



ANNO DECIMO SEPTIMO

VICTORIÆ REGINÆ.

Cap. vii.

An Act for enabling The *Norwich* Equitable Fire Assurance Company to sue and be sued in that Name, and for other Purposes.

[12th *May* 1854.]

WHEREAS in the Year One thousand eight hundred and thirty a Joint Stock Company, called originally "The "New Equitable Fire Assurance Society, *Norwich*," but now "The *Norwich* Equitable Fire Assurance Company," and in this Act called the Company, was established for carrying on the Business of Fire Assurance, and Matters connected therewith: And whereas the Company are now regulated by their Deed of Settlement dated the Thirtieth Day of *January* One thousand eight hundred and thirty, subject to certain Modifications thereof expressed in Four Endorsements thereon, dated respectively the Fourth Day of *April* One thousand eight hundred and thirty-seven, the Third Day of *May* One thousand eight hundred and forty-two, the Twelfth Day of *September* One thousand eight hundred and forty-five, and the Third Day of *May* One thousand eight hundred and fifty-three: And whereas it is expedient that the Company be enabled to sue and be sued in their own Name, and that other Provisions be made with respect to the Company; but such Purposes cannot be effected without the Authority of Parliament: May it therefore please Your Majesty

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that

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that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, as follows:

Short Title. I. That this Act may be cited for any Purpose as "The *Norwich Equitable Fire Assurance Company's Act, 1854.*"

Commencement of Act. II. That this Act shall commence and have effect on and from the First Day of the Calendar Month next after the passing thereof.

Memorial of Names of President, Vice-President, Directors, and Shareholders to be enrolled in Chancery. III. That the Directors shall, at the Expiration of every Twelve Months after the Commencement of this Act, cause to be enrolled in the High Court of Chancery a Memorial upon solemn Declaration, in the Form or to the Effect expressed in the Schedule to this Act annexed, of the Names of the several Persons for the Time being President and Vice-President and Directors respectively of the Company; and when any Persons shall cease to be Shareholders of the Company, or when any other Persons shall be admitted as Shareholders of the Company, the Company shall, within One Month from the happening of such Event, cause to be enrolled in like Manner a Memorial of the Name, Residence, and Description of every Person so ceasing to be a Shareholder of the Company, and of every Person so admitted to be a Member thereof.

Memorial to be conclusive as to President, &c. IV. That the Persons from Time to Time appearing by the Memorial from Time to Time enrolled under this Act to be the President, Vice-President, Directors, and Shareholders of the Company shall for all Purposes be deemed to be the President, Vice-President, Directors, and Shareholders for the Time being of the Company.

Share Register Book. V. That a Share Register Book, containing a List of the Names, Descriptions, and Residences of the Shareholders of the Company, so far as those Particulars are known, shall be kept at the Chief Office in *Norwich* of the Company, and every Shareholder and Holder of any Policy or Security of the Company may inspect that "Share Register Book" at that Office at all reasonable Times, and at his own Expense make Copies thereof and Extracts therefrom.

Penalty for not permitting Inspection thereof. VI. That if, after Notice in Writing under the Hand of any Shareholder or Holder of any Policy or Security of the Company, directed to and served upon the Registrar of the Company at that Office, the Registrar neglect for Three Days to produce the Share Register Book at that Office, for the Inspection of such Person so requiring such Production, the Registrar so offending shall for every such Offence forfeit not exceeding Ten Pounds to such Person, to be recovered by him in any Court of competent Jurisdiction.

VII. That

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VII. That after the Commencement of this Act all Actions, Suits, and Proceedings whatsoever in Law or in Equity, Bankruptcy, Insolvency, or Lunacy, or under any Sequestration, or otherwise howsoever, whether in the United Kingdom or elsewhere, for or on behalf of the Company, or wherein the Company is in any way interested, against any Person, may be instituted and prosecuted in the Name of the *Norwich Equitable Fire Assurance Company*, and whether the cause of Action, Suit, or Proceeding arose before or after the Commencement of this Act.

Actions, &c. may be prosecuted by Company in their own Name.

VIII. That after the Commencement of this Act all such Actions, Suits, and Proceedings by any Person against the Company, and whether the Cause thereof arose before or after the Commencement of this Act, may be instituted and prosecuted against them by that Name, and all Proceedings therein may be sufficiently served on the Company by Service thereof on the Secretary, at their Office in *Norwich*, or failing such Secretary or Office, on any Director of the Company at *Norwich*.

Actions against the Company may be prosecuted in their own Name.

IX. That any Proceeding against the Company in which the Merits of any Claim thereby sought to be enforced are tried and determined may be pleaded in Bar of any other Proceeding for enforcing against the Company the same Claim.

Plea of former Proceeding in Bar of fresh Proceeding for the same Claim.

X. That any Person, being a Shareholder or otherwise interested in the Company, may in any Case, either alone or jointly with any other Person, sue and proceed against the Company, and be sued and proceeded against by the Company, under this Act, as effectually and with like legal Consequences as if he were not such Shareholder and so interested, and whether the Cause of Action, Suit, or Proceeding arose before or after the Commencement of this Act.

Shareholders may sue and be sued by the Company.

XI. That any now existing or future Claim by any Shareholder in the Company against the Company, with respect to his Share of the Capital or to any Money payable in respect of such Share, or in respect of any Policy or Security granted or issued by the Company, shall not in any Case be set-off against any Claim whatsoever of the Company against him.

Claims of Shareholders not to be set off against Claims of Company.

XII. That notwithstanding the Change of the Company's Name from "The New Equitable Fire Assurance Company, *Norwich*," to "The *Norwich Equitable Fire Assurance Company*," all Contracts and Engagements entered into between the Company and any Persons before such Change of Name, and now subsisting, may be proceeded on and enforced in the same Manner to all Intents and Purposes as if they had been entered into by or with the Company by their present Name.

Contracts before Change of Company's Name to be proceeded on as if entered into by present Name.

XIII. That

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Judgments,
&c. to be
enforced
against Com-
pany and
Share-
holders.

XIII. That every Judgment, Decree, or Order of any Court at any Time after the Commencement of this Act obtained in any Proceeding commenced or prosecuted under this Act against the Company, by the Name of the *Norwich Equitable Fire Assurance Company*, may be executed against and shall have the like Effect on the Property of the Company, and the Person and Property of every Shareholder therein, as if every individual Shareholder had been by Name a Party to the Proceeding.

Liability of
Shareholders
not increased
by Act.

XIV. Provided always, That this Act, or anything therein contained, shall not enable any Person to recover from any individual Shareholder or any other Person any greater or other Sum than might be recovered from such Shareholder or Person if this Act were not passed, and shall not render any individual Shareholder or any other Person liable in Person or Property to any Execution for any Sum in any Case in which, if this Act were not passed, he would not be so liable thereto.

Execution
against
Shareholders
and former
Share-
holders.

XV. That the Plaintiff in any such Proceeding against the Company may issue on any Judgment, Decree, or Order against the Company therein Execution against all or any of the Shareholders for the Time being in the Company, and if such Execution be ineffectual to obtain Satisfaction of the Sums sought to be thereby recovered, may issue Execution against any of the Persons who were Shareholders in the Company when the Contract or Liability on which the Proceeding was commenced was entered into or incurred: Provided always, that any such Execution against any Person having ceased to be a Shareholder shall not be issued without Leave on Motion in open Court, and after Notice to the Person sought to be charged, granted by the Court in which the Judgment, Decree, or Order is obtained.

Liabilities of
former
Shareholders
not increased
by this Act.

XVI. Provided always, That any Person having ceased to be a Shareholder shall not be liable for the Payment of any Sum for which any such Judgment, Decree, or Order is so obtained, for which he would not have been liable as a Partner if the Proceeding had originally been commenced against him for the same, or for which if this Act were not passed he would not be liable.

Reimburse-
ment of
Shareholders
and former
Share-
holders.

XVII. That every Person against whom any such Execution is issued shall be reimbursed out of the Property of the Company the Amount of all Monies paid, and all Damages, Losses, Costs, and Expenses incurred by him by reason of such Execution, and of the Proceeding in or under which it is issued, or in default of such Reimbursement, then by Contribution from the other Shareholders.

XVIII. That

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XVIII. That if any such Execution be issued against any Person being or having been a Shareholder, and if within Fourteen Days next after the levying of such Execution he be not, on Demand, reimbursed such Amount out of the Property of the Company, he or his Executors or Administrators may sue out new or further Execution against the Property of the Company, on the Judgment, Decree, or Order on which the Execution was issued against him, and thereby raise and reimburse himself or themselves such Amount, with Interest thereon after the yearly Rate of Five Pounds in the Hundred, and also his Damages, Costs, and Expenses incurred in that Behalf, the Amount whereof shall be ascertained by the proper Officer of the Court out of which the Execution is issued.

Reimburse-
ment by
Company.

XIX. That if any such Person, his Executors or Administrators, be not by such Means fully reimbursed, with Interest, such Amount and all such Damages, Costs, and Expenses, he or they may divide the whole Amount thereof, or so much thereof as is not so reimbursed, into so many equal Parts as there are then Shares in the Capital; and every then Shareholder, his Executors or Administrators, shall, in proportion to the Number of his then Shares, pay on Demand One or more of such Parts to the Person so seeking Contribution, his Executors or Administrators; and upon Neglect of any Shareholder, his Executors or Administrators, to pay on Demand such his or their Proportion, the Person so seeking Contribution, his Executors or Administrators, may sue for and recover the same against such Shareholder in any Court of competent Jurisdiction.

Contribution
by Share-
holders.

XX. That if the Person against whom any such Execution was issued, his Executors or Administrators, be by reason of the Bankruptcy or Insolvency of any Shareholders, or from any other Cause, but without any Neglect or wilful Default of the Person so seeking Contribution, his Executors or Administrators, prevented from recovering any Proportion of such Amount, Damages, Costs, and Expenses to be so reimbursed, he or his Executors or Administrators may again divide the Amount thereof not so reimbursed into as many equal Parts as there are then Shares in the Capital, other than the Shares of the defaulting Shareholders, and every then Shareholder other than the defaulting Shareholders, his Executors or Administrators, shall, in proportion to the Number of his then Shares, pay on Demand One or more of such Parts to the Person so seeking Contribution, his Executors or Administrators, and in default of such Payment, he or they shall have like Remedies for the Recovery thereof as for the original Proportions of such whole Amount.

Further Con-
tribution by
Sharehold-
ers.

XXI. That in the event of any Proportion of such whole Amount not being so recovered, but still remaining unpaid by reason of any

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Final Con-
tribution by
Sharehold-
ers.

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such Bankruptcy, Insolvency, Default, or other Cause, the Person so seeking Contribution, his Executors or Administrators, may, in like Manner and from Time to Time, and by way of accumulating Remedy, again and again divide and enforce Payment of the Amount so from Time to Time remaining unpaid, until he, if a former Shareholder, his Executors or Administrators, be fully reimbursed the whole thereof, and if a Shareholder when the Execution was levied, the whole thereof, less the Proportion thereof payable in respect of his own Shares.

Remedies for Shareholders and former Shareholders sued otherwise than under this Act.

XXII. That if any Proceeding in respect of any Demand against the Company be commenced or prosecuted against any Person being or having been a Shareholder otherwise than under this Act, and if any Person by reason of any Judgment, Decree, or Order in such Proceeding, or any Execution issued in or under the same, or in respect thereof, or otherwise, pay or incur any Monies, Damages, Losses, Costs, or Expenses, he, his Executors and Administrators, shall, in respect of such Payment, be entitled to all such and the like Indemnities, Rights, and Remedies under this Act for Reimbursement and Contribution as in Cases where Execution is issued upon any Judgment, Decree, or Order obtained in any Proceeding instituted or prosecuted under this Act.

Criminal Proceedings by the Company to be in their Name.

XXIII. That in all Criminal Proceedings whatsoever, whether in the United Kingdom or elsewhere, for or on behalf of the Company, against any Person, whether a Shareholder in the Company or not, if such Proceedings be for any Offence touching any Property, real, personal, or mixed, belonging at Law or in Equity to the Company, such Property may be sufficiently stated to be the Property of the *Norwich Equitable Fire Assurance Company*, and if such Proceeding be for any Crime or Offence against or with Intent to defraud or injure the Company, such Crime or Offence may be sufficiently laid or stated to be against or with Intent to defraud or injure the *Norwich Equitable Fire Assurance Company*, and in any Case it shall not be necessary to state in any such Proceedings the Names of the Shareholders in the Company or any of them, and the Offender, whether a Shareholder in the Company or not, and if a Shareholder, notwithstanding his being interested in the Property, and as if he were not interested therein and were not a Shareholder in the Company, may and shall thereupon be lawfully convicted of the Crime or Offence.

Affidavits by Officers for Company.

XXIV. That in every Case where an Affidavit, Oath, or solemn Declaration is required on behalf of the Company, it may be taken or made by any Director of the Company, or by their Registrar or Secretary, or Principal Accountant.

XXV. That

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XXV. That any Person wilfully or corruptly giving any false Evidence, or making and subscribing any Declaration required to be made and subscribed under this Act, knowing it to be in any material Particular false, shall be guilty of a Misdemeanor, and be punishable accordingly.

Penalty on Persons wilfully giving false Evidence, &c.

XXVI. Provided always, That this Act or anything therein contained shall not take away, lessen, alter, or affect the Provisions of the Deed of Settlement of the Company with respect to the concluding and agreeing upon, abrogating and annulling of Clauses, Provisoos, or Declarations in addition to or in alteration of the Clauses, Provisoos, or Declarations in the Deed of Settlement of the Company, or, except as is by this Act specially provided, repeal, amend, or alter any of the existing Laws, Orders, Regulations, and Provisions of the Company.

Regulations of Company not affected except as hereby provided.

XXVII. That, except as by this Act otherwise provided, the Company shall, under the Name of the *Norwich Equitable Fire Assurance Company*, continue subject in all respects to the same Liabilities, and possess the same Privileges and Rights, and be governed by the same Rules and Regulations, as those to which they would be subject, and which they would possess, and by which they would be governed if this Act were not passed.

Company to continue subject to Liabilities.

XXVIII. That this Act and all the Provisions thereof shall extend to the Company at all Times during the Continuance of the Company, and whether or not the Company have been or be now or hereafter composed wholly or in part of the original Shareholders, or wholly or in part of new Shareholders.

Act to extend to the Company at all Times during their Continuance.

XXIX. That this Act or anything therein contained shall not incorporate the Company, or relieve or discharge the Company, or any of the Shareholders thereof, from any Contract, Duty, Obligation, or Responsibility whatsoever to which by Law they respectively or any of them, either as between the Company and other Parties, or as between the Company and any of the individual Shareholders thereof, and others, or as between themselves, or in any Manner whatsoever now are or at any Time hereafter may be subject or liable.

Nothing in this Act to incorporate Company.

XXX. That all the Costs, Charges, and Expenses of and incident to the obtaining and passing of this Act shall be paid by the Company, and may be paid by them out of their Assurance Fund.

Expenses of Act.

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The SCHEDULE to which the foregoing Act refers.

MEMORIAL of the Names of the President, Vice-President, Directors, and Shareholders of the Norwich Equitable Fire Assurance Company on the Day of One thousand eight hundred , enrolled pursuant to "The Norwich Equitable Fire Assurance Company's Act, 1854."

A. B. President.

C. D. Vice-President.

E. F., &c., Directors.

G. H., &c., Shareholders.

I *K. L.* of in the County of [*Description*], do solemnly and sincerely declare, that the above-written Memorial contains the Names of the President, Vice-President, and Directors, and all the Shareholders of the Company, as the same appear in the Books of the Company; and I make this solemn Declaration, conscientiously believing the same to be true, and in pursuance of the Statute in that Case made and provided.

(Signed) *K. L.*

Solemnly declared at ,
this Day of , 18 ,
before me

A Commissioner to administer Oaths in Chancery in England.

LONDON:

Printed by GEORGE EDWARD EYRE and WILLIAM SPOTTISWOODE,
Printers to the Queen's most Excellent Majesty. 1854.