ANNO TERTIO

VICTORIÆ REGINÆ.

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Cap. xix.

An Act to enable "The *Thames* Plate Glass Company" to sue and be sued in the Name of the Chairman or Deputy Chairman, or Secretary, or any One of the Directors for the Time being of the said Company; and for other Purposes.

[3d *April* 1840.]

WHEREAS several Persons have formed themselves into a Company or Partnership by the Name of "The *Thames* Plate Glass Company," and have subscribed or raised considerable Sums of Money to carry on the Trade or Business of the Manufacture and Sale of Plate Glass: And whereas the Public will be greatly benefited by the Formation of such Company or Partnership, and a considerable Revenue will be derived to Her Majesty therefrom: And whereas Difficulties may arise in recovering Debts due or which may grow due to the said Company, and in maintaining Actions for Damages done or which may be done to the said Company, or to the Property of the said Company: And whereas it would be convenient that Persons having or who may have Demands against the said Company should be entitled to sue the Chairman or Deputy Chairman, or the Secretary, or One of the Directors for the Time being of the said Company: And whereas it is expedient that Prosecutions for Embezzlement, Robbery, or stealing the Property of the said Company, should be instituted and carried on in the Name of the

the Chairman or Deputy Chairman, or the Secretary, or One of the Directors for the Time being of the said Company; and that in all Indictments and Informations it should be lawful to state the Property of the said Company to be the Property of such Chairman, Deputy Chairman, Secretary, or Director for the Time being of the said Company: May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, That from and after the passing of this Act all Actions and Suits at Law or in Equity, and also all Petitions to found any Commission of or Fiat in Bankruptcy in *England* or *Ireland*, or any Sequestration in *Scotland*, against any Person or Persons indebted or who may become indebted to the said Company, and liable to be made Bankrupts by the Laws now or at any Time hereafter in force relative to Bankrupts and Traders, or to Sequestrations, and all Proceedings at Law or in Equity under any Commission of or Fiat in Bankruptcy, or under any Sequestration to be awarded in consequence of any such Petitions, and all other Proceedings, at Law or in Equity, to be commenced, instituted, or carried on by or on behalf of the said Company, as at present constituted, or as the same has been or shall or may be constituted, or wherein the said Company has been or the said Company is or shall be concerned or interested, against any Person or Persons, Body or Bodies Politic or Corporate, whether such Person or Persons, Body or Bodies Politic or Corporate, is or are a Member or Members, Proprietor or Proprietors of or in the said Company, or not, shall and lawfully may be commenced or instituted, presented, and prosecuted or carried on in the Name of the Person who shall be the Chairman or Deputy Chairman, or the Secretary, or a Director of the said Company, at the Time such Actions, Suits, or Proceedings shall be commenced or instituted; and all Actions, Suits, and Proceedings at Law or in Equity to be commenced or instituted against the said Company by any Person or Persons, Body or Bodies Politic or Corporate, whether such Person or Persons, Body or Bodies Politic or Corporate, is or are or shall then be a Member or Members, Proprietor or Proprietors of or in the said Company, or not, shall be commenced, instituted, and prosecuted or carried on against the Person who shall be the Chairman or Deputy Chairman, or the Secretary, or a Director for the Time being of the said Company, at the Time such Actions, Suits, or Proceedings shall be commenced or instituted, as the nominal Defendant or Defendants for and on behalf of the said Company; and in case there shall not then be any Person elected and acting or officiating as Chairman, Deputy Chairman, Secretary, or Director as aforesaid of the said Company, then every such Action, Suit, or Proceeding shall be commenced, instituted, and prosecuted or carried on against any Person who was the Chairman, Deputy Chairman, Secretary, or Director of the said Company at the Time the Contract or Contracts upon or in respect of which such Action, Suit, or Proceeding may be brought or instituted, was or were entered into; and all Prosecutions and Complaints to be brought, instituted, or carried on by or on behalf of the said Company, for Fraud upon or against the said Company, or for Embezzlement, Robbery, or stealing any Money, Notes, Bills,

Company may sue and be sued in the Name of the Chairman, &c.

Effects,

Effects, Securities, Goods, Chattels, or Property of the said Company, or for any Felony, Misdemeanor, or other Offence against the said Company, shall and lawfully may be brought, instituted, or carried on in the Name of such Chairman or Deputy Chairman, or the Secretary, or of any One of the Directors for the Time being of the said Company; and in all Indictments and Informations and other Proceedings it shall be lawful to state the Property of the said Company to be the Property of such Chairman, Deputy Chairman, Secretary, or Director for the Time being of the said Company; and any Offence committed with Intent to injure or defraud the said Company shall and lawfully may in such Prosecution be laid to have been committed with Intent to injure or defraud such Chairman, Deputy Chairman, Secretary, or Director for the Time being of the said Company; and any Offender or Offenders may thereupon be lawfully convicted of any such Offence; and in all other Allegations and Indictments, Informations, or other Proceedings in which before the passing of this Act it would have been necessary to state the Names of the Persons composing the said Company, it shall be lawful and sufficient to state the Name of such Chairman, Deputy Chairman, Secretary, or Director; and the Death, or the Resignation or Removal or other Act of such Chairman, Deputy Chairman, Secretary, or Director, shall not abate any such Actions, Suits, Proceedings, or Prosecutions.

No Action against the Company to be affected in consequence of the Plaintiff being a Proprietor.

II. And be it further enacted, That no Action against the said Company, their Chairman, Deputy Chairman, Secretary, or Director, for the Time being, arising out of any Contract or Agreement entered into by or on behalf of the said Company, shall be in anywise affected or defeated by or by reason of the Plaintiff or Plaintiffs, or of any other Person or Persons in whom any Interest may be averred, or who may be in anywise interested or concerned in such Action, being a Member or Members, Proprietor or Proprietors of or in the said Company, but any Member or Members, Proprietor or Proprietors of or in the said Company, shall and may have the same Right of Action and Remedy, to be proceeded in and enforced in the same Manner, against the said Company, their Chairman, Deputy Chairman, Secretary, or Director, as aforesaid, upon any Contract or Agreement, and upon or for any Debts, Damages, or Demands whatsoever, which he or they might have had if he or they had been a Stranger or Strangers, and not a Member or Members, Proprietor or Proprietors of or in the said Company.

No Action commenced by the Company to be affected in consequence of the Defendant being a Proprietor.

III. And be it further enacted, That no Action commenced by or on behalf of the said Company, their Chairman, Deputy Chairman, Secretary, or Director, for the Time being, upon or arising out of any Contract or Agreement entered into by or on behalf of the said Company, or arising out of any other Transaction, Matter, or Thing, shall be in anywise affected or defeated by or by reason of the said Defendant or Defendants therein, or of any other Person or Persons in whom any Interest may be averred, or who may be in anywise interested or concerned in any such Action, being a Member or Members, Proprietor or Proprietors of or in the said Company, but the said Company shall and may have the same Right of Action and Remedy, to be proceeded

proceeded in and enforced in the same Manner, against any Member or Members, Proprietor or Proprietors thereof, either alone or jointly with any other Person or Persons, upon any Contract or Agreement, and upon and for any Debts, Damages, or Demand whatsoever, which the said Company might have had if such Cause or Action had arisen with a Stranger or Strangers, and not a Member or Members, Proprietor or Proprietors of and in the said Company.

Names of Members to be enrolled in the High Court of Chancery.

IV. And be it further enacted, That the Directors for the Time being of the said Company shall cause a Memorial of the Name or Names of the Chairman and Deputy Chairman, and Secretary, and of the Directors of the said Company as aforesaid, and of the several Persons who shall be Members or Proprietors of or in the said Company, in the Form or to the Effect for that Purpose expressed in the Schedule to this Act annexed, to be enrolled upon solemn Declaration in the High Court of Chancery, within Three Calendar Months next after the passing of this Act; and when any new Chairman or Deputy Chairman, or any new Secretary, or any new Director or Directors, shall be elected, or any Transfer of any Share or Shares of any Member or Proprietor of the said Company shall be made, then the Directors of the said Company shall cause a Memorial thereof in like Manner to be enrolled upon solemn Declaration as aforesaid within Twelve Calendar Months afterwards, in the Form or to the Effect expressed in the said Schedule for that Purpose.

No Action to be brought until the Memorial is enrolled.

V. Provided always, and be it further enacted, That until such Memorial as first herein-before mentioned shall have been enrolled in manner herein directed, no Action or Suit shall be brought by the said Company under the Authority of this Act; and until the Memorial by this Act required to be enrolled in the event of any Change in the Chairman, Deputy Chairman, Secretary, Directors, or Members or Proprietors of the said Company shall have been enrolled as herein-before mentioned, all the Shareholders whose Names shall appear in the Enrolment immediately preceding such Changes shall be and are hereby declared to be liable to all such Executions or Diligences upon Judgment or Decree as are herein-after mentioned.

Execution upon any Judgment may be issued against any Proprietor of the said Company, &c.

VI. Provided also, and be it further enacted, That Execution or Diligence upon any Judgment or Decree in any such Action or Suit, obtained against the Chairman, Deputy Chairman, or Secretary, or any One Director for the Time being of the said Company, whether as Plaintiff or Pursuer, or as Defendant or Respondent or Defender, may be issued against any Director or Directors, Member or Members, or Proprietor or Proprietors of or in the said Company: Provided always, that every such Chairman, Deputy Chairman, Secretary, or Director of the said Company, in whose Name any such Action or Suit shall be commenced, prosecuted, or defended, and every such Chairman, Deputy Chairman, Secretary, Director or Directors, Member or Members, or Proprietor or Proprietors, against whom any Execution or Diligence upon any Judgment or Decree obtained in such Action or Suit shall be issued as aforesaid, or as herein-after is mentioned, shall always be reimbursed and paid out of the Funds of the said Company for all such Losses, Damages, Costs, and Charges as by

the event of any such Proceedings he or they shall be put unto or become chargeable with: Provided also, that in case such Execution or Diligence against the Chairman, Deputy Chairman, Secretary, or Director or Directors, or Member or Members, or Proprietor or Proprietors for the Time being of the said Company, shall be ineffectual for obtaining Payment or Satisfaction for the Sum or Sums sought to be recovered thereby, it shall be lawful for the Party or Parties so having obtained Judgment or Decree against the Chairman or Deputy Chairman, or Secretary, or any One Director for the Time being of the said Company, to issue Execution or Diligence against any other Person or Persons who was or were a Member or Members, Proprietor or Proprietors thereof, at the Time the Contract or Contracts was or were entered into upon which such Action or Suit may have been brought or instituted; but no such Execution or Diligence as last mentioned shall be issued without Leave first granted in open Court (by the Court in which such Action or Suit may have been brought or instituted) upon Motion to be made after Notice in Writing given to the Person or Persons sought to be charged.

Decrees against the Chairman, &c. to have Effect against the Company.

VII. And be it further enacted, That all and every Judgment or Judgments, Decree or Decrees, Order or Orders, made or pronounced in any Action, Suit, or Proceeding in any Court of Law or Equity, against the Chairman or Deputy Chairman, or Secretary, or any Director for the Time being of the said Company, shall have the like Effect and Operation upon and against the Property and Funds of the said Company, and upon and against the Person and Property of every Member or Proprietor thereof, as if all the Members or Proprietors of such Company were Parties before the Court to and in such Action, Suit, or Proceeding; and it shall be lawful for any Court in which such Judgment, Decree, or Order shall have been made to cause such Judgment, Decree, or Order to be enforced against all and every or any Member or Members, Proprietor or Proprietors of the said Company, in like Manner as if all the Members or Proprietors of the said Company were Parties before the Court to or in such Action, Suit, or Proceeding.

Individual Proprietors may sue the Chairman, &c. who may bring Actions or Suits against the Proprietors.

VIII. And be it further enacted, That any individual Member or Members, Proprietor or Proprietors of the said Company, or Person or Persons who shall have been a Member or Members, Proprietor or Proprietors of the said Company, and shall have disposed of or parted with his, her, or their Share or Shares and Interest therein, and who shall claim Payment of any Dividends of the Funds or Profits of the said Company due and payable to him, her, or them, (and not also disposed of or parted with along with such Share or Shares,) or any other Right or Interest against the said Company generally, shall or lawfully may commence or carry on in any Court of Equity any Suit or other Proceeding against the Chairman or Deputy Chairman, or Secretary, or any One of the Directors for the Time being of the said Company; and the said Chairman, Deputy Chairman, or Secretary, or any One of the Directors for the Time being of the said Company, may commence and carry on, in his own Name, any Action at Law, or Suits or other Proceedings in any Court of Equity, against

against any individual Member or Members, Proprietor or Proprietors of the said Company, against whom the said Company generally may have any Claim or Demand; and all such Actions, Suits, and other Proceedings shall be as valid and effectual as if all the Members or Proprietors of the said Company had been made Parties; and every Judgment, Decree, and Order made therein shall be binding for and against the said Company, and all the Members or Proprietors thereof; and no Abatement or other Determination of the said Actions and Suits in this Act mentioned shall arise from the Death, or from the Resignation or Removal or any other Act of such Chairman, Deputy Chairman, Secretary, or Director for the Time being, pending the said Action or Suit: Provided always, that in case for the Purpose of Discovery any Person or Persons, whether a Member or Members, Proprietor or Proprietors of or in the said Company, or not, having Claims or Demands against the said Company, shall be minded and desirous to include any other Member or Members, Proprietor or Proprietors, besides the Chairman or Deputy Chairman, or Secretary, or any One of the Directors for the Time being of the said Company, in any Bill or other Proceeding in any Court of Equity, it shall be lawful for him or them so to do, any thing in this Act to the contrary notwithstanding.

Only One Action to be brought upon One Cause.

IX. Provided always, and be it further enacted, That no Person or Persons, Body or Bodies Politic or Corporate, having or claiming to have any Demand upon or against the said Company, shall bring more than One Action or Suit in respect of such Demand; and the Proceedings in any Action or Suit against the Chairman, Deputy Chairman, Secretary, or any One of the Directors, or any Member or Proprietor for the Time being of the said Company, under the Authority of this Act, when determined, and the Merits decided in such Action or Suit, may be pleaded in bar of any Action or Actions, Suit or Suits, for the same Cause, against any other Chairman, Deputy Chairman, Secretary, Director, or Member, or Proprietor of or in the said Company.

Company not to bring more than One Action for the same Cause of Action.

X. And be it further enacted, That in case of any Demand of the said Company against any Person or Persons, Body or Bodies Politic or Corporate, the said Company shall not bring more than One Action or Suit in respect of such Demand; and the Proceedings in any Action or Suit against any such Person or Persons, Body or Bodies Politic or Corporate, under the Authority of this Act, when determined, and the Merits decided in such Action or Suit, may be pleaded in bar of any other Action or Actions, Suit or Suits, for the same Cause, against any such Person or Persons, Body or Bodies.

Bankruptcy, &c. of Chairman, &c. not to affect the Company.

XI. And be it further enacted, That the Bankruptcy, Insolvency, or stopping Payment of the Chairman, Deputy Chairman, Secretary, Director or Directors for the Time being of the said Company, in his or their individual Character or Capacity, or respective Characters or Capacities, shall not be or be construed to be the Bankruptcy, Insolvency, or stopping Payment of the said Company; and also that the said Company, and the Capital Stock and Effects thereof, notwithstanding the Bankruptcy, Insolvency, or stopping Payment of

any such Chairman, Deputy Chairman, Secretary, or Director or Directors as aforesaid, shall be attached or attachable, and be in all respects liable to the lawful Claims and Demands of the Creditor or Creditors thereof, in like Manner as if no such Bankruptcy, Insolvency, or stopping Payment of the said Chairman or Deputy Chairman, or Secretary, or Director or Directors for the Time being of the said Company, had happened or taken place.

Persons making false Declaration deemed guilty of a Misdemeanor.

XII. And be it further enacted, That every Person who shall wilfully and corruptly make and subscribe any Declaration required to be made and subscribed under the Authority of this Act, knowing the same to be false in any material Particular, shall be deemed guilty of a Misdemeanor, and shall be punishable accordingly.

Act to be at all Times valid.

XIII. And be it further enacted, That all the Provisions contained in this Act shall extend to the said Company or Partnership called "The *Thames* Plate Glass Company," at all Times during the Continuance of the same, whether the same from Time to Time hath been or be now or shall be hereafter composed of all or some of the Persons who were the original Members or Proprietors thereof, or of all or some of those Persons together with some other Persons, or shall be composed altogether of Persons who were not original Members or Proprietors thereof.

Company not to be incorporated by this Act.

XIV. Provided always, and be it further enacted, That nothing in this Act contained shall extend to incorporate the said Company, or to relieve or discharge the said Company, or any of the Members or Proprietors thereof or Subscribers thereto, from any Responsibility, Duties, Contracts, or Obligations whatsoever to which by Law they now are or at any Time hereafter may be subject or liable, either between the said Company and others, or between the individual Members or Proprietors of the said Company or any of them and others, or amongst themselves, or in any Manner whatsoever, except so far as the same is affected by the Provisions of this Act and the true Intent and Meaning thereof.

Public Act.

XV. And be it further enacted, That this Act shall be deemed and taken to be a Public Act, and shall be judicially taken notice of as such by all Judges, Justices, and others.

The

The SCHEDULE referred to by the foregoing Act.

MEMORIAL of the Names of the Chairman, Deputy Chairman, Secretary, Directors, and Members or Proprietors of "The Thames Plate Glass Company," on the Day of One thousand eight hundred and . Enrolled pursuant to an Act passed in the Year of the Reign of Queen Victoria, intituled [*here insert the Title of this Act*].

C. B.	Chairman.
D. E.	Deputy Chairman.
F. G.	Secretary,
G. H. *H. I.* *J. K.* *H. L.* *et cetera*	Directors.
M. N. *N. O.* *O. P.* *P. Q.* *Q. R.* *et cetera*	Proprietors.

I *A. B.* of in the County of do hereby solemnly and sincerely declare, That the above-written Memorial doth contain the Names of the Chairman, Deputy Chairman, Secretary, Directors, and all the present Members or Proprietors of the said Company, as the same appear in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true, and in pursuance of the Provisions of the Statute in that Case made and provided.

(Signed) *A. B.*

Solemnly declared (*insert Affirmation*).

MEMORIAL of the Names of the Chairman, Deputy Chairman, Secretary, and Directors of "The Thames Plate Glass Company," to be enrolled in pursuance of an Act passed in the Year of the Reign of Queen Victoria, intituled [*here insert the Title of this Act*].

C. D.	Chairman.
E. F.	Deputy Chairman.
G. H.	Secretary.
I. K. *et cetera*	Directors.

I *A. B.* of in the County of do hereby solemnly and sincerely declare, That the above-written Memorial doth contain the Names of the Chairman, Deputy Chairman, Secretary, and

and Directors of the said Company; and that the above-named *I.K. et cetera* [*here insert the Names of the Directors*] were respectively elected Directors of the said Company on the [*here insert the Date of their respective Appointments*], and that the above-named *C.D.* and *E.F.* were, on the Day of elected Chairman and Deputy Chairman of the said Company for the Year [*or* the Remainder of the Year, *as the Case may be*] commencing on the Day of and ending on the Day of ; and the above-named *G.H.* was appointed Secretary of the said Company on the Day of ; and the above named *I.K. et cetera* were appointed Directors of the said Company on the Day of .

(Signed) *A.B.*

Solemnly declared, &c. (*insert Affirmation*).

A MEMORIAL of the Name or Names of the Person or Persons who hath or have ceased or discontinued to hold any Share or Shares in "The Thames Plate Glass Company" since the Day of , being the Date of the Memorial last registered respecting the said Premises and the said Company.

G.H. of
I.J. of

I *A.B.* of in the County of do hereby solemnly and sincerely declare, That the above-written Memorial doth contain the Name or Names of the Person or Persons who hath or have ceased or discontinued to hold any Share or Shares in the above-named Company since the Day of as the same appears in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true, and in pursuance of the Provisions of the Statute in that Case made and provided.

(Signed) *A.B.*

Solemnly declared, *&c.* (*here insert Affirmation*).

A MEMORIAL of the Name or Names of the Person or Persons who have or hath become a Member or Proprietor or possessed of or entitled to any Share or Shares of or in "The Thames Plate Glass Company" since the Day of being the Date of the Memorial last registered respecting the said Premises and the said Company.

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

I *A.B.* of in the County of do hereby solemnly and sincerely declare, That the above-written Memorial doth contain the Name or Names of the Person or Persons who hath or have become a Member or Proprietor or possessed of or entitled to

to any Share or Shares in the above-named Company since the Day of as appears in the Books of the said Company; and I make this solemn Declaration, conscientiously believing the same to be true, and in pursuance of the Statute in that case made and provided.

(Signed) *A. B.*

Solemnly declared, *&c.* (*insert Affirmation*).

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