## CHAPTER xx.

An Act for incorporating and conferring powers upon the Whitwick and Coalville Gas Company and for other purposes. A.D. 1898.

[23rd May 1898.]

WHEREAS in the year one thousand eight hundred and fifty-nine certain persons formed themselves into a gas company under the name of the Whitwick and Coalville Gaslight and Coke Company Limited (herein-after referred to as "the Limited Company") for the purpose of supplying with gas the parish of Whitwick in the county of Leicester or any portion or portions thereof and the whole or any portion or portions of several adjacent parishes or townships therewith and generally for carrying on the business usually carried on by gas companies and such company was duly registered on the sixteenth day of September one thousand eight hundred and fifty-nine under the Joint Stock Companies Acts 1856 and 1857:

And whereas the present share capital of the Limited Company consists of eight thousand pounds divided into one thousand six hundred shares of five pounds each of which the whole has been paid up and the company have borrowed on debentures and now owe two thousand five hundred pounds:

And whereas the Limited Company have from time to time expended out of revenue various sums of money amounting in the aggregate to upwards of two thousand pounds upon the improvement and extension of their works and mains and other appliances for the manufacture storage and distribution of gas and other matters the expenditure on which is properly chargeable against capital but such sums have not been so charged:

And whereas it is reasonable that stock representing the amount of the moneys so expended as aforesaid should be created and should be distributed rateably among the present shareholders of the Limited Company in the manner and under the conditions in this Act presented and set forth:

[*Price* 1*s.* 6*d.*]

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And whereas the Limited Company purchased the piece of land described in the schedule to this Act and erected gasworks thereon and have from time to time improved and enlarged the same with the capital raised by them and are now supplying gas within the parishes or townships aforesaid:

And whereas the demand for gas in the district supplied by the Limited Company has increased and is increasing and it is expedient that the works of the Limited Company be improved and their mains extended and that additional capital be provided for such improvement and extension:

And whereas it is expedient that the Limited Company should be dissolved and the members thereof re-incorporated with the powers herein-after conferred:

And whereas the objects of this Act cannot be attained without the authority of Parliament:

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

Short title.

**1.** This Act may be cited as the Whitwick and Coalville Gas Act 1898.

Incorporation of general Acts.

**2.** The Companies Clauses Consolidation Act 1845 (except the provisions thereof with respect to the conversion of the borrowed money into capital) Part I. (relating to cancellation and surrender of shares) Part II. (relating to additional capital) and Part III. (relating to debenture stock) of the Companies Clauses Act 1863 the Lands Clauses Acts (except the provisions thereof with respect to the purchase and taking of lands otherwise than by agreement and with respect to the entry upon lands by the promoters of the undertaking) and the Gasworks Clauses Act 1847 (except sections 31 to 34) are subject to the provisions of this Act incorporated with and form part of this Act:

Provided that section 35 of the Gasworks Clauses Act 1847 shall be read and construed as if the words from "in case the whole" down to the words "have been paid" were omitted therefrom and as though the expression "the prescribed rate" included the standard rates of dividend or such rates as reduced or increased in accordance with the provisions of this Act together with any sum which under the provisions of this Act may be carried to the insurance fund:

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 and the expressions "the gasworks" and "the works" and "the undertaking" shall respectively mean and include the gasworks and works connected therewith by this Act vested in or authorised to be made or maintained by the Company and any improvements or enlargements thereof which they may construct under the powers of this Act and the lands buildings estate right title property privileges and effects and undertaking of the Company and every part thereof respectively and the expression "superior courts" or "court of competent jurisdiction" or any other like expression in this Act or any Act wholly or partially incorporated herewith shall for the purposes of this Act be read and have effect as if the debt or demand with respect to which the expression is used were a simple contract debt and not a debt or demand created by statute.

Limits of Acts.

**4.** The limits of this Act shall be the parishes of Coalville Whitwick Thringstone Swannington Ravenstone and Snibstone with Alton Grange Bardon and so much of the parish of Hugglescote as lies to the northward of the brook known as the Bardon Brook all in the county of Leicester.

Incorporation of Company.

**5.** From and after the passing of this Act the Limited Company shall be dissolved and the several persons who immediately before the passing of this Act were members of that company and all other persons 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 herein-after mentioned and shall be incorporated by the name of "The Whitwick and Coalville Gas 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.

**6.** The Company shall be established for the purposes of acquiring maintaining altering improving extending and enlarging the gasworks of the Limited Company and of manufacturing and storing gas and of supplying gas within the limits of this Act and for converting or utilising and distributing materials used in and about the manufacture of gas and of residual products resulting from such manufacture and for dealing in selling and disposing of gas

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coke lime tar chemicals and residual and manufactured products and any other material or substance used in or arising or to be made and obtained from or in the manufacture of gas or by the combination of any of the above-mentioned matters either with each other or with other substances and for carrying on the business usually carried on by gas companies and for manufacturing purchasing or hiring and supplying gas meters fittings stoves engines and other apparatus connected with the supply of gas.

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

**7.** Subject to the provisions of this Act all the lands gasworks erections buildings rights and easements which immediately before the passing 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 may 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 passing of this Act were the property of the Limited Company and all moneys securities credits effects and other property whatsoever which immediately before the passing of this Act belonged to the Limited Company or to any 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 passing 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 passing of this Act vested in the Limited Company or any 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 the Limited Company to be void without prejudice to remedies for antecedent breaches thereof.

**8.** 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 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 or articles of association incurred before the passing 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. A.D. 1898.

Nothing to affect previous rights and liabilities.

**9.** Except as is by this Act otherwise expressly provided everything before the passing 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 were not passed would be incident to or consequent on any and every thing 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.

Contracts prior to Act to be binding.

**10.** 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 passing 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 now 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 persons acting on behalf of the Limited Company the Company had been a party thereto.

Actions &c. not to abate.

**11.** Nothing in this Act contained shall release discharge or suspend any action or other proceeding 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 passing of this Act but such action 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

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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.

**12.** 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 passing 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 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.

**13.** From and after the passing 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 passing 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.

**14.** All gas rents and sums of money which immediately before the passing 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 passing of Act.

**15.** All persons who immediately before the passing 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 passing of this Act were due or recoverable from the Limited Company or for the payment of 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.

**16.** 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 they had not been avoided.

Books &c. continued evidence.

**17.** 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 and elsewhere notwithstanding such dissolution and avoidance.

Officers to continue until removed.

**18.** All officers and servants of the Limited Company who were in office immediately before the passing of this Act shall hold and enjoy their respective offices and employments together with the salaries and emoluments thereunto 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 registers of members to be continued.

**19.** 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 each share shall until some other register of shareholders shall be provided by the Company continue to be kept for the same purpose by the Company and be taken and considered as the register of shareholders required to be kept by the Companies Clauses Consolidation Act 1845.

Capital.

**20.** The capital of the Company shall be fifteen thousand pounds and shall consist of—

(1.) Capital stock of eight thousand pounds representing the share capital of the Limited Company (herein-after called "capital stock A"); and

(2.) Capital stock of two thousand pounds representing the amount expended by the Limited Company out of revenue upon extensions and improvements (herein-after called "capital stock B"):

The above amounts of capital stock are in this Act called "the original capital" and shall be deemed to be fully paid up:

(3.) Five thousand pounds is in this Act called "the additional capital" which shall be raised in manner herein-after mentioned:

And the Company may convert into stock the whole or any part of the additional capital when fully paid up.

Original shares to vest in shareholders of Limited Company.

**21.** The original capital shall be appropriated to and vested in the several persons who immediately before the passing of this Act were the registered members of the Limited Company in proportion to their respective holdings in and in substitution for their shares in the Limited Company and every portion of stock so vested shall be

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subject and liable to the same trusts powers provisions declarations agreements charges liens and incumbrances as immediately before the passing of this Act affected the share or shares for which the same is substituted and so as to give effect to and not revoke any deed or other instrument or any testamentary disposition of or affecting the same.

Company shall call in and cancel existing share certificates and issue new certificates in lieu thereof.

**22.** The Company shall call in and cancel the existing certificates of shares in the Limited Company and issue in lieu thereof certificates 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 issued to them before the passing of this Act or shall have proved to the reasonable satisfaction of the Company the loss or destruction thereof.

Transfer of capital stock.

**23.** Capital stock in the original capital shall be transferable in sums of five shillings or multiples of five shillings and sections 18 19 and 20 of the Companies Clauses Consolidation Act 1845 shall be deemed and construed to include and apply to capital stock and the interest thereon as if such stock and interest had been expressly mentioned therein.

Power to Company to raise additional capital.

**24.** The Company may from time to time raise additional capital not exceeding in the whole five thousand pounds by the creation and issue of new ordinary shares or stock or new preference shares or stock or wholly or partly 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 such share or stock vest in the person accepting the same unless and until the full price of such share or stock including any premium obtained upon the sale thereof 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 on the sale thereof the sum of five thousand pounds.

Profits of Company Limited.

**25.** Except as is in this Act otherwise provided the profits of the Company to be divided among the stockholders and shareholders in any year shall not exceed the following rates (hereinafter in this Act referred to as the standard rates of dividend) (that is to say) :—

On the capital stock A the rate of ten pounds in respect of every one hundred pounds of such capital;

On capital stock B the rate of five pounds in respect of every one hundred pounds of such capital; and

On the additional capital to be raised under the powers of this Act the rate of seven pounds in respect of every one hundred pounds actually paid up of such capital as shall be issued as ordinary capital and the rate of six pounds in respect of every one hundred pounds actually paid up of such capital as may be issued as preference capital.

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

**26.** In case in any half-year the funds of the Company applicable to dividend shall be insufficient to pay the full amount of the standard rates 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.

Shares or stock in additional capital to be offered by auction or tender.

**27.** Notwithstanding anything in this Act contained the Company shall when any shares or stock in the additional capital created under the powers of this Act are to be issued and before offering the same to the holder of any other shares or stock in the capital of 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 reserved 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 and not sooner and provided that no priority of tender shall be allowed to any holder of shares or stock in the Company except that if any bid or offer by tender of any holder or holders of shares or stock in the Company be the same in amount as any bid or offer made by any other person the bid or offer of such holder or holders of shares or stock shall be accepted in preference.

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

**28.** It shall be one of the conditions of any sale of shares or stock portion of the additional capital under this Act that the full price thereof including any premium 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 of shares

**29.** The intention to sell any such shares or stock by auction or by tender shall be communicated in writing to the clerk of every

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or stock by auction or tender.

district council whose district or any part of whose district is within the limits of the Company for the supply of gas and to the secretary of the committee 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 local newspapers circulating within the limits of this Act.

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

**30.** When any shares or stock portion of the additional capital 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 in the capital 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 or stock portion of the additional capital created under the powers of this Act and the reserve put upon such shares or stock may upon such second auction or tender if the directors of the Company think fit be less than the nominal amount thereof and any shares or stock not then sold shall be again offered to the holders of ordinary shares or ordinary stock in the capital of the Company at the last-mentioned reserved price and so from time to time until the whole of such shares or stock is sold.

Application of premium arising on issue of shares or stock.

**31.** Any sum of money which shall arise from the issue of any such shares or stock portion of the additional capital 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 Provided that in any case where a power to raise money by borrowing or to create an insurance fund is made proportionate to the paid-up capital the premium received from the sale of shares or stock by auction or tender as herein-before provided shall for such purpose be reckoned as part of the paid-up capital.

Renewals.

**32.** The directors of the Company may if they think fit annually appropriate out of the revenue of the Company and as part of the expenditure on revenue account any sum not exceeding an amount equal to one and one third per centum on the paid-up capital for the

time being of the Company to be called "the renewal fund" to provide for the renewal and repair of their gasworks mains and pipes and may from time to time appropriate as occasion may require any portion of such fund to such purposes:

Such fund shall be invested in any securities in which trustees are for the time being authorised to invest money 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 five per centum on the paid-up capital for the time being of the Company and not exceeding one thousand pounds:

Provided that when and so often as the said fund shall reach such sum the interest thereon shall be carried to the credit of the fund available for dividend Provided also that if such fund be at any time reduced below such sum it may thereafter be made up to that sum and so from time to time as often as such reduction shall happen.

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

**33.** If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to pay the dividend on the preference capital (if any) and dividend on the ordinary capital of the Company at the authorised rates the excess beyond the sum necessary for that purpose may from time to time to the extent of one per centum 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 circumstances which in the opinion of a court of summary jurisdiction 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 or demand 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.

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Application of excess of profits over standard rates of dividend.

**34.** If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to pay the dividend on the preference capital (if any) of the Company and the authorised rates of dividend on the ordinary capital of the Company 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.

Power to create a reserve fund out of dividends in excess of the standard rates of dividend and application thereof.

**35.** Where in any year the dividends on the ordinary capital of the Company shall exceed the standard rates by reason of the price charged by the Company for gas in such year being below the standard price then out of the amount of the divisible profits of the Company applicable to the payment of such excess of dividend the Company may in such year set apart such sum as they shall think fit and all sums (if any) so set apart by the Company and any reserve or other fund of the Company existing at the passing 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 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 dividend at the authorised rates on the ordinary capital of the Company and save as is in this Act provided no sum shall in any year be carried by the Company to any reserve fund.

Power to borrow in respect of original capital.

**36.** The Company may continue or may reborrow on mortgage of the undertaking in respect of the original capital any sums not exceeding in the whole two thousand five hundred pounds.

Power to borrow in respect of additional capital.

**37.** In addition to the money which the Company are authorised to borrow by the last preceding section they may borrow on mortgage of the undertaking any sum or sums not exceeding in the whole one fourth part of the amount of the additional capital by this Act authorised to be raised and at the time actually issued by shares or stock but no part thereof shall be borrowed until the whole of the shares or stock at the time issued together with the premium (if any) realised on the sale thereof shall have been fully paid up and the Company have proved to the justice who is to certify under the fortieth section of the Companies Clauses Consolidation Act 1845 (before he so certifies) that such shares or stock and premium (if any) have been issued and fully paid up 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 certificate shall be sufficient evidence thereof. A.D. 1898.

Saving for existing mortgages.

**38.** All mortgages granted by the Limited Company in pursuance of the resolution passed by that company on the fourth day of February one thousand eight hundred and ninety-one and subsisting at the date of the passing of this Act shall during the continuance of such mortgages have priority over all mortgages and debenture stock granted or created and issued by virtue of this Act.

For appointment of a receiver.

**39.** The mortgagees of the undertaking 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 one tenth of the amount for the time being owing by the Company on mortgage.

Debenture stock.

**40.** The Company may create and issue debenture stock subject to the provisions of Part III. of the Companies Clauses Act 1863 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 or mortgages were authorised) and shall have priority over all principal moneys secured by such mortgages Notice of the effect of this enactment shall be endorsed on all mortgages and certificates of debenture stock.

Priority of mortgages and debenture stock over other debts &c.

**41.** All moneys raised on mortgage by the Company under this Act and all moneys continued on mortgage of the undertaking and the interest due thereon and the interest due on debenture stock created and issued under 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 debts incurred or engagements entered into by the Company after the passing of this Act but this priority shall not affect any claim against the Company or their property in respect of any rentcharge to be granted by them in pursuance of the Lands Clauses Acts or in respect of any rent or sum reserved by or payable under any lease to be granted or made to the Company by any person in pursuance of any Act relating to the Company which is entitled to rank in priority to or pari passu with the interest or dividend on the mortgages or debenture stock.

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Application of moneys.

**42.** All moneys raised under this Act whether by shares stock debenture stock or borrowing shall be applied only for the purposes of this Act to which capital is properly applicable.

First ordinary meeting.

**43.** The first ordinary meeting of the Company shall be held within six months after the passing of this Act.

Number of directors.

**44.** The number of directors shall be seven but the Company may vary the number provided that the number be not at any time less than five.

Qualification of directors.

**45.** The qualification of a director shall be the possession in his own right of not less than five shares or not less than fifty pounds of the original capital or other stock (not being debenture stock).

Quorum of directors.

**46.** The quorum of a meeting of directors shall be three.

First directors.

Election of directors.

**47.** John Flower Kempson James Bancroft Ellis James Hewes Edward Hood Robert Harvey William Gamble Pollard and William Smith shall be the first directors of the Company and shall continue in office until the first ordinary meeting held after the passing 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 directors to supply the place of those not continued in office the directors appointed by this Act being (if they continue 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 power hereinbefore 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 by the same Act.

Contracts not to disqualify for office of director.

**48.** Any contract to be made under this Act with any corporation or public body shall not disqualify any of the members of such corporation or public body for the office of director of the Company and no director or shareholder of the Company shall be disqualified for the office of director of the Company by reason of any contract between him and the Company for any loan of money to the Company but no director of the Company being a member of any such corporation or public body shall vote upon any question with reference to any contract with such corporation or public body.

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Powers as to maintenance and construction of gas-works.

**49.** Subject to the provisions of this Act the Company may continue maintain alter improve enlarge extend and renew or discontinue the gas and other works of the Limited Company and erect make and maintain alter improve enlarge extend and renew or discontinue works for the manufacture of gas and convert or utilise and distribute materials used in and about the manufacture of gas and of residual products resulting from such manufacture upon the lands and hereditaments described in the schedule to this Act or some part or parts thereof and upon those lands they may accordingly manufacture gas and manufacture convert utilise and distribute such materials and residual products as aforesaid and also on those lands store gas and the Company may also from time to time provide lay down maintain alter improve enlarge extend and renew or discontinue drains sewers mains pipes meters lamps lamp-posts burners stop-cocks machinery and other works and apparatus and conveniences and may do all such other acts as they may think proper for making storing and supplying gas within the limits of this Act and may subject to the provisions of this Act supply gas accordingly and may deal in and sell and dispose of coke tar and residual products and any other material or substance used in or arising or to be made and obtained from or in the manufacture of gas or by the combination of any of the above matters with each other and carry on the business usually carried on by gas companies or by companies or persons dealing in any of the matters and things aforesaid and may manufacture purchase or hire and supply gas meters fittings stoves engines and other apparatus connected with the supply of gas.

For the protection of the London and North Western and Midland Railway Companies.

**50.** The following provisions for the protection of the London and North Western and Midland Railway Companies (in this section called "the railway companies") shall be in force and have effect:—

In laying down and executing or in effecting the repairs and renewals of any mains pipes or other works upon across over under or in any way affecting the railways or works belonging to or used or worked by the railway companies or either of them or any bridge road or level crossing repairable by such companies or either of them the same shall be done under the superintendence and to the reasonable satisfaction of the principal engineer of the railway company or companies affected and according to plans and sections (where necessary in the opinion of such principal engineer) to be previously submitted to and reasonably approved by him and in all things by and at the expense of the Company and all such works matters and things shall be constructed executed and done so

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as not to cause any injury to such railways or the structure of such bridges approaches or works or interruption to the passage or conduct of the traffic over such railways or at any station thereon and if any injury or interruption shall arise from or be in any way owing to any of the acts operations matters and things aforesaid the Company shall make compensation in respect thereof to the railway company or companies affected the amount of such compensation together with full costs to be recoverable from the Company by all and the same means as any simple contract debt is recoverable:

Any difference which may arise between the company and the railway companies or either of them under this section shall be determined by an arbitrator to be appointed on the application of either party by the Board of Trade.

Power to purchase lands by agreement.

**51.** The Company may for the purposes of their undertaking purchase take and hold (by agreement but not otherwise) in addition to the lands described in the schedule to this Act any lands and hereditaments not exceeding in the whole two acres which the Company may require for the purposes of their works and undertaking but the Company shall not create or permit a nuisance on any such lands and 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.

Restriction on taking houses of labouring class.

**52.** The Company shall not under the powers of this Act purchase or acquire in any city borough or other urban district or in any parish or part of a parish not being within an urban district ten or more houses which on the fifteenth day of December last were occupied either wholly or partially by persons belonging to the labouring class as tenants or lodgers or except with the consent of the Local Government Board ten or more houses which were not so occupied on the said fifteenth day of December but have been or shall be subsequently so occupied.

The expression "labouring class" in this section means mechanics artisans labourers and others working for wages hawkers costermongers persons not working for wages but working at some trade or handicraft without employing others except members of their own family and persons other than domestic servants whose income does not exceed an average of thirty shillings a week and the families of any such persons who may be residing with them.

Power to supply gas fittings &c. for heating and other purposes.

**53.** The Company may purchase provide supply sell let for hire use and otherwise deal in fit up fix alter remove and refix meters engines stoves ranges pipes fittings and other apparatus and appliances for lighting for motive power for the warming and

ventilating of houses and buildings for the cooking of food and for all other purposes for which gas can or may be used and may provide all materials and do all work necessary or proper in that behalf and may demand and take such remuneration or rents and charges and make such terms and conditions with respect to such supply sale letting fixing fitting up altering removal or refixing or such materials or work and with respect to the repair of articles and fittings let and for securing the safety and return to the Company of such articles and fittings and otherwise as may be agreed upon between the Company and the persons to or for whom the same are sold supplied let fixed up altered removed refixed or done.

The stoves ranges pipes fittings and other apparatus appliances articles and things let for hire under the provisions of this section shall not be subject to distress or to the landlord's remedy for rent nor to be taken in execution under any process of a court of law or equity or any proceedings in bankruptcy against the persons in whose possession the same may be Provided that such stoves ranges pipes fittings apparatus appliances articles and things have upon them a distinguishing metal plate affixed to a conspicuous part thereof or a distinguishing brand or other mark conspicuously impressed or made thereon sufficiently indicating the Company as the actual owners thereof.

Dividends dependent on price charged.

**54.** The standard price to be charged by the Company for gas supplied by them shall be four shillings and twopence per thousand cubic feet:

Provided that the Company may increase or reduce the price charged by them for gas above or below the standard price subject to a reduction or increase in the dividend payable by the Company on the ordinary share capital or stock as follows:—

In respect of any half-year during any part of which the price charged by the Company shall have been one penny or part of a penny above the standard price the dividend payable by the Company shall in respect of each penny or part of a penny by which the standard price shall have been increased be reduced below the standard rate of dividend by two shillings and sixpence on every one hundred pounds of capital stock A and by one shilling and threepence on every one hundred pounds of capital stock B and by one shilling and ninepence on every one hundred pounds of ordinary paid-up capital with a seven per centum standard rate of dividend and so in proportion for any fraction of one hundred pounds:

And in respect of any half-year during the whole of which the price charged by the Company shall have been one penny or more

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below the standard price the dividend payable by the Company may in respect of each penny by which the standard price shall have been reduced be increased above the standard rate by two shillings and sixpence on every one hundred pounds of capital stock A and by one shilling and threepence on every one hundred pounds of capital stock B and by one shilling and ninepence on every one hundred pounds of ordinary paid-up capital with a seven per centum standard rate of dividend and so in proportion for any fraction of one hundred pounds:

Provided also that if in any half-year the dividend payable shall be a fractional amount less than one quarter per centum the Company may defer the payment of such fractional amount until the payment of the next or some succeeding dividend and shall in the discretion of the Company either add such fractional amount to and pay the same with such succeeding dividend accordingly or add the same to the reserve fund.

Pressure of gas.

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

**56.** The prescribed number of candles shall be fifteen.

Testing place.

**57.** Within twelve months from the passing of this Act a testing place shall be provided upon some part of the works or lands of the Company or within two hundred yards from any part thereof.

Power to lay pipes in streets not dedicated to public use.

**58.** The Company may upon the application of the owner or occupier of any premises abutting on or being erected in any street or road laid out or made but not dedicated to public use supply such premises with gas and may lay and from time to time take up alter relay or renew in across or along such street or road such pipes as may be requisite or proper for the furnishing such supply and the provisions of the Gasworks Clauses Act 1847 with

respect to the breaking up of streets for the purpose of laying pipes and for the protection of pipes when laid so far as they are applicable for the purposes of this section shall extend and apply mutatis mutandis to and for the purposes thereof.

Burner.

**59.** The prescribed burner shall be Sugg's No. 1 London Argand Burner with a six-inch by one-and-three-quarter inch glass chimney and if at any time the gas flame rises above the top of the glass a six-inch by two-inch chimney shall be used.

Power to hold licences under letters patent.

**60.** The Company may take hold and use within the limits of this Act patent rights or licences or authorities (not being exclusive) under any letters patent for the use of any invention relative to the manufacture conversion utilisation or distribution of gas and of such materials and residual products as aforesaid.

Company may contract with local authority for supply in bulk.

**61.** The Company may contract with any corporation county council sanitary authority company or persons whether within or beyond the Company's limits of supply (but as to any such company public body or persons beyond the Company's limits of supply only with the consent in writing of the sanitary authority of and of any company authorised by special Act or provisional order confirmed by Parliament to supply gas within the district within which the supply is to be given) for the supply to them respectively of gas in bulk upon such terms and conditions and for such periods as shall be agreed upon.

Service pipes.

**62.** All fittings connected with any service gas pipe to communicate with the mains and pipes of the Company which shall be provided by any person shall be placed and removed under the superintendence of the Company and at the expense of such person.

Gas consumers to give notice to Company before removing.

**63.** Twenty-four hours notice in writing shall be given to the Company by every gas consumer before he shall quit any premises supplied with gas by meter by the Company and in default of such notice the consumer so quitting shall be liable to pay to the Company the money accruing due in respect of such supply up to the next usual period for ascertaining the register of the meter on such premises or the date from which any subsequent occupier of such premises shall require the Company to supply gas to such premises whichever shall first occur.

Power to refuse supply to persons in debt for other property.

**64.** If a person requiring a supply of gas from the Company have previously quitted premises at which gas was supplied to him by the Company without paying to them all gas or meter rent due from him to the Company they may refuse to furnish to him a supply of gas until he pays the same.

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Prepayment in certain cases.

**65.** Where the Company deem it necessary so to do they may require prepayment for gas required to be supplied for a period of six months or any shorter period and may refuse to supply gas unless the estimated cost thereof for such period as the Company may from time to time fix be prepaid and the Company shall be paid or shall repay any deficiency or excess of money actually payable for gas so supplied at the end of each such period.

Notice to discontinue supply of gas.

**66.** A notice to the Company from a consumer for the discontinuance of a supply of gas shall not be of any effect unless it be in writing signed by or on behalf of the consumer and be left at or sent by post to the office for the time being of the Company.

Period of error in defective meters.

**67.** In the event of any meter used by a consumer of gas being tested in manner provided by the Sale of Gas Act 1859 and being proved to register erroneously within the meaning of the said Act such erroneous registration shall be deemed to have first arisen during the then last preceding quarter of the year unless it be proved to have first arisen during the then current quarter The amount of the allowance to be made to or of the surcharge to be made upon the consumer by the Company shall be paid by or to the Company to or by the consumer as the case may be and shall be recoverable in the like manner as gas rents are recoverable by the Company.

Discounts.

**68.** The Company may if they think fit allow discounts or rebates not exceeding in any case twenty per centum to consumers of gas in consideration of prompt payment of gas rents or of large consumption upon such scale and subject to such conditions and regulations as may be prescribed by the Company Provided that such discounts or rebates shall be of equal amount under like circumstances to all consumers.

Dwelling-houses for workmen.

**69.** The Company may upon any lands for the time being belonging or leased to them erect fit up maintain and let houses cottages and buildings for the officers and servants employed by the Company for the purposes of their undertaking.

Power to council to purchase undertaking.

**70.**—(1.) If the Coalville Urban District Council (herein-after called "the council") shall introduce a Bill into Parliament and bonâ fide promote the same in the next session of Parliament to empower them to purchase the undertaking of the Company the Company shall not oppose such Bill except in so far as may be necessary in order to secure the insertion therein of clauses to protect their interests with respect to such purchase and for that purpose the Company shall be at liberty to petition either or both Houses of Parliament and to appear on such petition by counsel

agents and witnesses if they think fit And if the council obtain an Act authorising such purchase and give a written notice of their intention to purchase within six months of the passing of such Act the Company shall at the expiration of such six months sell and transfer and the council shall purchase and acquire the undertaking property rights powers and privileges of the Company subject to all their existing mortgages obligations and liabilities of the undertaking.

(2.) Any such sale and purchase shall be for such price or consideration and on such terms and conditions as may be agreed upon between the Company and the council or as failing such agreement shall be determined by arbitration in accordance with the provisions of the Lands Clauses Acts with reference to the purchase and taking of lands otherwise than by agreement and in the construction of the said provisions the expression "the promoters of the undertaking" shall mean the council and the expression "lands" shall mean the undertaking of the Company Provided that in addition to the sum to be paid by the council to the Company under the foregoing provisions of this section the council shall pay to the Company the actual costs of obtaining this Act and the costs and expenses incurred by them of and incident to the winding up of the Company and compensation to any officers and servants in the regular employment of the Company in respect of any loss of office or diminution of salary or income the amount of such costs and expenses and compensation in default of agreement to be determined by arbitration as aforesaid but the arbitrator shall not in assessing the sum to be paid by the council to the Company have regard to the fact that the Company is incorporated by Act of Parliament.

Act to be registered by registrar of joint stock companies.

**71.** The Company shall deliver to the registrar of joint stock companies a printed copy of this Act and he shall retain and register the same and if such copy is not so delivered within three months from the passing of this Act the Company shall incur a penalty not exceeding two pounds for every day after the expiration of those three months during which the default continues and any director or manager of the Company who knowingly and wilfully authorises such default shall incur the like penalty Every penalty under this section shall be recoverable summarily.

Costs of Act.

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

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## The SCHEDULE referred to in the foregoing Act.

The lands situate in the parish of Whitwick in the county of Leicester now belonging or reputed to belong to the Limited Company containing one acre two roods and eighteen square yards or thereabouts situate near and to the southward and westward of the junction of the road leading from Whitwick to Coalville with Green Lane and Silver Street Whitwick and which lands are bounded to the northward by the said road leading from Whitwick to Coalville to the westward in part by lands formerly belonging or reputed to belong to Mrs. Stenson but now to Albert Ottey and in part by land belonging or reputed to belong to Thomas Jesson and to the southward in part by lands belonging or reputed to belong to the said Thomas Jesson and in part by lands formerly belonging or reputed to belong to the said Thomas Jesson and Mrs. Branson but now to Edward Matchett and to the eastward partly by Green Lane and partly by lands abutting on that lane belonging or reputed to belong to Frank Crane and by other lands abutting on that lane formerly belonging or reputed to belong to Mrs. Sketchley and now to Charles Spencer.

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