



CHAPTER xvi.

An Act to provide for the transfer to the Bournemouth Gas and Water Company of the undertakings of the Brockenhurst Gas Company and the Wareham and District Gas Company Limited to extend the limits for the supply of gas by the Bournemouth Gas and Water Company to authorise them to raise additional capital and for other purposes. [17th May 1938.]

A.D. 1938.

WHEREAS by the Bournemouth Gas and Water Act 1873 the Bournemouth Gas and Water Company Limited were dissolved and the shareholders therein were re-incorporated by the name of the Bournemouth Gas and Water Company (hereinafter referred to as "the Company") and were authorised to supply gas and water within the parishes and places in the counties of Dorset and Southampton specified in that Act :

36 & 37 Vict.
c. lxxiii.

And whereas the limits for the supply by the Company of gas and water respectively were extended and further powers were conferred upon the Company by subsequent Acts and Orders :

And whereas the Brockenhurst Gas Company (hereinafter referred to as "the Brockenhurst Company") were incorporated by the Brockenhurst Gas Act 1907 and were authorised by that Act to construct works and to supply gas within the parish of Brockenhurst in the county of Southampton as now constituted :

7 Edw. 7.
c. xxxvi.

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— And whereas the Wareham and District Gas Company Limited (hereinafter referred to as "the Wareham Company") are supplying gas in the borough of Wareham and neighbourhood in the county of Dorset :

And whereas the said area of supply of the Brockenhurst Company and the area supplied by the Wareham Company adjoin the area for the supply of gas by the Company :

And whereas it would be of advantage to the consumers of gas now supplied by the Brockenhurst Company and the Wareham Company that the undertakings of those companies should be amalgamated with that of the Company and the Company have agreed with the Brockenhurst Company and the Wareham Company for the acquisition of the undertakings of those companies respectively :

And whereas it is expedient that the transfer of the undertakings of the Brockenhurst Company and the Wareham Company to the Company upon the terms set forth in this Act should be sanctioned :

And whereas the issued capital of the Brockenhurst Company consists of one thousand and ninety-nine shares of ten pounds each fully paid up and that company have also issued mortgage debentures amounting to three thousand pounds bearing interest at five per centum per annum :

And whereas the issued capital of the Wareham Company consists of four hundred and sixty ordinary shares of ten pounds each and one hundred six per centum cumulative preference shares of ten pounds each all fully paid up :

And whereas it is expedient that the limits for the supply of gas by the Company should be extended as by this Act provided :

And whereas the authorised capital of the Company under the Bournemouth Gas and Water Acts and Orders 1873 to 1935 amounts in the aggregate to one million seven hundred and twenty-eight thousand one hundred and sixty-seven pounds of which the Company have raised one million six hundred and seventy-three

thousand five hundred and fifty-nine pounds sixteen shillings and threepence (including three hundred and fifty-eight thousand seven hundred and fifty-seven pounds sixteen shillings and threepence received as premiums) by the creation and issue of—

A.D. 1938.
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£640,407 ordinary maximum dividend 7 per centum stock;

£180,435 standard 5 per centum (sliding scale) stock;

£493,960 6 per centum preference stock:

And whereas the Company are authorised by the Bournemouth Gas and Water Acts and Orders 1873 to 1935 to raise by borrowing on mortgage of their undertaking or by the creation and issue of debenture stock the sum of eight hundred and seventy-four thousand eight hundred and ten pounds and in pursuance of those powers the Company have raised by the creation and issue of—

£50,000 3 per centum debenture stock;

£312,025 4 per centum debenture stock; and

£335,000 5 per centum debenture stock:

And whereas the demand for gas and water within the said respective limits of supply is increasing and it is expedient that for the purpose of enabling the Company to meet such demand they should be authorised to raise additional moneys by the creation and issue of capital and by borrowing on mortgage or by the creation and issue of debenture stock and that their borrowing powers in respect of their capital as now authorised should be increased:

And whereas it is expedient that the other powers and provisions contained in this Act should be granted and made:

And whereas the purposes of this Act cannot be effected without the authority of Parliament:

May it therefore please Your Majesty that it may be enacted and be it enacted by the King's most Excellent Majesty by and with the advice and consent of the Lords Spiritual and Temporal and Commons in

A.D. 1938. this present Parliament assembled and by the authority
— of the same as follows :—

PART I.

PRELIMINARY.

Short and
collective
titles.

1.—(1) This Act may be cited as the Bournemouth Gas and Water Act 1938.

(2) The Bournemouth Gas and Water Acts and Orders 1873 to 1935 and this Act may be cited together as the Bournemouth Gas and Water Acts and Orders 1873 to 1938.

Act
divided
into Parts.

2. This Act is divided into Parts as follows :—

Part I.—Preliminary.

Part II.—Transfer of undertakings of Brockenhurst and Wareham Companies.

Part III.—Extension of gas limits &c.

Part IV.—Supply of water.

Part V.—Financial provisions.

Part VI.—Administrative provisions.

Part VII.—Miscellaneous.

Incorporation of Acts.

3. The following enactments so far as the same are applicable to the purposes and are not inconsistent with the provisions of the Bournemouth Gas and Water Acts and Orders 1873 to 1938 are hereby incorporated with this Act (namely) :—

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 except sections 127 to 132 of the Lands Clauses Consolidation Act 1845 relating to the sale of superfluous lands;

8 & 9 Vict.
c. 18.

10 & 11 Vict.
c. 15.

34 & 35 Vict.
c. 41.

10 & 11 Vict.
c. 17.

26 & 27 Vict.
c. 93.

The Gasworks Clauses Act 1847;

The Gasworks Clauses Act 1871;

The Waterworks Clauses Act 1847; and

The Waterworks Clauses Act 1863.

4. The provisions of the Companies Clauses Consolidation Act 1845 (except the provisions thereof with respect to the conversion of the borrowed money into capital) and Parts I II and III of the Companies Clauses Act 1863 as amended by subsequent Acts shall so far as the same are respectively applicable except so far as the same may be varied by or inconsistent with the provisions of the Bournemouth Gas and Water Acts and Orders 1873 to 1938 apply to any ordinary or preference stock or debenture stock of the Company to be issued under the provisions of this Act and to the proprietors thereof.

A.D. 1938.
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PART I.
—cont.
Application of certain provisions of Companies Clauses Acts.
8 & 9 Vict. c. 16.
26 & 27 Vict. c. 118.

5. In this Act—

Interpretation.

the several words and expressions to which meanings are assigned by the Acts wholly or partly incorporated with this Act shall have the same respective meanings unless there be something in the subject or context repugnant to such construction;

“ the Company ” means the Bournemouth Gas and Water Company;

“ the Act of 1896 ” means the Bournemouth Gas and Water Act 1896; 59 & 60 Vict. c. cxvii.

“ the Act of 1913 ” means the Bournemouth Gas and Water Act 1913; 3 & 4 Geo. 5. c. lxxv.

“ the Act of 1919 ” means the Bournemouth Gas and Water Act 1919; 9 & 10 Geo. 5. c. xlviii.

“ the Act of 1928 ” means the Bournemouth Gas and Water Act 1928; 18 & 19 Geo. 5. c. lxxxvi.

“ the existing gas limits ” means the limits within which the Company are authorised to supply gas under the Bournemouth Gas and Water Act 1873 the Bournemouth Gas and Water Act 1896 the Bournemouth Gas and Water (Poole Gas Transfer) Act 1902 the Act of 1913 the Act of 1928 the Bournemouth Gas Order 1934 and the Bournemouth Gas and Water Act 1935; 36 & 37 Vict. c. lxxiii.
59 & 60 Vict. c. cxvii.
2 Edw. 7. c. lviii.
3 & 4 Geo. 5. c. lxxv.
18 & 19 Geo. 5. c. lxxxvi.
25 & 26 Geo. 5. c. lxxxiii.

“ the gas limits ” means the limits within which the Company are for the time being authorised to supply gas;

A.D. 1938.

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PART I.
—cont.

“ the added limits ” means the areas described in the First Schedule to this Act ;

“ the date of transfer ” means the first day of July one thousand nine hundred and thirty-eight ;

“ the Brockenhurst Company ” means the Brockenhurst Gas Company ;

“ the Wareham Company ” means the Wareham and District Gas Company Limited ;

“ the Brockenhurst undertaking ” or “ the Wareham undertaking ” means all the undertaking of the Brockenhurst Company or of the Wareham Company as the case may be including all lands buildings plant goods stock-in-trade stores chattels moneys credits bills investments notes rights privileges and authorities and all other the property of the Brockenhurst Company or of the Wareham Company as the case may be including things in action and the full benefit of all contracts and agreements which may have been entered into by the Brockenhurst Company or the Wareham Company and which shall still be in force at the date of transfer ;

“ nominee ” means a person nominated at any time before the date of the issue by the Company of stock or payment of cash under the provisions of this Act to the holders of shares or mortgage debentures in the capital of the Brockenhurst Company or of payment of cash to the holders of shares in the Wareham Company by notice in writing delivered to the Company by any person who at the date of giving such notice is and who or whose executors or administrators immediately before such first-mentioned date is or are a holder or holders of shares or mortgage debentures of the Brockenhurst Company or of shares in the Wareham Company within the meaning of the section of this Act of which the marginal note is

- “ Brockenhurst and Wareham Companies’ books to be evidence as to holders of shares ” ;
“ Brockenhurst shares ” means the shares of ten pounds each in the capital of the Brockenhurst Company ;
“ the directors ” means the directors of the Company ;
“ the Minister ” means the Minister of Health ;
“ the water limits ” means the limits within which the Company are for the time being authorised to supply water ;
“ the undertaking ” means the undertaking of the Company authorised by the Bournemouth Gas and Water Acts 1873 to 1938 ;
“ five per centum capital ” means the capital of the Company bearing a standard rate of dividend of five per centum per annum.

A.D. 1938.

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PART I.
—cont.

PART II.

TRANSFER OF UNDERTAKINGS OF BROCKENHURST AND WAREHAM COMPANIES.

6.—(1) As on and from the date of transfer the Brockenhurst undertaking and the Wareham undertaking shall by virtue of this Act be or be deemed to have been transferred to and vested in the Company upon and subject to the terms and conditions contained and for the consideration stated in this Act.

(2) As on and from the date of transfer the Brockenhurst undertaking and the Wareham undertaking shall form part of the undertaking of the Company and subject to the provisions of the section of this Act of which the marginal note is “ Brockenhurst and Wareham Companies to continue incorporated ” for specified purpose ” the Brockenhurst and Wareham Companies shall be and are hereby dissolved.

7. Notwithstanding anything contained in this Act the Brockenhurst Company and the Wareham Company shall for the purpose of enforcing the provisions of any agreement entered into between each of those companies

Transfer to
Company
of Brocken-
hurst and
Wareham
under-
takings
and
dissolution
of Brocken-
hurst and
Wareham
Companies.
Brocken-
hurst and
Wareham
Companies
to continue

A.D. 1938.
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PART II.
—cont.
incor-
porated for
specified
purpose.

respectively and the Company before the date of transfer and for that purpose only continue incorporated until the expiration of three months from the date of transfer or for such longer period as may be necessary for the purposes of any proceedings for enforcing any such agreement which may be pending at the expiration of the said period of three months but on and from the expiration of the last-mentioned period or of such longer period as aforesaid the Brockenhurst Company and the Wareham Company shall be and are hereby finally dissolved :

Provided that nothing in this section shall postpone or interfere with the transfer to and vesting in the Company of the Brockenhurst undertaking and the Wareham undertaking as provided by the section of this Act of which the marginal note is "Transfer to Company of Brockenhurst and Wareham undertakings and dissolution of Brockenhurst and Wareham Companies" or postpone or affect the operation of any other provisions of this Act.

Consideration for transfer of Brockenhurst and Wareham undertakings.

8. As and by way of consideration for the transfer to the Company of the Brockenhurst undertaking and the Wareham undertaking the Company shall as soon as reasonably practicable after the date of transfer and subject to and in accordance with the provisions of this Act—

(1) issue to those persons who immediately before the date of transfer held Brockenhurst shares or the nominees of such persons or any of them ordinary stock of the Company carrying a maximum dividend of seven per centum per annum (to be created as hereinafter provided) for each such share so held the sum of one pound and five shillings of such ordinary stock of the Company or pay the sum of two pounds in cash if any such holder shall forthwith so elect on receiving notice from the Company :

Provided that if the sum payable by the Company to the holders of mortgage debentures in the Brockenhurst Company under the section of this Act of which the marginal note is "As to mortgage debentures of Brockenhurst Company" exceeds three thousand and

four hundred pounds the amount of ordinary stock of the Company or the sum in cash to be issued or paid to each holder of Brockenhurst shares shall be proportionately reduced;

(2) pay to those persons who immediately before the said date held ordinary or preference shares of the Wareham Company or the nominees of such persons sums in cash as follows (that is to say):—

to each holder of ordinary shares of the Wareham Company or his nominee for each such share the sum of six pounds; and

to each holder of preference shares of the Wareham Company or his nominee for each such share the sum of eight pounds and ten shillings.

9.—(1) As on the date of transfer there shall be or be deemed to have been created by virtue of this Act and without any other requisite such nominal amount of ordinary stock of the Company carrying a maximum dividend of seven per centum per annum as shall be necessary to give effect to the provisions of this Act with respect to the transfer of the Brockenhurst undertaking.

A.D. 1938.
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PART II.
—cont.

Creation of ordinary stock of Company for purposes of transfer.

(2) The ordinary stock created by virtue of this section shall be deemed to form part of and be consolidated with the ordinary stock of the Company carrying a maximum dividend of seven per centum per annum as existing at the date of transfer and save as is otherwise expressly provided by this Act the holders of the ordinary stock so created as aforesaid in proportion to the amount of their stock shall after the date of transfer be subject and entitled to the same powers provisions liabilities rights privileges and incidents whatsoever in all respects as holders of ordinary stock of the Company.

10.—(1) The amount of ordinary stock of the Company to which the holders of Brockenhurst shares or the nominees of such holders become by virtue of this Act entitled shall be vested in such holders or nominees as on and from the date of transfer and such holders or nominees shall subject to the provisions of the section of this Act of which the marginal note

As to ordinary stock issued to shareholders of Brockenhurst Company.

A.D. 1938. is "As to fractional parts of one pound" be forthwith
registered in the books of the Company as the holders
of such amount.
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PART II.
—cont.

(2) The ordinary stock of the Company so vested in the holders of Brockenhurst shares or the nominees of such holders shall rank for dividend as from the date of transfer and as from that date the Brockenhurst shares shall cease to bear any dividend.

As to
fractional
parts of
one pound.

11.—(1) Where under the foregoing provisions of this Act a holder of Brockenhurst shares would be entitled to be registered as the holder of any fractional part of one pound of ordinary stock of the Company or of any amount of such stock including any such fractional part as aforesaid the Company in lieu of registering such holder and issuing to him a certificate as holder of such fractional part or of an amount of ordinary stock of the Company including any such fractional part shall pay to such holder in cash at the rate of two pounds for one pound and five shillings of ordinary stock of the Company the value of the fractional part of one pound of ordinary stock of the Company of which but for the provisions of this section he would be entitled to be registered as the holder and shall register such holder and issue to him a certificate as holder of the amount of ordinary stock of the Company to which he shall be entitled as aforesaid excluding such fractional part and the receipt of any such holder for the sum in cash so paid to him as aforesaid shall be a sufficient discharge to the Company in respect of such fractional part.

(2) The Company may either cancel all or any of the ordinary stock of the Company in respect of which such payment has been made or issue the same to any willing purchaser thereof in amounts of one pound or multiples thereof but not otherwise and any loss or expense which may be incurred in connection with such issue shall be borne by the Company :

Provided that any such issue shall be exempt from the provisions of section 37 (New shares or stock to be sold by auction or tender) of the Act of 1913 as amended by the section of this Act of which the marginal note is "As to issue of stock by auction or tender."

12. The creation by virtue of this Act of ordinary stock of the Company shall not affect the powers of that Company under the Bournemouth Gas and Water Acts and Orders 1873 to 1935 of raising money by the creation and issue of ordinary or preference shares or stock but those powers shall continue to be exerciseable by the Company as if this Act had not been passed.

A.D. 1938.

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PART II.
—cont.

Stock created by this Act not to affect Company's powers of raising capital.

13. The ordinary stock of the Company of which the holders of Brockenhurst shares are pursuant to the provisions of this Act registered as the holders and all sums of cash paid by the Company under the sections of this Act of which the marginal notes are "Consideration for transfer of Brockenhurst and Wareham undertakings" and "As to fractional parts of one pound" shall be held in the same rights upon the same trusts and subject (so far as is consistent with such provisions) to the same powers provisions charges and liabilities as those in upon or subject to which the shares of the Brockenhurst Company or of the Wareham Company for which such ordinary stock of the Company or sum of cash is substituted were held or were subject immediately before the date of transfer and shall be dealt with applied or disposed of accordingly and so as to give effect to and not to revoke any deed will or other instrument disposing of any such shares of the Brockenhurst Company or of the Wareham Company and trustees executors or administrators and all other holders in any representative or fiduciary capacity of any shares of the Brockenhurst Company or of the Wareham Company are hereby expressly authorised and required to accept any ordinary stock of the Company of which they are pursuant to the provisions of this Act registered as the holders or any sum of cash paid to them under the provisions of this Act and may retain dispose of or otherwise deal with such ordinary stock or sum of cash as fully and freely in all respects as they might have retained disposed of or otherwise dealt with the shares of the Brockenhurst Company or of the Wareham Company for which the same are substituted and are hereby excused from any liability in respect of acts bona fide done by them in pursuance of the provisions of this Act.

As to trusts of substituted stock.

14. The Company shall call in and cancel the certificates for shares of the Brockenhurst Company

Exchange of certificates.

A.D. 1938.

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PART II.
—cont.

and of the Wareham Company for which ordinary stock of the Company or sum of cash is substituted under the provisions of this Act and shall issue free of charge in exchange for those certificates to the holders thereof or the nominees of such holders certificates for ordinary stock of the Company of the amount or pay to such holders or nominees the sum of cash to which those holders or nominees are under this Act entitled but no such holder or nominee shall be entitled to a new certificate or to receive any such sum of cash as aforesaid until such holder shall have delivered up to the Company to be cancelled the existing certificate for which such new certificate or sum of cash is to be substituted or shall have proved to the reasonable satisfaction of the directors the loss or destruction of such certificate and shall have given to the Company an indemnity against any and every claim in respect of such lost or destroyed certificate or the shares represented thereby :

Provided that until the issue of such new certificates the holders of the existing certificates for Brockenhurst shares shall according to the amount of ordinary stock of the Company to be issued under the provisions of this Act in substitution for the Brockenhurst shares to which such existing certificates relate have and possess the same rights and privileges as if such existing certificates were certificates for the amount of ordinary stock of the Company but if any such holder neglect or omit to send or deliver to the Company his existing certificate for the period of six months after notice in writing sent by post to the address of such holder appearing in the books of the Brockenhurst Company the Company may suspend the payment of any dividend declared or made payable on or in respect of the ordinary stock of the Company to which he or his nominee is entitled until such certificate is delivered up to the Company or is proved to the reasonable satisfaction of the directors to have been lost or destroyed and until such indemnity as aforesaid is given.

As to out-
standing
transfers
and
bequests.

15.—(1) All transfers or other dispositions of any shares of the Brockenhurst Company or of the Wareham Company made but not registered before the date of transfer shall notwithstanding the provisions of this Act be valid and have due effect given to them respectively as transfers or dispositions of the amount of ordinary stock of the Company or the sum of cash to

be substituted under this Act for the shares of the Brockenhurst Company or of the Wareham Company thereby expressed to be transferred or disposed of although the instrument transferring or disposing thereof shall describe the same as shares of the Brockenhurst Company or of the Wareham Company.

A.D. 1938.

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PART II.
—cont.

(2) Any bequest of or any covenant in or provision of any deed will or other instrument relating to any specific number of shares of the Brockenhurst Company or of the Wareham Company shall be held to apply to the amount of ordinary stock of the Company or the sum of cash which is under the provisions of this Act substituted for such shares of the Brockenhurst Company or of the Wareham Company.

16.—(1) The several persons who immediately before the date of transfer appeared on the registers of the Brockenhurst Company and the Wareham Company respectively to be holders of shares of the Brockenhurst Company or of the Wareham Company or the respective executors or administrators of such persons shall for the purposes of this Act and subject to the provisions of the section of this Act of which the marginal note is “As to outstanding transfers and bequests” be deemed to be the holders of shares of the Brockenhurst Company or of the Wareham Company of the amount and class stated in those registers and the secretaries of those companies respectively shall forthwith after the date of transfer or the date of the passing of this Act (whichever shall be the later) deliver to the Company at the principal office of that company the said registers and as on and from the date of transfer the registers of transfers of shares of the Brockenhurst Company and of the Wareham Company respectively shall be permanently closed and no transfer of any shares of the Brockenhurst Company or of the Wareham Company made on or after the date of transfer shall as between the Company and the party claiming thereunder be of any effect.

Brocken-
hurst and
Wareham
Companies'
books to be
evidence
as to
holders of
shares.

(2) The issue by the Company pursuant to the provisions of this Act of certificates of ordinary stock of the Company or the sum of cash payable pursuant to the foregoing provisions of this Act to the persons whose names appear by the said registers to be registered holders of shares of the Brockenhurst Company and of

A.D. 1938. the Wareham Company respectively or the respective executors or administrators of such persons or the nominees of such persons or to the persons entitled thereto pursuant to the section of this Act of which the marginal note is "As to outstanding transfers and bequests" shall be a sufficient discharge to the Company for all purposes.

PART II.
—cont.

As to mortgage debentures of Brockenhurst Company.

17.—(1) The Company shall as soon as reasonably practicable after the date of transfer pay to each holder of mortgage debentures of the Brockenhurst Company (amounting in all to three thousand pounds) a sum in cash sufficient to redeem the mortgage debentures of the Brockenhurst Company held by him and all interest outstanding on such debentures or such smaller sum as such holder is prepared to accept in satisfaction of the principal sum secured by such debentures and the outstanding interest thereon.

(2) The provisions of the sections of this Act of which the marginal notes are "As to trusts of substituted stock" "Exchange of certificates" "As to outstanding transfers and bequests" and "Brockenhurst and Wareham Companies' books to be evidence as to holders of shares" shall mutatis mutandis apply to the mortgage debentures of the Brockenhurst Company and the holders thereof and the sums of cash to be paid to such holders respectively.

Payment of cash into court in certain cases.

18. Where the Company are for six months after the date of transfer unable after reasonable inquiry to ascertain the person entitled to be registered as the holder of and to receive a certificate for ordinary stock of the Company or to receive cash (as the case may be) under the provisions of this Act or to be paid the amount due to him on his mortgage debenture or where any person entitled to any such certificate or payment cannot give an effectual receipt the Company shall—

- (i) pay the sum of cash to which such holder of shares is entitled under the section of this Act of which the marginal note is "Consideration for transfer of Brockenhurst and Wareham undertakings"; and

(ii) pay the sum of cash to which such holder of mortgage debentures is entitled under the section of this Act of which the marginal note is "As to mortgage debentures of Brockenhurst Company"

A.D. 1938.

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PART II.
—cont.

to the Accountant-General for and on behalf of the Supreme Court of Judicature in England under any Act in force for the relief of trustees Every such payment shall discharge the Company from all liability with respect to the sum of cash so paid and for the purposes of this Act the sum of cash so paid shall be deemed to be delivered or paid to the person absolutely entitled thereto and any person afterwards showing to the satisfaction of the Chancery Division of the High Court that he is entitled thereto may obtain payment of the sum of cash accordingly.

19. All sales conveyances grants assurances deeds contracts bonds and agreements affecting the Brockenhurst Company or the Wareham Company and in force at the date of transfer (other than any agreement entered into between the Company and the Brockenhurst Company or the Wareham Company before that date relating to the acquisition of the Brockenhurst undertaking or the Wareham undertaking by the Company) shall as from that date be read and construed and be as binding and of as full force and effect in every respect against or in favour of the Company and may be enforced against or by the Company as fully and effectually as if instead of the Brockenhurst Company or the Wareham Company the Company had been a party thereto or bound thereby or entitled to the benefit thereof and the Company shall as from the said date indemnify the Brockenhurst Company or the Wareham Company and their directors from and against all actions claims demands losses damages costs and expenses whatsoever in respect thereof.

Contracts
to be
binding.

20. If at the date of transfer any action arbitration or proceeding or any cause of action arbitration or proceeding shall be pending or existing by or against or in favour of the Brockenhurst Company or the Wareham Company the same shall not abate or be discontinued or be in any wise prejudicially affected by reason of the transfer to the Company of the

Pending
actions not
to abate.

A.D. 1938.

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PART II.
—cont.

Brockenhurst undertaking or the Wareham undertaking or of anything in this Act but the same may be continued prosecuted and enforced by against or in favour of the Company as and when it might have been continued prosecuted and enforced by against or in favour of the Brockenhurst Company or the Wareham Company if this Act had not been passed but not further or otherwise.

Books &c.
to remain
evidence.

21. All books and documents which if this Act had not been passed would have been evidence in respect of any matter for or against the Brockenhurst Company or the Wareham Company shall on and after the date of transfer be admitted in evidence in respect of the same or the like matter for or against the Company.

Collection
of out-
standing
debts.

22. All rents rates and charges and other sums and debts at the date of transfer due and payable or accruing due and payable to the Brockenhurst Company or the Wareham Company shall (unless previously paid to the Brockenhurst Company or the Wareham Company as the case may be) be payable to and may be collected recovered and enforced by the Company after that date in the same manner and with and by the same benefits and processes as those with and by which the Brockenhurst Company or the Wareham Company might have collected recovered and enforced the same and shall belong to the Company for their own benefit.

Officers of
Brocken-
hurst and
Wareham
Companies
to be
accountable
for books
&c.

23. All officers and persons who at the date of transfer have or had in their possession or under their control any books documents papers moneys or effects forming part of the Brockenhurst undertaking or the Wareham undertaking (other than the duplicates of any agreement between the Brockenhurst Company or the Wareham Company and the Company for or relating to the sale of the Brockenhurst undertaking or the Wareham undertaking) or to which the Brockenhurst Company or the Wareham Company would but for the transfer have been entitled shall be liable to account for and deliver up the same to the Company or to such persons as the Company may appoint to receive the same and subject to the same consequences on refusal or neglect as if such officers and persons had

been appointed by and become possessed of such books documents papers moneys and effects for the Company.

A.D. 1938.

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PART II.

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Partial
repeal of
enactments
relating to
Brocken-
hurst
Company.

24.—(1) As from the date of transfer the Brockenhurst Gas Act 1907 and the Brockenhurst Gas (Charges) Order 1923 shall be or be deemed to have been and are hereby repealed except the provisions (hereinafter in this section referred to as “the excepted provisions”) of the Brockenhurst Gas Act 1907 which are set out in the Second Schedule to this Act and except so far as it may be necessary for the said Act and Order or either of them or any of the provisions thereof respectively to remain unrepealed for the purpose of the section of this Act of which the marginal note is “Brockenhurst and Wareham Companies to continue incorporated for specified purpose.”

(2) The excepted provisions shall continue in force within the limits and to the extent to which they particularly related at the date of the passing of the Act of 1907 and the Company within such limits may exercise the powers conferred and shall be subject to the obligations imposed by the excepted provisions in all respects as if the Company had been therein referred to instead of the Brockenhurst Company :

Provided that notwithstanding anything in the excepted provisions with respect to the limits within which the Brockenhurst Company may supply gas manufactured by them the Company shall be entitled to supply in any part of the gas limits any gas manufactured by them under or by virtue of the powers conferred by the said provisions :

Provided also that if there shall be any inconsistency between any of the excepted provisions and any enactment applying to the Company or their undertaking otherwise than by virtue of this section such last-mentioned enactment shall prevail.

25. The Company shall on the date of transfer or as soon thereafter as may be reasonably practicable pay to the persons who immediately before that date held ordinary or preference shares of the Wareham Company dividends (less income tax) in respect of the period between the last period for which a dividend has been paid by the Wareham Company before the date of transfer and such last-mentioned date at the

As to
dividends on
shares of
Wareham
Company.

A.D. 1938.

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PART II.
—cont.

respective rates at which (regard being had to the divisible profits and reserve fund of the Wareham Company) such dividends could have been paid if this Act had not been passed:

Provided that the rates of dividends so to be paid shall not exceed—

- (a) in the case of ordinary shares of the Wareham Company the rate of five pounds per centum per annum; and
- (b) in the case of the preference shares of the Wareham Company the rate of six pounds per centum per annum.

Brocken-
hurst and
Wareham
Companies
to carry on
under-
takings
until date of
transfer.

26. During such period (if any) as shall elapse between the date of the passing of this Act and the date of transfer the Brockenhurst Company and the Wareham Company may and shall to the best of their ability and with due diligence maintain and carry on their respective undertakings on behalf and for the account of the Company and for that purpose may exercise all or any of the rights powers privileges and liberties and shall discharge all the duties obligations and liabilities relating to those undertakings respectively to the same extent as if this Act had not been passed but so that the Brockenhurst Company and the Wareham Company and the Company shall respectively comply with the obligations in relation to the carrying on of the said undertakings contained in any agreement between the Brockenhurst Company or the Wareham Company and the Company for or relating to the transfer of the Brockenhurst undertaking or the Wareham undertaking.

Compensa-
tion to
auditors of
Brocken-
hurst
Company.

27. The auditors of the Brockenhurst Company holding office at the date of transfer shall retire from office as from that date or from the date of the passing of this Act whichever shall be the later and as compensation for loss of office shall be paid by the Company a sum equal to three times the amount of the fees received by such auditors as auditors of the Brockenhurst Company during the last financial year preceding the date of transfer.

28. The directors of the Brockenhurst Company holding office at the date of transfer shall retire from office as from that date or from the date of the passing of this Act whichever shall be the later except that the said directors shall continue to act as directors of the Brockenhurst Company without remuneration so long as that company shall continue incorporated pursuant to the provisions of this Act of which the marginal note is "Brockenhurst and Wareham Companies to continue incorporated for specified purpose."

A.D. 1938.

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PART II.
—cont.

As to
directors of
Brocken-
hurst
Company.

29.—(1) The directors of the Wareham Company holding office at the date of transfer shall retire from office as from that date or from the date of the passing of this Act whichever shall be the later (except that the said directors shall continue to act as directors of the Wareham Company without remuneration so long as that company shall continue incorporated pursuant to the section of this Act of which the marginal note is "Brockenhurst and Wareham Companies to continue incorporated for specified purpose") and the Company shall as soon as reasonably practicable after the date of transfer pay to each of the said directors who also held office on the twenty-fourth day of November one thousand nine hundred and thirty-seven as compensation for loss of office a sum of money equal to seven times the amount of the fees received by such director as a director of the Wareham Company during the last financial year preceding the date of transfer.

Compensa-
tion to
directors
and auditors
of Wareham
Company.

(2) The auditors of the Wareham Company holding office at the date of transfer shall retire from office as from that date or from the date of the passing of this Act whichever shall be the later and as compensation for loss of office shall be paid by the Company a sum equal to three times the amount of the fees received by such auditors as auditors of the Wareham Company during the last financial year preceding the date of transfer.

30.—(1) The Company shall take over and employ as on and from the date of transfer or the date of the passing of this Act whichever shall be the later and retain subject to good conduct on terms not less favourable than their existing contracts such of the officers (other than directors) and servants in the

As to
officers and
servants of
Brocken-
hurst and
Wareham
Companies.

A.D. 1938.

PART II.
—cont.

employ of the Brockenhurst Company at their office and works at Brockenhurst or in the employ of the Wareham Company at their office and works at Wareham at the date of transfer who shall have been in the service of the Brockenhurst Company or the Wareham Company for a period of two years and who shall be willing to enter the service of the Company and the Company shall not dismiss or discharge any such officer or servant capable of discharging his duties except for breach of duty or misconduct.

(2) The terms and conditions relating to compensation payable to gasworkers for loss of employment (on the amalgamation of gas undertakings) recommended by the National Joint Industrial Council of the Gas Industry shall apply as between the Company and the gasworkers employed by the Brockenhurst Company and the Wareham Company.

Copy of
Act to be
registered.

31. The Company shall deliver to the Registrar of 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 a like penalty Every penalty under this section shall be recoverable summarily.

19 & 20
Geo. 5. c. 23.

There shall be paid to the registrar by the Company on such copy being registered the like fee as is for the time being payable under the Companies Act 1929 on registration of any document other than a memorandum of association or the abstract required to be delivered to the registrar by a receiver or manager or the statement required to be sent to the registrar by the liquidator in a winding up in England.

Notice of
dissolution
of Wareham
Company to
be delivered
to Registrar
of Com-
panies.

32. As soon as practicable after the final dissolution of the Wareham Company under the provisions of this Act the Company shall deliver to the Registrar of Companies a notice of such dissolution stating the date on which the same takes effect and shall pay to the registrar the prescribed fee of five shillings for registration of such notice.

PART III.

A.D. 1938.

EXTENSION OF GAS LIMITS &C.

33.—(1) As on and from the date of transfer the gas limits shall extend to and include in addition to the existing gas limits the added limits. Extension
of gas
limits.

(2) Subject to the provisions of this Act the Company on and after the date of transfer within the added limits shall have and may exercise all and the like powers rights privileges and authorities for and in relation to the supply of gas and be subject to all and the like duties and obligations in respect thereof as they now have and are subject to within the existing gas limits.

(3) Subject to the provisions of this Act the Company may continue maintain and use any mains pipes and other works of the Brockenhurst Company and of the Wareham Company transferred to and vested in them by virtue of this Act and the provisions of the Bournemouth Gas Acts and Orders 1873 to 1938 so far as those provisions relate to the supply of gas shall apply to such mains pipes and works in all respects as though the same had been laid down or constructed under the authority of those Acts and Orders.

34. Unless and until the Company otherwise declare in accordance with the Bournemouth Gas (Charges) Order 1921 the declared calorific value of the gas in the area described in Part I of the First Schedule to this Act shall continue to be the calorific value as last declared by the Brockenhurst Company. As to declared
calorific value
of gas in part
of added
limits.

35.—(1) The Company may charge for gas supplied by them to the owners or occupiers of premises within the area described in Part I of the First Schedule to this Act or any part of that area who consume such gas by meter— Price of
gas in added
limits.

(a) until the respective dates (hereinafter referred to as “the said respective dates”) of the reading of the indices for the quarter ending on the quarter day next following the date of transfer of the meters measuring the gas supplied to such owners or occupiers a price per therm exceeding the price per therm for

A.D. 1938.

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PART III.
—cont.

the time being charged by the Company to consumers by ordinary meter within the county borough of Bournemouth (which last-mentioned price is hereinafter referred to as "the Bournemouth price") by not more than the amount by which the price per therm charged by the Brockenhurst Company immediately before the date of transfer to consumers by ordinary meter of gas supplied by that company exceeds the Bournemouth price; and

(b) on and after the said respective dates a price exceeding the Bournemouth price by not more than three decimal one pence per therm.

(2) The Company may charge for gas supplied by them to the owners or occupiers of premises within the area described in Part II of the First Schedule to this Act or any part or parts of that area a price exceeding the Bournemouth price by not more than fivepence per therm.

Main-
tenance of
gasworks
&c.

36.—(1) Subject to the provisions of this Act the Company may upon the lands described in the Third Schedule to this Act so long as they are possessed of the same maintain alter improve and renew the gasworks now thereon and equip the same with all necessary machinery and apparatus and do all such acts as may be proper for making and storing gas and for supplying gas within the gas limits and may also upon the said lands work up and convert the residual products arising directly or indirectly from the manufacture of gas by them or purchased by them under the powers conferred by section 4 of the Gas Undertakings Act 1929 and for this purpose the Company may purchase from any source and use such material as is required to work up and convert any such residual products :

19 & 20
Geo. 5. c. 24.

Provided that this subsection shall cease to have effect as regards the manufacture of gas and the manufacture and conversion of residual products after a period of three years from the date of transfer.

(2) Until the fourth usual quarter day after the date of transfer the Company may continue to charge for gas supplied from the gasworks on the lands described in the Third Schedule to this Act according to the number of cubic feet instead of according to the

number of British thermal units supplied and shall be exempt from any liability for any deficiency in the calorific value of the gas so supplied :

A.D. 1938.
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PART III.
—cont.

Provided that the price charged by the Company for gas so supplied shall not exceed seven shillings and sixpence per thousand cubic feet in respect of gas supplied in the area described in Part II of the First Schedule to this Act.

PART IV.

SUPPLY OF WATER.

37.—(1) The Minister if satisfied that the owner or occupier of any premises outside the water limits desires to obtain a supply of water from the Company may on the application of the Company subject to the provisions of this section by order authorise the Company to supply water to those premises on such conditions as may be specified in the order.

Supply of water to premises outside water limits.

(2) An order under this section may contain such modifications of any enactment applying to the Company as in the opinion of the Minister are necessary in order to give full effect to the order.

(3) An order shall not (unless in the opinion of the Minister consent is unreasonably withheld) be made except with the consent of the local authority within whose area and of any undertakers for the supply of water within whose limits of supply the premises are situate.

(4) (a) When the local authority within whose area or the undertakers for the supply of water within whose limits of supply any premises with respect to which an order shall have been made under this section are situate are able and willing to provide a supply of water to those premises and have given notice to the Company of their desire to supply water to those premises such order shall cease to have effect as from the expiration of three months from the giving of such notice.

(b) When such local authority or undertakers commence to supply water to any premises in pursuance of this subsection they shall pay to the Company such expenditure incurred by the Company in giving a supply to the premises as may be agreed or failing agreement

A.D. 1938. determined by arbitration and the provisions of the
— Arbitration Acts 1889 to 1934 or any statutory modifi-
PART IV. cation thereof shall apply to any such arbitration.
—cont.

(5) The charge made by the Company for any water supplied for any purpose in pursuance of this section shall not be less than the charge which would be made by the Company for water supplied for a similar purpose within the water limits.

Special
terms for
supplies to
caravans
shacks &c.

38.—(1) Notwithstanding anything in this or any other Act or any Order relating to the Company a person shall not be entitled to demand or continue to receive from the Company a supply of water to any caravan shack hut tent or other like structure unless he has agreed with the Company to take a supply of water by meter and to pay to the Company such minimum charges as will give them a reasonable return on the capital expenditure incurred by them in providing the supply or supplies required by him and will cover other standing charges incurred by them in order to meet the possible maximum demand for his caravan shack hut tent or structure and will yield a reasonable return on the cost of the water consumed or used by him and unless he has secured to the reasonable satisfaction of the Company by way of deposit or otherwise payment of such a sum as may be reasonable having regard to the possible maximum demand of such person for his caravan shack hut tent or structure.

(2) The sum to be so paid and the security to be so given shall be determined in default of agreement by a court of summary jurisdiction who may also order by whom the costs of the proceedings before them shall be paid and the decision of the justices shall be final and binding on all parties.

(3) Notwithstanding anything in this section or any other provision of or incorporated with this Act the Company shall not (unless required so to do by the Minister) begin to supply water to any such caravan shack hut tent or structure as aforesaid if the local authority of the district in which such caravan shack hut tent or structure is situate objects to the supply being given.

(4) For the purpose of ascertaining whether or not the local authority of the district in which the caravan

shack hut tent or structure is situate objects to such supply being given the Company shall before affording such supply give to such local authority not less than fourteen days' notice in writing of their intention so to do.

A.D. 1938.

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PART IV.

—cont.

39.—(1) In the case of all premises connected after the passing of this Act with the water mains of the Company the Company may in cases where the communication pipes are laid by the person requiring the supply or by the Company at his request require such person at the time when the pipes are laid to insert or to have inserted and thereafter to maintain a stop-cock (which expression where used in this section shall include the necessary covers or boxes for giving access and protection thereto) in the communication or service pipe from the said premises in some position to be reasonably approved by the road authority in the footway of the street in which such pipe is laid or if there be no footway in a position as near as reasonably practicable to the premises supplied and if such person fails to comply with such requirement the Company may insert and maintain a stop-cock in such communication or service pipe and recover the reasonable expenses incurred by them in so doing from such person summarily as a civil debt.

Stop-cocks
&c. to be
fitted in
communica-
tion pipes.

(2) For the purpose of complying with any obligation under this section to insert or to maintain a stop-cock and for the purpose of maintaining any existing stop-cock in a communication or service pipe from any premises within the water limits the person liable shall have the like power to open the ground as is conferred upon him by and subject to the conditions of sections 48 to 52 of the Waterworks Clauses Act 1847 in relation to the laying of communication pipes.

(3) The Company may by agreement with any person liable to insert or to maintain any stop-cock and for that purpose authorised to open or break up any street within the water limits execute such works on behalf of such person and any expenses incurred by the Company in so doing shall be repaid by the person with whom the agreement is made and shall be recoverable summarily as a civil debt.

A.D. 1938.

PART IV.

—cont.

Extension of powers for preventing waste &c. of water.

23 & 24

Geo. 5. c. 51.

40.—(1) Section 59 (Regulations for preventing waste of water) of the Bournemouth Gas and Water Act 1873 as amended by section 32 (Regulations for preventing waste of water to be approved by Local Government Board) of the Act of 1896 shall have effect as if it conferred on the Company powers of making byelaws instead of regulations for the purposes therein mentioned and in addition powers of making byelaws as to the testing and stamping of valves fittings and other apparatus and prescribing the charge to be made for such testing and stamping and all byelaws to be made under that section as amended by this section shall be subject to the provisions contained in subsections (2) (3) (4) (5) (6) (7) and (10) of section 250 and in sections 251 and 252 of the Local Government Act 1933 and those provisions shall for the purpose of this section be construed as if the Company were a local authority within the meaning of those sections and the secretary were the clerk to the local authority The confirming authority for the purpose of the said section 250 shall be the Minister All regulations of the Company in force at the date of the passing of this Act shall be regarded as byelaws made and confirmed under the provisions of this section.

(2) Nothing in subsection (1) of this section or in any byelaws made thereunder shall apply to any pipes or fittings used on any premises which form part of the railway of a railway company so long as such fittings do not cause waste undue consumption misuse or contamination of water which is supplied by the Company.

(3) Any person who shall forge or counterfeit any stamp or mark used by the Company or by the authority of the Company for any of the purposes of this section or who shall use or supply anything marked with any such stamp or mark knowing the same to be forged or counterfeited shall for every such offence be liable to a penalty not exceeding twenty pounds.

Rates payable by owners of small houses.

41.—(1) Where the net annual value of a house supplied with water by the Company does not exceed thirteen pounds or the house is let to monthly or weekly tenants or tenants holding for any other period less than a quarter of a year the owner instead of the occupier shall if the Company so determine pay the

rate for the supply but the rate may be recovered by the Company from the occupier and may if so recovered and if the occupier be not himself liable therefor under any lease or agreement be deducted by him from the rent from time to time due from him to the owner Provided that no greater sum shall be recovered at any one time from any such occupier than the amount of rent owing by him or which shall have accrued due from him subsequent to the service upon him of a notice to pay the rate.

A.D. 1938.

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PART IV.
—cont.

(2) The provisions of section 73 of the Waterworks Clauses Act 1847 shall mutatis mutandis extend and apply to any payments made under this section by the owner of any house and as if that section applied in the case of any lease or agreement whether made before or after the commencement of this Act.

42. Subject to the provisions of the Waterworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes the Company may for the purpose of measuring the quantity of water supplied or of preventing and detecting waste affix and maintain meters and other apparatus on the service pipes and mains of the Company and stop-cocks in the pipes supplying houses with water and may insert in the roads or footways the necessary covers or boxes for giving access and protection thereto and may for that purpose temporarily stop up break up and interfere with public and private streets roads lanes footways courts and passages :

Meters in streets to measure water or detect waste.

Provided that the Company shall not under the powers of this section enter upon break up or interfere with any street road footway or passage belonging to or repairable by the Southern Railway Company without the consent of that company which consent shall not be unreasonably withheld and shall be deemed to have been given if the said company fail to signify their consent within twenty-one days after it shall have been applied for Any question as to whether or not any such consent has been unreasonably withheld shall be determined by arbitration by a single arbitrator to be agreed upon between the parties or failing agreement appointed by the President of the Institution of Civil Engineers on the application of either party

A.D. 1938. to the dispute (after notice in writing to the other) and
— subject as aforesaid the provisions of the Arbitration
PART IV. Acts 1889 to 1934 shall apply to the reference.
—cont.

PART V.

FINANCIAL PROVISIONS.

Additional
capital.

43. The Company may from time to time raise additional capital not exceeding in the whole four hundred thousand pounds by the creation and issue of new five per centum capital and new ordinary stock and new preference stock or wholly or partially by one or more of those modes respectively. Any stock issued under the authority of this Act shall not vest in the person accepting the same unless and until a sum not being less than one-fifth of the amount of such stock 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 capital than shall be sufficient to produce including any premium which may be obtained on the issue thereof the sum of four hundred thousand pounds.

Dividends
on
additional
capital.

44.—(1) The profits of the Company which may be divided among the holders of the additional five per centum capital and ordinary and preference capital of the Company authorised by this Act shall not (except as mentioned in subsection (2) of this section) exceed the following rates (namely):—

On any such preference capital such rate (not exceeding the rate of six per centum per annum) as shall be specified in the resolution creating such capital;

On the five per centum capital the rate of five per centum per annum;

On any such capital issued as new ordinary stock the rate of seven per centum per annum.

(2) Notwithstanding the foregoing provisions of this section the rate of dividend on the five per centum capital shall be subject to alteration in accordance with the provisions of section 41 (Price of gas Sliding scale) of the Act of 1919 as amended by the Bournemouth Gas (Charges) Order 1921.

45.—(1) Section 37 (New shares or stock to be sold by auction or tender) of the Act of 1913 shall be read and have effect as if the words “seven days” were substituted for the words “twenty-eight days” in paragraph (a) of subsection (2) of that section.

A.D. 1938.

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PART V.
—cont.

As to issue of stock by auction or tender.

(2) All ordinary or preference stock created by the Company after the passing of this Act which is issued otherwise than to holders of Brockenhurst shares or the nominees of such holders in accordance with the sections of this Act of which the marginal notes are “Consideration for transfer of Brockenhurst and Wareham undertakings” and “As to fractional parts of one pound” shall subject to the provisions of the Gas Undertakings Act 1934 be issued in accordance with the provisions of—

24 & 25
Geo. 5. c. 28.

(a) section 37 (New shares or stock to be sold by auction or tender) of the Act of 1913 as amended by this section as if the shares or stock to be issued were shares or stock created under the powers of the Act of 1913; or

(b) section 12 (Power to offer shares or stock for subscription) of the Act of 1928;

and shall bear dividend as from such date as shall be determined by the directors at the time of the issue thereof.

46.—(1) The Company may subject to the provisions of this Act raise by borrowing on mortgage of the undertaking—

Power to borrow.

(a) at any time and from time to time after the passing of this Act and without being required to obtain a certificate of a justice under the fortieth section of the Companies Clauses Consolidation Act 1845 any sum or sums not exceeding in the whole (together with the sums already borrowed or deemed to have been borrowed under the powers conferred by the Bournemouth Gas and Water Acts and Orders 1873 to 1935 and outstanding at the passing of this Act) the sum of nine hundred and twenty thousand four hundred and fifty-eight pounds;

A.D. 1938.

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PART V.
—cont.

(b) from time to time any sum or sums not exceeding in the whole fifty-five per centum of the amount of any moneys (including premiums) for the time being raised after the passing of this Act by the issue of stock Provided that no such sum as last aforesaid shall be borrowed in respect of any moneys so raised until the Company have proved to a justice of the peace before he gives his certificate under the fortieth section of the Companies Clauses Consolidation Act 1845 that the whole of the stock at the time issued together with the premium (if any) realised on the issue thereof has been fully paid up.

(2) The powers conferred by this section shall be without prejudice to the right of the Company to re-borrow from time to time any amounts which having been raised by borrowing on mortgage or by the creation and issue of redeemable debenture stock are thereafter paid off.

Applica-
tion of
provisions
of Acts of
1896 and
1919.

47. Section 49 (Rate of interest on mortgages and debenture stock) of the Act of 1896 as amended by section 44 (Amendment of section 49 of Act of 1896) of the Act of 1919 and the following other provisions of the Act of 1919 shall with any necessary modifications extend and apply to the exercise of the powers of this Act as if the same were re-enacted herein (namely) :—

- Section 30 (Privileges &c. of holders of additional capital);
- Section 31 (Restriction as to votes in respect of preference capital);
- Section 35 (Debenture stock);
- Section 37 (Priority of mortgages and debenture stock over other debts);
- Section 38 (Priority of principal moneys secured by existing mortgages and bonds);
- Section 39 (Receipt in case of persons not sui juris); and
- Subsection (1) of section 40 (Application of money).

48.—(1) In this section unless the context otherwise requires— A.D. 1938.

“ Stock ” means and includes preference stock and debenture stock;

“ Issue ” includes re-issue;

“ Redeemable stock ” means any stock issued so as to be redeemable under the powers of this section;

“ Redeemed stock ” means any redeemable stock which has been redeemed and is available for issue under the provisions of this section.

(2) Subject to the provisions of this section the directors may from time to time by virtue of this Act and without further or other sanction issue so as to be redeemable any stock created by the Company after the passing of this Act and any redeemed stock Provided that no redeemed stock shall be issued except for the purposes of effecting the redemption of redeemable stock under the provisions of this section unless the issue is authorised by a resolution of the Company.

(3) Redeemable stock may be redeemed either by paying off the stock or by issuing to the holder of the stock (subject to his consent) other stock in substitution therefor and for the purpose of raising money to pay off or of providing stock in substitution for any redeemable stock the Company may create new stock or the directors may issue any redeemed stock so as to be redeemable or irredeemable as they may think fit Provided that—

(a) no new stock shall be created nor shall any redeemed stock be issued so as to make the total amount of any particular class of stock exceed the amount of stock of that class which the Company are for the time being authorised to create except during any reasonable interval between the creation or (in the case of redeemed stock) the issue of the stock and completion of the redemption of the redeemable stock for the purpose of redeeming which the stock of such particular class is proposed to be so created or issued; and

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PART V.
—cont.
Redeemable
preference
and
debenture
stock.

A.D. 1938.

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PART V.
—cont.

(b) during such interval as aforesaid the amount raised by means of any preference stock so created or issued shall not be deemed to be paid-up capital for the purpose of any enactment regulating the borrowing powers of the Company.

(4) When any redeemable stock has been redeemed the amount (exclusive of any sum obtained by way of premium) which was last raised by its issue shall cease to be taken into account in calculating the extent to which the powers of the Company of raising money by the creation and issue of share capital or by borrowing on mortgage of the undertaking or by the creation and issue of debenture stock have been or may be exercised but nothing contained in this subsection or done in pursuance thereof shall affect the validity of any mortgage or debenture stock of which the grant or issue by the Company was lawful in the circumstances existing at the date of such grant or issue. Provided that the nominal amount of any stock issued solely in substitution for other stock shall be deemed to be the amount raised by such issue.

(5) Redeemable stock shall bear such rate of dividend or interest (not exceeding any maximum rate prescribed in respect of the particular class of stock) and shall be redeemable at such time and in such manner and subject otherwise to such terms and conditions as the directors may before the issue thereof determine. Provided that the terms and conditions of redemption upon which any redeemable stock is issued shall be stated in any offer by the Company of such stock for subscription sale or exchange and in the certificate of such stock and no term or condition of redemption which is not so stated shall be binding upon the holder of the stock.

(6) The Company shall not redeem out of revenue any redeemable stock but any discount allowed on the issue or any premium payable on the redemption thereof may be written off out of revenue.

(7) Any preference stock issued solely in substitution for redeemable stock shall not be subject to the provisions of section 37 (New shares or stock to be sold by auction or tender) of the Act of 1913 as amended by the section of this Act of which the

marginal note is "As to issue of stock by auction or tender." A.D. 1938.

(8) Section 36 (Issue of redeemable preference capital and debenture stock) of the Act of 1919 is hereby repealed.

PART V.
—cont.

49.—(1) The Company may for the purposes of or in connection with the undertaking borrow or raise money on temporary loans from bankers by means of overdrafts or otherwise or by the issue of notes or bonds of a currency of not less than five years and of not more than ten years. Company may incur temporary loans,

(2) The powers of borrowing or raising money conferred by this section shall be in addition to any powers for the time being of the Company to borrow on mortgage of the undertaking or to raise money by the issue of debenture stock.

(3) The aggregate amount outstanding at any one time of the money borrowed or raised under this section shall not exceed one hundred thousand pounds.

50. Notwithstanding anything in section 13 of the Companies Clauses Consolidation Act 1845 or in any other enactment the Company shall not be under any obligation to issue a new debenture or mortgage bond or a new certificate of any stock or debenture stock or a new warrant in respect of interest or dividend in lieu of any debenture bond certificate or warrant lost or destroyed or alleged to be lost or destroyed until they have received from the person to whom such new debenture bond certificate or warrant is to be issued such indemnity as the directors may require against any and every claim or expense which may be made against the Company or which the Company may incur in respect of such lost or destroyed debenture bond certificate or warrant or the debenture mortgage stock debenture stock interest or dividend represented thereby. Indemnity before issue of substituted certificates &c.

51. The Company shall not be bound to see to the execution of any trusts whether express implied or constructive to which any stock or debenture stock may be subject and the provisions of section 20 of the Companies Clauses Consolidation Act 1845 shall mutatis mutandis extend and apply to any stock or debenture stock of the Company as if the same were shares in the capital of the Company. Company not bound to regard trusts.

A.D. 1938.

PART VI.

ADMINISTRATIVE PROVISIONS.

Contracts
&c. not to
disqualify
for office of
director.

52. Notwithstanding anything in the Companies Consolidation Act 1845 no person shall be disqualified from being a director of the Company by reason of his holding any office or place of trust or profit under the Company or by reason of his being directly or indirectly interested in any contract with the Company nor shall any director be required to cease from voting or acting as a director by reason of his accepting any such office or place of trust or profit or becoming directly or indirectly interested in any such contract Provided that—

- (a) in the case of his being or becoming directly or indirectly interested in any contract with the Company whether such interest arises before or after his appointment as a director the nature of his interest in the contract shall be disclosed by him at the meeting of the directors at which the contract is determined on if his interest then exists or in any other case at the first meeting of the directors after the acquisition of his interest or after his appointment; and
- (b) that no director shall as a director vote in respect of any such contract and if he does so vote his vote shall not be counted but this prohibition shall not apply to any contract by or on behalf of the Company to give to the directors or any of them any security by way of indemnity.

For the purposes of proviso (a) to this subsection a general notice given to the directors by one of them to the effect that he is a member of a specified company or firm and is to be regarded as directly or indirectly interested in any contract which may after the date of the notice be made with that company or firm shall be deemed to be a sufficient declaration of interest in relation to any contract so made.

As to
auditors.

53.—(1) (a) No person not being a retiring auditor of the Company shall be eligible to be elected

at any general meeting of the Company as auditor of the Company unless notice in writing be given to the secretary or left at the principal office of the Company ten days at least before the date of the meeting that such person will be proposed for election as an auditor of the Company.

A.D. 1938.

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PART VI.
—cont.

(b) The secretary shall on receipt of any such notice send a copy thereof to the retiring auditor and during such ten days and the day of election keep a copy of the notice fixed in some conspicuous place in the said office.

(2) If any auditor of the Company dies or resigns the directors may appoint another auditor in his place and any auditor so appointed shall hold office until the next ordinary meeting of the Company.

54.—(1) The Company may—

- (a) close the register of transfers of any ordinary or preference stock of the Company for a period not exceeding fourteen days previous to an ordinary meeting or the date of payment of any interim dividend on any such stock; and
- (b) close the register of transfers of any class of debenture stock for a period not exceeding fourteen days previous to any date on which the interest on debenture stock of that class shall be payable; and
- (c) fix a day for closing any such register subject to giving seven days' notice either by circular to each holder of stock or debenture stock of the class to which the register relates or by advertisement in a newspaper circulating in the limits of supply.

Closing of
transfer
books.

(2) Any transfer of stock or debenture stock made during the time when the register of transfers of stock or debenture stock of the same class is so closed shall as between the Company and the person claiming under the transfer but not otherwise be considered as made subsequent to the declaration of any such dividend or the payment of any such interest as the case may be.

A.D. 1938.

PART VII.

MISCELLANEOUS.

Recovery of rates from persons removing.

55. If a justice be satisfied on complaint by any officer of the Company that any person is quitting or about to quit any premises to which the Company supply gas or water and has failed to pay on demand any rate or sum which may be due from him to the Company and intends to evade payment of that rate or sum by departing from the said premises the justice may (in addition to issuing a summons for non-payment of the rate or sum) issue a warrant under his hand authorising any officer of the Company to seize forthwith and detain the goods and chattels of such person until the complaint is determined on the return of the summons.

Application of funds.

56. The Company may apply for all or any of the purposes of this Act the capital funds and revenues of the Company.

For protection of Bournemouth and Poole Electricity Supply Company Limited.

57. The following provisions for the protection of the Bournemouth and Poole Electricity Supply Company Limited (in this section referred to as "the electric company") shall unless otherwise agreed in writing between the Company and the electric company apply and have effect:—

45 & 46 Vict.
c. 56.

- (1) Nothing in this Act shall extend to or authorise any interference with any works of the electric company or their successors as undertakers within the meaning of the Electricity (Supply) Acts 1882 to 1936 to which the provisions of section 15 of the Electric Lighting Act 1882 apply except in accordance with and subject to the provisions of that section:
- (2) Notwithstanding the stopping up temporarily of any street under the powers of this Act the electric company their officers servants and agents shall at all times have such rights of access to the apparatus of the electric company in upon or under such street as they had immediately before such stopping up and shall be at liberty to execute and

do such works and things in upon or under
such street as may be necessary for laying
placing inspecting repairing maintaining
removing or renewing any apparatus in or under
such street.

A.D. 1938.

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PART VII.
—cont.

58. Nothing in this Act shall authorise the
Company to take use or in any manner interfere with
any land or hereditaments or any rights of whatsoever
description vested in the Forestry Commissioners
without the consent in writing of the Forestry Com-
missioners first had and obtained for that purpose
(which consent the said commissioners are hereby
authorised to give).

Saving
rights of
Forestry
Commis-
sioners.

59. All costs charges and expenses preliminary
to and of and incident to the preparing applying for
obtaining and passing of this Act or otherwise
in relation thereto shall be paid by the Company and
may in whole or in part be charged against revenue.

Costs of
Act.

A.D. 1938.

The SCHEDULES referred to in the
foregoing Act.

FIRST SCHEDULE.

DESCRIPTION OF ADDED AREAS.

PART I.

The parish of Brockenhurst in the rural district of New Forest in the county of Southampton.

PART II.

So much of the parishes of Wimborne St. Giles Woodlands Horton Chalbury More Critchell Witchampton Hinton Parva Hinton Martell Holt Shapwick Pamphill and Sturminster Marshall in the rural district of Wimborne and Cranborne and of the parishes of Lytchett Matravers Lytchett Minster Morden Bloxworth Wareham St Martin East Stoke East Holme Corfe Castle Studland and Arne in the rural district of Wareham and Purbeck and of the borough of Wareham all in the county of Dorset as is comprised within an imaginary line commencing at the lodge gates of Saint Giles House being the north-east corner of the enclosure numbered 336 on the 1/2500 Ordnance map Dorset sheet XVI.10 edition of 1901 on the road leading from Wimborne to Cranborne and drawn thence in a straight line in a south-westerly direction to the road bridge over the Somerset and Dorset joint railway on the road leading from Upton to Blandford thence in a southerly direction to the war memorial at St. Mary's Church East Stoke thence in a south-easterly direction to a point on the north-western corner of the road bridge over the Southern Railway (branch line to Corfe Castle and Swanage) on the main road leading from Wareham to Swanage thence in an easterly direction to the coast guard's station situated on the northern extremity of Studland Bay thence in a northerly direction to the existing boundary of the existing gas limits thence in a northerly easterly and northerly direction along the western boundary of the existing gas limits to the point of commencement.

SECOND SCHEDULE.

A.D. 1938.

PROVISIONS OF THE BROCKENHURST GAS ACT 1907
EXCEPTED FROM REPEAL.

20. The Company may by agreement take on lease purchase and hold for the general purposes of the undertaking any lands not exceeding in the whole five acres in extent or any easement (not being an easement or right of water in which other parties than the grantors have an interest) in over or under any such lands but the Company shall not on any such lands create or permit any nuisance 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. Purchase of lands by agreement.

21. Subject to the provisions of this Act and to any covenants conditions and provisions contained in any conveyance lease or agreement under which the Company may hold lands for the purposes of their undertaking the Company may upon the lands described in the schedule to this Act erect lay down provide and from time to time maintain alter improve enlarge extend and renew or discontinue gasworks retorts gasometers manufactories condensers scrubbers exhausters purifiers gasholders tanks receivers drains sewers mains pipes meters lamps lamp-posts burners stop-cocks machinery and other works and apparatus and conveniences and may do all such acts as they may think proper for making and storing gas and for supplying gas within the limits of this Act and may make store and supply gas accordingly and may manufacture sell provide supply and deal in coke tar and all other products or residuum of any materials employed in or resulting from the manufacture of gas. Powers as to construction and maintenance of gasworks.

* * * * *

36. In executing the works and exercising the powers as to the supply of gas by this Act authorised so far as they affect main roads and county or main road bridges of the county of Southampton the following provisions for the protection of the county council of the administrative county of Southampton (in this section called "the county council") shall (unless otherwise agreed) have effect (that is to say):— For protection of Southampton County Council.

- (1) All pipes to be laid in or along any main road or in upon or across any county or main road bridge shall be laid in such position and if under the metalled portion thereof at such depth as the county council may reasonably require :

A.D. 1938.

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2ND SCH.
—cont.

- (2) In the application of the provisions of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes the notice required by the eighth section of that Act shall (except in cases of emergency) be not less than seven days instead of three days :
- (3) The plan required by the ninth section of the said Act shall be accompanied by a description of the proposed works in the case of any main road and by a section in the case of any county or main road bridge and shall be delivered to the county council or their surveyor by the Company not less than fourteen days before they commence to open or break up any main road or interfere with any county or main road bridge for the purpose of executing the works :
- (4) Nothing in this Act shall authorise the Company to interfere with the structural part of any county or main road bridge without the consent in writing of the county council which consent shall not be unreasonably withheld and may be given upon such conditions as the county council may reasonably determine :
- (5) Nothing in this Act contained shall interfere with the right of the county council to alter the level of deviate or improve in any manner they think fit any main road in or along which any pipes of the Company shall have been laid and the Company shall on the expiration of fourteen days after receiving notice under the hand of the clerk of the county council so to do proceed to alter the position of any such pipes in the manner and to the extent prescribed by such notice or as in case of difference shall be determined by arbitration in the manner hereinafter prescribed and the expenses of any such alteration shall be paid to the Company by the county council :
- (6) Nothing in this Act contained shall interfere with the right of the county council at any time or times to remove alter or rebuild any county or main road bridge or the approaches thereto over near or attached to which any pipes of the Company are carried in the same manner as they might have removed altered or rebuilt such bridge or the approaches thereto if this Act had not been passed and such pipes had not been laid over or near or attached to such bridge and in the event of any such bridge or the approaches thereto over or near or attached to which any such pipes are laid being removed altered or rebuilt as aforesaid the Company shall at their own cost in all things alter

the position of such pipes and any works by which the same are carried over or near or attached to such bridge or the approaches thereto as aforesaid. Provided that the county council shall afford all reasonable facilities to the Company for such alteration. Provided also that during the removal alteration or rebuilding of such bridge or the approaches thereto as aforesaid the county council shall at their own expense afford all reasonable facilities for temporarily carrying such pipes across the stream river or other place over which such bridge is carried so as not to interrupt the continual supply of gas or to diminish the pressure of such supply through such pipes :

A.D. 1938.
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2ND SCH.
—cont.

- (7) All works of the Company so far as they affect any main roads and county or main road bridges shall be so executed by the Company as not to stop the traffic and so far as reasonably practicable as not in any way to impede or interfere with the traffic on any main road or over any county or main road bridge or the approaches thereto and the Company shall not open or break up at any one time a greater length than one hundred yards of any road :
- (8) The Company shall pay to the county council the reasonable costs which the county council may incur in the repair and reinstatement of so much of any main road or of the road over any county bridge or the approaches thereto in which the pipes of the Company are or may be laid as may be damaged by reason of the traffic being concentrated thereon during the laying alteration renewal or repair of the said pipes :
- (9) If any difference arises at any time between the county council and the Company touching this section or anything to be done or not to be done thereunder or the giving or withholding of any consent or the conditions of giving the same or any direction such difference shall be settled by an engineer to be agreed on between the county council and the Company and failing agreement to be appointed by the President of the Institution of Civil Engineers on the application of either party.

37. For the protection of the London and South Western Railway Company (in this section referred to as "the South Western Company") the following provisions shall apply and have effect (viz.) :—

For protection of London and South Western Railway Company.

- (A) In laying down repairing or removing any mains or pipes or executing any other works in the exercise

A.D. 1938.

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2ND SCH.
—cont.

of the powers contained in this Act upon across over under or in any way affecting the South Western Railway or any bridge over or under such railway or any approaches to any such bridge within the South Western Company's boundary the same shall be done under the superintendence and to the reasonable satisfaction of the engineer of the South Western Company and according to such plans sections and specifications and except in case of urgent necessity at such times as shall be previously submitted to and as shall be reasonably approved in writing by him or in the event of disapproval then in such manner as shall be determined by arbitration in manner herein-after provided and all such works shall be executed by and at the expense in all things of the Company and so as to cause as little injury as may be to the said railway or to any such bridge or the approaches thereto within the South Western Company's boundary and shall within such boundary so execute any works as having regard to the existing level of the roadway shall interfere with or impede as little as possible the passage or conduct of traffic and with any improvement or widening of such railway or bridge or the introduction of side openings to such bridge Provided that if the said engineer does not express his approval or disapproval of the said plans sections and specifications within fourteen days after the same have been submitted to him he shall be deemed to have approved thereof and if the said engineer shall refuse or neglect to superintend any operation the Company may execute the work without his superintendence :

- (B) If any injury or damage to the railway works or property of the South Western Company or any interruption to the South Western Company's traffic shall be in any way occasioned by the Company or by their contractors agents or workmen the Company shall forthwith make full compensation to the South Western Company in respect thereof and the amount of such compensation shall in failure of agreement be determined by arbitration in manner herein-after provided :
- (c) All mains pipes and other works of the Company upon across over under or in any way affecting the South Western Railway or any bridge over or under the same or the approaches thereto within the South Western Company's boundary shall be at all times maintained in good repair by the Company and in

default of their being so maintained the South Western Company may from time to time by notice in writing signed by their said engineer and delivered at the principal office for the time being of the Company require the Company to forthwith put into good repair any such main pipe or other work as aforesaid as may be in want of repair and if the Company for fourteen days after the receipt of such notice refuse or neglect to proceed with the repair of the same and do not dispute the necessity thereof the South Western Company may without any further notice to the Company repair the same and all expenses reasonably incurred by them in or about such repair shall be repaid to them by the Company Provided that in case of accidents happening or immediate danger being apprehended to the South Western Railway or any bridge over or under such railway or the approaches thereto by reason of any such main pipe or other work as aforesaid being in want of repairs the South Western Company may if they think fit at once execute such repairs as may be immediately necessary Provided that they shall forthwith give notice to the Company of their intention to commence the same and any reasonable costs and expenses to which the South Western Company may be put by reason of any such repairs shall be repaid to them by the Company the amount of such cost and expenses if disputed to be settled by arbitration as herein-after provided :

- (D) If the South Western Company require to widen or alter their railway or to widen lengthen strengthen reconstruct alter repair lift or support any bridge over or under their railway or the approaches to such bridge the Company shall afford to the South Western Company all reasonable and proper facilities for the purpose and the Company shall pay to the South Western Company any additional expense which the South Western Company may incur in effecting such widening lengthening strengthening reconstructing altering repairing lifting or supporting or in the maintenance of any bridge approach or other work of the South Western Company by reason of the existence or user of the mains pipes or other works constructed under the powers of this Act :
- (E) The Company shall bear and on demand pay to the South Western Company all reasonable costs of the superintendence by them of the construction of the works and repairs thereof and all reasonable costs

A.D. 1938.

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2ND SCH.
—cont.

A.D. 1938.

—
2ND SCH.
—cont.

of watching lighting and protection of the South Western Railway with reference to and during such construction and repairs so far as such costs may be in case of difference determined by the arbitrator to have been necessary :

- (F) Any difference which may arise between the South Western Company and the Company touching any of the matters referred to in this section shall be decided by a single arbitrator to be appointed on the application of either party by the President for the time being of the Institution of Civil Engineers.

Crown
rights.

38. Nothing in this Act affects prejudicially any estate right power privilege or exemption of the Crown and in particular nothing herein contained authorises the Company to take use or in any manner interfere with any land or hereditaments or any rights of whatsoever description belonging to His Majesty in right of His Crown and under the management of the Commissioners of Woods without the consent in writing of the Commissioners of Woods on behalf of His Majesty first had and obtained for that purpose (which consent the said Commissioners are hereby authorised to give).

* * * * *

THE SCHEDULE.

GAS LANDS.

(1) All that piece or parcel of land (containing one acre or thereabouts) in the parish of Brockenhurst in the county of Southampton being the easternmost part of the enclosure numbered 297 on the Ordnance map (scale 1/2500) of the said parish (second edition 1897).

(2) All those pieces or parcels of land in the said parish (containing one and a half acres or thereabouts) bounded on the south and east by the London and South Western Railway and on the west by the high road leading from Brockenhurst to Latchmoor Farm and being the enclosures numbered 595 and 596 on the above-mentioned Ordnance map.

[1 & 2 GEO. 6.] *Bournemouth Gas and
Water Act, 1938.*

[Ch. xvi.]

THIRD SCHEDULE.

A.D. 1938.

All that piece of land forming the site of the gasworks of the Wareham Company situate in the borough of Wareham in the county of Dorset containing .825 acre or thereabouts and bounded on the north by the river Piddle or Trent on the east by Wareham Common on the south by land now or formerly belonging to Mrs. Charlotte Clark and on the west in part by North Street and in part by lands belonging to the mayor aldermen and burgesses of the borough of Wareham and the county council of the administrative county of Dorset respectively.

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[Ch. xvi.]

*Bournemouth Gas and
Water Act, 1938.*

[1 & 2 GEO. 6.]

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