CHAPTER cxxii.

An Act for incorporating and conferring powers on the Rothwell Gaslight Company. [12th July 1882.]

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WHEREAS in the year 1856 certain persons formed themselves into a gas company under the name of "The Rothwell Gaslight Company" for the erection of gasworks for the supply of the town and parish of Rothwell in the county of York with gas and for manufacturing gas and dealing in materials used in such manufacture and for other purposes incident thereto. And such Company was on the 20th day of September 1880 duly registered and incorporated under the Companies' Acts 1862 to 1880 as a Limited Company (limited by shares) by the name of the "Rothwell Gaslight Company Limited" hereinafter referred to as the "Limited Company:"

25 & 26 Vict. c. 89., &c.

And whereas the capital of the Limited Company consists of 1,600 shares of £5 each which said shares are now fully paid up and the Limited Company have no mortgage debt:

And whereas the Limited Company purchased the piece or parcel of land in the township of Rothwell described in the schedule to this Act for the purposes of erecting and have erected certain gasworks thereon and from time to time improved and enlarged the same with the capital raised by them and are now supplying gas from such gasworks to the township of Rothwell and the neighbourhood:

And whereas the demand for gas in and around the district supplied by the Limited Company has increased and is increasing and it is expedient that the works aforesaid should from time to time be improved and the mains in connexion therewith extended and that additional capital should be provided for such improvement and extension:

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

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

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

Short title.

1. This Act may be cited as the Rothwell Gas Act 1882.

Incorporation of Acts. 8 & 9 Vict. c. 16. 26 & 27 Vict. c. 118. 32 & 33 Vict. c. 48. 8 & 9 Vict. c. 18. 23 & 24 Vict. c. 106. 32 & 33 Vict. c. 18. 10 & 11 Vict. c. 15. 34 & 35 Vict. c. 41.

2. The Companies' Clauses Consolidation Act 1845 and Part 1 (relating to cancellation and surrender of shares) and Part 3 (relating to debenture stock) of the Companies Clauses Act 1863 as amended by the Companies Clauses Act 1869 the Lands Clauses Consolidation Acts 1845 1860 and 1869 and the Gasworks Clauses Act 1847 are subject to the provisions of this Act incorporated with and form part of this Act and the Gasworks Clauses Act 1871 shall apply to the existing undertaking of the Limited Company as if the same had been authorised by this Act.

Interpretation.

3. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated herewith shall have the same respective meanings unless there be something in the subject or context repugnant to such construction. The expression "the Company" shall mean the Company incorporated by this Act. The expression "the works" and "the "gasworks" shall respectively mean and include the gasworks and all other works connected therewith by this Act vested in or authorised to be made or maintained by the Company and any improvement thereof which they may construct under the powers of this Act and the lands buildings estate right title property privileges effects and undertaking of the Company and every part thereof respectively.

Limits of Act.

4. The limits of this Act shall be so much of the township of Rothwell in the parish of Rothwell as lies to the south-south-east or south-west of a line drawn from the point where the footpath leading from Ebor House to Bell Hill crosses the boundary between the townships of Rothwell and Middleton along such footpath to the Leeds and Wakefield turnpike road thence along the south-west side of such road to Carr Lane thence along a footpath to the Stourton Arms on the Barnsdale and Leeds road thence past Messrs. Charlesworth's coal wharf up to the south side of the boundary of the towing path of the Aire and Calder Navigation thence along the south side of the boundary of such towing path to Bullough Bridge thence along the east side of Bullough Lane to Pickpocket Lane and thence along the north side of Pickpocket Lane to the point in such lane (north-west of Windmill Houses)

where the said township of Rothwell meets the township of Oulton with Woodlesford so much of the said township of Oulton with Woodlesford in the parish of Rothwell as lies to the south of a straight line drawn from the Spencer Pit in Royd's Green to Moss Carr House in Methley: Also so much of the said township of Oulton with Woodlesford (being detached) as is numbered on the ordnance survey and the map hereinafter mentioned 5 6 9 10 11 14 18 19 and 20: And also so much of the township of Lofthouse with Carlton in the parish of Rothwell as lies to the east north-east and south-east of the site of a tramroad formerly existing from Old Mill House in the township of Thorpe to Castle Head Lane in the said township of Lofthouse with Carlton and to the east and south-east of a footpath from the said lane to Lingwell Gate in the township of Stanley-cum-Wrenthorpe aforesaid and to the north of a straight line drawn from the aforesaid site of a tramway road to a point seventy-four yards or thereabouts south of the Thorpe Lane Pit: And also so much of the township of Thorpe in the parish of Rothwell as is adjacent to the said townships of Rothwell and Lofthouse-cum-Carlton and is divided from the residue of the said township of Thorpe by an irregular line drawn from the point where the road leading from Lingwell Gate to Thorpe-on-the-Hill crosses the division between the said townships of Thorpe and Lofthouse-cum-Carlton to the junction of the footpath from Middleton House in the township of Middleton to Thorpe-on-the-Hill with the Throstle Carr Beck. All which are situate in the West Riding of the county of York which limits of this Act are also shown upon a map signed by the Right Honourable Lyon Playfair Chairman of the Committee of the House of Commons to which the Bill for this Act was referred and deposited in the Private Bill Office of the House of Commons and are thereon enclosed by a blue boundary line which map shall in case of discrepancy prevail over the description of the said limits herein-before contained.

Copy of map to be deposited with clerk of peace.

5. The Company shall within one month after the commencement of this Act deposit a copy of the said map with the clerk of the peace for the West Riding of the county of York and the same shall be kept subject and according to the provisions of the Public General Act passed in the session of Parliament of the 7th year of the reign of King William the Fourth and the first year of the reign of Her present Majesty chapter 83 and the Company shall also keep a copy of the said map in their principal office.

Incorporation of Company.

6. From and after the commencement of this Act the Limited Company shall be dissolved and the several persons who immc-

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diately before the commencement of this Act were members of that Company and all other persons or corporations who have subscribed to or who shall hereafter become proprietors in the undertaking of the Company and their executors administrators successors and assigns respectively shall be and they are hereby united into a Company for the purposes hereinafter mentioned and shall be incorporated by the name of the Rothwell Gaslight Company and by that name shall be a body corporate with perpetual succession and a common seal with power to purchase take hold and dispose of lands and other property for the purposes of this Act.

General purposes of the Company.

7. The Company shall be established for supplying gas within the limits of this Act and for manufacturing and storing gas and residual products on the lands or some part thereof described in the schedule to this Act and for the purpose of carrying on the business of a gas company and for all purposes connected therewith and for carrying the powers of this Act into operation.

Present property of Limited Company vested in Company incorporated by this Act.

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

Memorandum and articles of association of

9. Subject to the provisions of this Act the memorandum and articles of association of the Limited Company shall as to any prospective operation thereof be wholly void and the Company and

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the shareholders shall be exempted from all the provisions restrictions and requirements of any Act which applied to the Limited Company and the members thereof as such but nothing in this Act contained shall release or discharge any person from any liability or obligation in respect of any breach of the provisions of the said memorandum and articles of association incurred before the commencement of this Act but such liability or obligation in respect of any such breach shall continue and save as in this Act otherwise provided may be enforced by or on behalf of the Company as nearly as may be in like manner as the same might have been enforced by or on behalf of the Limited Company if this Act had not been passed.

the Limited Company to be void without prejudice to remedies for antecedent breaches thereof.

10. Except as is by this Act otherwise expressly provided everything before the commencement of this Act done or suffered by or with reference to the Limited Company or the members thereof as such shall be as valid as if the Company had not been incorporated and the said memorandum and articles of association had not been avoided by this Act and such incorporation and avoidance and this Act respectively shall accordingly be subject and without prejudice to everything so done or suffered and to all rights liabilities claims and demands both present and future which if the Company were not incorporated and the said memorandum and articles of association were not avoided by this Act and this Act was not passed would be incident to or consequent on any and everything so done or suffered and with respect to all such rights liabilities claims and demands the Company and its shareholders and property shall to all intents and purposes represent the Limited Company and the members thereof as such and the property of the Limited Company as the case may be and the generality of this enactment shall not be restricted by any of the other clauses and provisions of this Act.

Nothing to affect previous rights and liabilities.

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

Contracts prior to Act to be binding.

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Actions, &c. not to abate.

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

Trustees of Limited Company to be indemnified.

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

Company to satisfy liabilities of Limited Company.

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

Recovery of gas rents &c.

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

As to payment of debts owing before commencement of Act.

16. All persons who immediately before the commencement of this Act owed any money to the Limited Company or to any person on their behalf shall pay the same with all interest (if any) due or accruing upon the same to the Company and all debts and

moneys which immediately before the commencement of this Act were due or recoverable from the Limited Company or for the payment for which the Limited Company were or but for this Act would be liable shall be paid with all interest (if any) due or accruing upon the same by or be recoverable from the Company.

Certificates &c. to remain in force.

17. Notwithstanding the avoidance of the said memorandum and articles of association all certificates (until cancelled under the powers of this Act) sales transfers and dispositions heretofore made or executed under them for and with respect to any shares in the Limited Company shall remain in full force and continue and be available in all respects as if it had not been avoided.

Books &c. continued evidence.

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

Officers to continue until removed.

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

Present register of members to be continued.

20. Subject to the provisions of this Act the books kept by the Limited Company for entering the names and designations of the members thereof with the numbers of their shares and the proper distinguishing number of such shares shall and may continue to be kept for the same purpose by the Company and shall until some other register of the shareholders shall be provided by the Company be taken and considered as the register of shareholders required to be kept by the Companies' Clauses Consolidation Act 1845.

Capital.

21. The capital of the Company shall be twenty thousand pounds whereof eight thousand pounds is in this Act called the original capital and twelve thousand pounds is in this Act called the additional capital and shall be raised in manner herein-after mentioned and the original capital shall be divided into eight hundred shares of ten pounds each which shares are in this Act called old shares and are fully paid up and the Company may convert into stock the whole or any part of their original capital and may issue as stock or convert into stock the whole or any part of their additional capital when and as soon as fully paid up.

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Vesting of old shares in present shareholders.

22. The old shares shall be appropriated to vested in and distributed among the several proprietors of shares in the Limited Company who immediately before the commencement of this Act were the registered members of the Limited Company and each proprietor shall be entitled to one of such old shares of ten pounds each for every two shares of five pounds each held by such proprietor in the capital of the Limited Company. Provided always that in order to effect such distribution in cases in which upon such distribution a single share or an odd number of shares of the Limited Company shall be held by any member of the Limited Company the Company may divide into half-shares a sufficient number of the old shares and one of such half-shares shall be vested in and appropriated to every member of the Limited Company holding a single share or an odd share in the Limited Company in substitution for such single or odd share respectively and every such share or half-share so vested shall be subject to the same trusts powers provisions declarations agreements charges liens and incumbrances as immediately before the commencement of this Act affected the shares or share for which the same is substituted and so as to give effect to and not revoke any testamentary disposition of or affecting the same. Provided always that if at any time after the creation of such half-shares two of such half-shares shall become vested in the same person body or corporation such two half-shares shall merge and become consolidated into one entire share of ten pounds nominal value and be for ever thereafter dealt with as such.

Half-shares to be numbered.

23. Such half-shares shall be numbered in arithmetical progression beginning with number one. Every such half-share shall be distinguished by its appropriate number and shall be entered in the register of shareholders. After the consolidation of any half-shares into entire shares the last-mentioned shares shall be numbered in arithmetical progression next after the then existing entire old shares and be thenceforth distinguished by their appropriate numbers.

Half-shares to rank with entire shares.

24. The several half-shares under this Act shall be half-shares in the capital of the Company and subject as herein-after mentioned shall confer have and be subject to all such rights qualifications privileges liabilities and incidents as attach and are incident to entire shares but no such half-share shall until consolidated into an entire share confer any right of voting at meetings of the Company.

The Company shall call in and

25. The Company shall call in and cancel the existing certificates of shares in the Limited Company and issue in lieu thereof

certificates of shares or stock in the form and under the conditions prescribed by the Companies' Clauses Consolidation Act 1845 but the holders of such existing certificates of shares shall not be entitled to any certificates of proprietorship under this Act until they shall have delivered up to the Company to be cancelled the certificates of proprietorship in the Limited Company issued to them before the commencement of this Act or shall have proved to the reasonable satisfaction of the Company the loss or destruction thereof.

cancel existing share certificates and issue new certificates in lieu thereof.

26. The Company may from time to time raise (in addition to their original capital) any additional capital not exceeding in the whole twelve thousand pounds by the creation and issue of new ordinary shares or stock or new preference shares or stock or wholly or partially by one or more of those modes respectively but the Company shall not issue any share of less nominal value than ten pounds nor shall any share or stock vest in the person or corporation accepting the same unless and until the full nominal amount of such share or stock together with any premium obtained thereon shall have been paid in respect thereof provided that it shall not be lawful for the Company to create and issue under the powers of this Act any greater nominal amount of additional capital than shall be sufficient to produce including any premiums which may be obtained thereon the sum of twelve thousand pounds.

Power to Company to raise additional capital.

27. The Company shall not create and issue within the year following the commencement of this Act any greater nominal amount of capital than shall be sufficient to produce in manner aforesaid four thousand pounds or within any subsequent year four thousand pounds provided nevertheless that if in any year or years the Company have not created and issued capital to the full amount herein-before prescribed in relation to such year or years they may in any subsequent year create and issue in addition to the amount prescribed for such year such a nominal amount of capital as shall be sufficient together with the amount then raised to produce in manner aforesaid four thousand pounds in respect of the year following the commencement of this Act and four thousand pounds in respect of any subsequent year then expired.

Limiting issue of additional capital.

28. Except as in this Act provided the Company shall not in any one year ending on the thirty-first day of December make out of their profits any larger dividend on the original capital than ten pounds nor on the additional capital to be raised under the powers of this Act than seven pounds in respect of every

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one hundred pounds of ordinary capital actually paid up which rate of ten pounds as respects the original capital and seven pounds as respects the additional capital is in this Act referred to as "the maximum rate of dividend" nor in respect of every one hundred pounds of preference capital actually paid up any larger dividend than six pounds.

Price of gas.

29. The maximum price to be charged by the Company for gas supplied by them shall be five shillings per thousand cubic feet.

Dividends on different classes of stock or shares to be paid proportionately.

30. In case in any half year the net revenues of the Company applicable to dividend shall be insufficient to pay the full amount of the maximum rate of dividend on each class of ordinary stock or shares in the capital of the Company a proportionate deduction shall be made in the dividend of each class.

New shares to be offered by auction or tender.

31. Notwithstanding anything in this Act contained the Company shall when any shares or stock created as additional capital under the powers of this Act are or is to be issued and before offering the same to the holder of any other shares or stock in the Company and whether the ordinary shares or ordinary stock of the Company are or is at a premium or not offer the same for sale by public auction or by tender in such manner at such times and subject to such conditions of sale as the Company shall from time to time determine. Provided that at any such sale no single lot shall comprise more than one hundred pounds nominal value of shares or stock and that the reserve price put upon such shares or stock shall not be less than the nominal amount thereof and notice of the amount of such reserved price shall be sent by the Company in a sealed letter to the Board of Trade not less than twenty-four hours before the day of auction or the last day for the reception of tenders as the case may be and such letter may be opened after such day of auction or last day for the reception of tenders but not sooner. And provided that no priority in date of tender shall be allowed to any holder of shares or stock in the Company. Provided also that in case the price tendered by two or more persons shall be the same preference shall be given to such of the said persons as shall be the holder or holders of shares or stock in the Company.

Purchase money of capital sold by auction to be paid within three months.

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

Notice to be given as to sale &c. of shares.

33. The intention to sell any such shares or stock by auction or by tender shall be communicated in writing to the secretaries of the Committees of the Leeds and of the London Stock Exchange at least twenty-eight days before the day of auction or the last day for the reception of tenders as the case may be and notice of such intention shall be duly advertised once in each of two consecutive weeks in one or more newspapers published within the West Riding of the county of York.

Shares not sold by auction or by tender to be offered to shareholders.

34. When any shares or stock created under the powers of this Act have been offered for sale by auction or tender and not sold the same shall be offered at the reserved price put upon the same respectively for the purpose of sale by auction or tender to the holders of ordinary shares or ordinary stock of the Company in manner provided by the Companies Clauses Act 1863. Provided always that any shares or stock so offered and not accepted within the time prescribed by the said Act shall again be offered for sale by public auction or by tender in the manner and subject to the provisions of this Act with respect to the sale of shares and stock created under the powers of this Act (except that the reserved price put upon such shares or stock may if the directors of the Company think fit be less than the nominal amount thereof).

Application of premium arising on issue of shares or stock.

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

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

36. If the clear profits of the undertaking of the Company in any year ending on the thirty-first day of December amount to a larger sum than is sufficient to pay the maximum rate of dividend and the dividend on the preference capital (if any) the excess beyond the sum necessary for that purpose may from time to time to the extent of one per cent. per annum upon the paid-up capital of the Company be invested in Government or other securities and the dividends and interest arising from such securities shall also be invested in the same or like securities in order that the same may accumulate at compound interest until the fund so formed amounts to a sum equal to one-twentieth of the paid-up capital of the Company which sum shall form an insurance fund to meet any extraordinary claim demand or charge which may at any time arise against or fall upon the Company from accident strikes or other

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circumstances which in the opinion of a justice due care and management could not have prevented and if such fund be at any time reduced it may thereafter be again made up to the said sum and so from time to time as often as such reduction shall happen. Provided that when and so often as the said fund shall reach one-twentieth part of the paid-up capital the interest thereon shall be carried to the credit of the fund available for dividend. Provided also that resort may from time to time be had to the insurance fund to meet any extraordinary claim demand or charge as aforesaid although such fund may not at the time have reached or may have been reduced below the full amount of one-twentieth as aforesaid.

Application of excess of profits over maximum rate of dividend.

37. If the clear profits of the undertaking of the Company in any year (ending the thirty-first day of December) amount to a larger sum than is sufficient to pay the maximum rate of dividend on the ordinary share capital or stock of the Company and the dividend on the preference capital (if any) the excess or such portion of it as is not carried to the insurance fund shall be carried to the credit of the divisible profits of such undertaking for the next following year.

Reserve fund and application thereof.

38. Any reserve or other fund of the Company existing at the commencement of this Act may be invested in Government or other securities and the dividends and interest arising from such securities may also be invested in the same or in the like securities in order that the same may accumulate at compound interest and the fund so formed shall be called "The Reserve Fund" and shall be applicable to the payment of dividend in any year in which the clear profits of the Company shall be insufficient to enable the Company in such year to pay the maximum rate of dividend on the ordinary share capital or stock of the Company and the dividend on the preference capital (if any) and save as in this Act otherwise provided no sum shall in any year be carried by the Company to any reserve fund.

Power to borrow in respect of original capital.

39. The Company may at any time and from time to time after the commencement of this Act borrow on mortgage in respect of the original capital of eight thousand pounds any sums not exceeding in the whole two thousand pounds.

Power to borrow in respect of additional capital.

40. In addition to the sum of two thousand pounds which the Company are authorised to borrow by the last preceding section they may from time to time borrow on mortgage as herein-after mentioned in respect of the additional capital of twelve thousand pounds by this Act authorised to be raised by shares or stock any sums not exceeding in the whole one-fourth part of the amount of

such additional capital at the time actually issued and upon proof by the Company to the justice who is to certify under the 40th section of the Companies' Clauses Consolidation Act 1845 before he so certifies that such capital has been issued and accepted and that such capital was issued bonâ fide and is held by the persons or corporations to whom the same was issued or their executors administrators successors or assigns and that such persons or corporations their executors administrators successors or assigns are legally liable for the same and upon production to such justice of the books of the Company and of such other evidence as he shall think sufficient he shall grant a certificate that the proof aforesaid has been given which shall be sufficient evidence thereof.

Appointment of receiver.

41. The mortgagees of the Company may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than five hundred pounds in the whole.

As to conversion of borrowed money into capital.

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

Priority of mortgage over other debts.

43. All money raised or to be raised by the Company on mortgage or debenture stock under the provisions of this Act shall have priority against the Company and the property from time to time of the Company over all other claims on account of any debts incurred or engagements entered into by them after the commencement of this Act. Provided always that this priority shall not affect any claim against the Company or their property in respect of any rentcharge granted or to be granted by them in pursuance of the Lands Clauses Consolidation Act 1845 or the Lands Clauses Consolidation Acts Amendment Act 1860 or in respect of any rent or sum reserved by or payable under any lease granted or made to the Company in pursuance of any Act relating to the Company and which is entitled to rank in priority to or pari passu with the interest on their mortgages or debenture stock.

Power to create debenture stock.

44. The Company may create and issue debenture stock subject to the provisions of Part III. of the Companies' Clauses Act 1863

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but notwithstanding anything therein contained the interest of all debenture stock and of all mortgages at any time created and issued or granted by the Company under this or any subsequent Act shall subject to the provisions of any subsequent Act rank pari passu (without respect to the dates of the securities or of the Acts of Parliament or resolutions by which the stock and mortgages were authorised) and shall have priority over all principal moneys secured by such mortgages.

Application of moneys.

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

General meetings.

46. The first ordinary meeting of the Company shall be held within six months after the commencement of this Act and the future ordinary meetings of the Company shall be held in the months of March and September in every subsequent year or in such other months or month in every subsequent year as the Company by a resolution of an extraordinary general meeting shall from time to time determine.

Quorum of meetings.

47. The quorum to constitute a general meeting whether ordinary or extraordinary of the Company shall be not less than five shareholders holding themselves or as proxies in the aggregate not less than one thousand pounds nominal value in the capital of the Company.

Extraordinary meeting convened by shareholders.

48. The directors may at any time summon an extraordinary meeting of the Company. The number of shareholders who may require an extraordinary meeting to be convened shall be not less than five holding in the aggregate stock or shares in the Company to the amount of not less than five hundred pounds.

Voting.

49. At all meetings of the Company every proprietor of capital in the Company shall have one vote in respect of each entire share or of such portion of stock of the nominal amount of ten pounds in the paid-up capital of the Company held by him. Provided always that except as otherwise expressly provided by the resolution creating the same no person shall be entitled to vote in respect of any share or stock to which a preferential dividend shall be assigned.

Number of directors.

50. The number of directors shall be five but the Company may from time to time reduce the number provided that the number be not less than three.

Qualification of directors.

51. The qualification of a director shall be the possession in his own right of not less than one hundred pounds in the capital of the Company.

Quorum of directors.

52. The quorum of a meeting of directors shall be three unless the number of directors is reduced to three when the quorum shall be two.

First directors.

53. William Hargreaves William Abbishaw James Baines William Chapman and George Wilson shall be the first directors of the Company and shall continue in office until the first ordinary meeting held after the commencement of this Act. At that meeting the shareholders present in person or by proxy may either continue in office the directors appointed by this Act or any of them or may elect a new body of directors or director to supply the place of those not continued in office the directors appointed by this Act being if qualified eligible for re-election: And at the first ordinary meeting to be held in every year after the first ordinary meeting the shareholders present in person or by proxy shall (subject to the powers herein-before contained for reducing the number of directors) elect persons to supply the places of the directors then retiring from office agreeably to the provisions of the Companies Clauses Consolidation Act 1845 and the several persons elected at any such meeting being neither removed nor disqualified nor having died or resigned shall continue to be directors until others are elected in their stead in manner provided in the same Act.

Auditors not required to hold shares.

54. The auditors need not hold shares in the Company.

Powers as to construction and maintenance of gasworks.

55. Subject to the provisions of this Act the Company may from time to time hold use maintain alter improve enlarge extend and renew or discontinue the gasworks and works for storing gas and for the manufacture and conversion of residual products of the Limited Company upon the lands described in the Schedule to this Act or any part thereof and they may also upon such lands erect lay down provide and from time to time maintain alter improve enlarge extend and renew or discontinue additional works for the manufacture and storing of gas and for the conversion utilisation and distribution of materials used in and of residual products resulting from such manufacture together with all necessary machinery retorts gasometers receivers storehouses drains sewers apparatus and other works incidental thereto: And may also maintain alter and renew existing mains and other works and conveniences lay down maintain and renew additional mains pipes pillars and other works and conveniences for distributing gas and residual products within the limits of this Act and may accordingly make store and supply gas and manufacture sell provide supply and deal in lime coke tar pitch asphaltum ammoniacal liquor and all other products or residuum of any materials employed in or resulting from the manufacture aforesaid: And also manufacture

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purchase or hire or sell let or supply meters fittings pipes and gas stoves and do other acts and things in any way connected with gas-works or with the supply of gas as they may from time to time think fit.

Pipes &c. crossing railways to be laid down under the inspection of engineer of railway company.

56. Any mains pipes culverts or other works which the Company may lay down or execute under or over or which may affect any railway or works of any railway company shall be so laid down and executed and subsequently maintained and repaired under the direction and superintendence and to the reasonable satisfaction of the engineer for the time being of the railway company owning such railway or works and in accordance with plans and sections (when necessary in the opinion of such engineer) previously submitted to and approved of by him.

Provision for protection of Edmund Calverley.

57. Edmund Calverley his heirs lessees tenants and assigns shall at all times (so far as the Company can give such power and authority but not further or otherwise) have full power and authority to lay down construct and use any railways tramways drains culverts or bridges over or under any of the mains or pipes at any time belonging to the Company. Provided nevertheless that before the said Edmund Calverley his heirs lessees tenants or assigns shall interfere with or alter the position of any such mains or pipes he or they shall give fourteen days' notice in writing to the Company of his or their intention so to do and such alteration shall be made and executed under the direction and superintendence and to the reasonable satisfaction of the engineer for the time being of the Company. And the cost of such alteration and damage (if any) caused by such interference shall be borne and paid by the said Edmund Calverley his heirs lessees tenants or assigns.

Power to purchase lands. Gas not to be manufactured except on lands scheduled.

58. The Company may enter on take and use all or any of the lands and hereditaments delineated and described in the deposited plans and book of reference being the lands described in the schedule to this Act which they may require for the purposes of their undertaking and may also by agreement purchase take and hold in addition to the said lands so described any lands and hereditaments not exceeding in the whole two acres which the Company may from time to time require for the purposes of their undertaking but no lands shall be used by the Company for the purpose of manufacturing gas or residual products except the lands described in the schedule to this Act.

Company may lease lands not required.

59. The Company may from time to time lease for a term not exceeding seven years any lands vested in or acquired by them and which may not be required for the purposes of the Company but

subject to the provisions of the Lands Clauses Act 1845 with respect to the sale of superfluous lands. A.D. 1882.

Power to lay pipes against buildings.

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

Power to contract with public bodies.

61. The Company may from time to time enter into and carry into effect contracts with any local board of health urban or rural sanitary road or other local authority railway or other company empowered to contract with them for the supply by the Company within the limits of this Act of gas and of lamps lamp posts gas fittings apparatus or meters and for the lighting extinguishing repairing and keeping clean by the Company of the public lamps from time to time required by such authority to be lighted on such terms and conditions as they think fit and otherwise as shall from time to time be agreed upon between such authority or Company respectively and the Company for any period not exceeding under any one such contract 10 years and may vary suspend or rescind any such contracts and enter into or carry into effect other contracts in lieu thereof or in addition thereto and no person shall by reason of his being a member of the local authority with whom any contract shall be entered into by the Company be held to have such an interest or to be so concerned in such contract as would disqualify him from being or if then a director remaining a director of the Company and voting and acting as such.

Power to take licenses.

62. Subject to the provisions of this Act the Company may (but only for the purposes of the Company within the limits of this Act and not so as to acquire any exclusive right therein) contract for take and use any leave licence or authority to work use exercise or put in practice any invention under any letters patent heretofore made or hereafter to be made granting any right or privilege of working using or vending any invention in relation to the manufacture or distribution of gas or the conversion manufacture or utilization of the products obtained from the manufacture of gas or the materials used therein.

Pressure of gas.

63. All gas supplied by the Company to any consumer of gas shall be supplied at such pressure as to balance a column of water

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

Quality of gas.

64. The prescribed number of candles shall be fourteen.

Testing-place.

65. Within six months from the passing of this Act a testing place shall be provided at the works of the Company.

Burner.

66. The prescribed burner shall be Sugg's London Argand Burner No. 1 with a six inches by one and three-quarter inch glass chimney outside measure but if at any time the gas flame tails over the top of that glass a six inches by 2 inches chimney outside measure shall be used.

Security for payment of gas-rents.

67. Any person having or requesting to have a supply of gas from the Company shall if and when so required by the Company and before he is entitled to have any service pipes or meter provided and fixed or to have a supply or further supply of gas give the Company such security for the payment of one year's rent or charge for the gas or meter to be supplied to him as he and the Company may agree upon or as in default of agreement shall be determined in the manner provided by the Gasworks Clauses Act 1871 for determining the amount of security to be given for the use of meters supplied by the Company and the Company shall be liable to a penalty not exceeding five pounds if they shall discontinue the supply of gas to any person then having a supply unless such person shall have failed to give them such security for seven days after the same shall have been demanded by the Company.

Company to pay interest on money deposited as security.

68. If any person is required by the Company to give to them security as herein-before mentioned the Company shall in the event of such security being a sum of money deposited with the Company pay interest after the rate of five pounds per centum per annum on every sum of ten shillings deposited by way of such security during such time as the said money shall be so deposited and such interest shall be payable half-yearly subject however to the right of the

Company to set off against the same any money due to the Company from such person.

Notice to Company to discontinue supply.

69. A notice to the Company from a consumer for a discontinuance of a supply of gas shall not be of any effect unless it be in writing and be left at the principal office for the time being of the Company.

Application of penalties.

70. Every penalty imposed by this Act shall (except where otherwise expressly provided and except where the Company shall be the party by whom the penalty has to be paid) be paid to the Company.

Costs of Act.

71. All costs charges and expenses of and preliminary and incident to the preparing for obtaining and passing of this Act or otherwise in relation thereto shall be paid by the Company.

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SCHEDULE to the foregoing Act.

A piece of land forming the site of the present gas works of the Rothwell Gas Light Company Limited situate in the township of Rothwell in the parish of Rothwell in the West Riding of the county of York containing two roods two perches or thereabouts and bounded on the west by land in the occupation of Mr. William Holt and of which the Honorable Mrs. Meynell Ingram is owner or reputed owner on the north by the Rothwell Beck on the east by four parcels of land in the occupation of Benjamin Blackburn Stephen Taylor Thomas Fowler and George Wilson respectively and of which Mr. John Dickinson is owner or reputed owner and on the south by a piece of land of which the said Mr. John Dickinson is also owner or reputed owner by a piece of land of which Mr. David Brook is owner or reputed owner and by the road leading from the works to Commercial Street in Rothwell aforesaid.

Three pieces of land containing respectively 245 260 and 216 square yards or thereabouts in the occupations of Benjamin Blackburn Stephen Taylor and Thomas Fowler respectively and of which Mr. John Dickinson is owner or reputed owner bounded on the west by the said land of the Limited Company on the north by the Rothwell Beck and on the east by land in the occupation of Thomas Lunn and of which Mr. Joseph Wright is owner or reputed owner and on the south by land in the occupation of Mr. George Wilson and of which Mr. John Dickinson is owner or reputed owner.

A piece of land containing 611 square yards or thereabouts in the occupation of Thomas Lunn and of which Mr. Joseph Wright is owner or reputed owner and bounded on the west by the said three pieces of land last mentioned on the north by the Rothwell Beck and on the east and south by other land in the occupation of the said Joseph Wright and Thomas Lunn of which Mr. Joseph Wright is owner or reputed owner.

Also a piece of land containing 56 square yards or thereabouts with a stable wash-house and coal shed thereon of which Mr. David Brook is owner or reputed owner and occupier situate on the east side of the private road leading from the works of the Limited Company to Commercial Street Rothwell aforesaid and a piece of land adjoining thereto containing 101 square yards or thereabouts with three cottages thereon of which Martha Britton Ann Jane Schofield and Jabez Taylor respectively are occupiers and Mrs. Eliza Copley is owner or reputed owner abutting on the said private road.

Also a piece of land containing 22½ square yards or thereabouts with conveniences and ash pits thereon in the occupation of the said Martha Britton Ann Jane Schofield and Jabez Taylor and of which Mrs. Eliza Copley is owner or reputed owner also abutting on the said private road. All of which said pieces of land are adjacent to the present gas works of the Limited Company.

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