall forthwith become disqualified to act as a Director.

As to Evidence in Proceedings for Recovery of Gas Rates.

25. In the Recovery of the Rent of any Gas before a Magistrate or any Court of competent Jurisdiction, the Certificate of a Meter Examiner under the Sale of Gas Act, 1859, shall be *primâ facie* Evidence of the Accuracy or otherwise of the Meter registering such Gas; and the Proof of the Registration of such Meter subsequent to the last Payment after it has been so certified shall be *primâ facie* Evidence of the Quantity of Gas consumed by any Renter of the Company, and in respect of which any Rent is charged and sought to be recovered by the Company.

Expenses of Act.

26. The Costs, Charges, and Expenses of and incident to the passing of this Act shall be paid by the Company.

Short Title.

27. This Act may for any Purpose be cited as "The *Phœnix* Gas Act, 1864."

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