



ANNO QUARTO & QUINTO

VICTORIÆ REGINÆ.

Cap. lxxxviii.

An Act to incorporate the Proprietors of the *Meerbrook Sough*, and to enable them to levy and raise certain Royalties, Dues, and Tolls for the Continuation and Maintenance thereof.

[21st June 1841.]

WHEREAS there are in the Parish of *Wirksworth* in the County of *Derby* divers valuable Mines, Veins, and Rakes of Lead Ore, which, by reason of the same having been worked to the Level of the Water therein, are rendered useless and yield no Profit to the Owners and Proprietors thereof: And whereas, with a view to relieving some of the said Mines and Veins and Rakes of Lead Ore from such Water, a certain Sough, Level, or Water Gate called the *Meerbrook Sough* was some Time since commenced by a Body of Persons called the *Meerbrook Soughers*, such Persons not being associated together by any Deed of Settlement, but having, by Grant, Agreement, Custom, or otherwise, the Powers requisite for the Performance of the said Undertaking; and by virtue of certain Agreements the said Soughers became entitled to a Portion of the Ore which might be gotten from the said Mines, Veins, and Rakes, as and in the way of Compensation for their Labour and Expences: And whereas the said Soughers have been requested by the Owners and

[*Local.*]

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Proprietors

Proprietors and other Persons interested in the Mines in the Parish of *Wirksworth* aforesaid to continue, carry forward, and improve the said Sough and Works, with which Request the said Soughers are willing to comply, provided that a fair and reasonable Remuneration can be secured to them for the Expences of the said Undertaking: And whereas the said Sough or Level was constructed at a very great Outlay and Expence, and the Continuation, carrying forward, Improvements, and future Maintenance thereof, will be attended with great Expence, and it is reasonable that in consideration of such Expence and Outlay the said Company should receive certain Royalties, Tolls, Duties, and Compensation from the Owners and Proprietors of such of the aforesaid Mines and Veins as may be benefited by the aforesaid Undertaking; but by reason of the Difficulty of discovering the Proprietors of and Persons having partial Interest in the aforesaid Mines and Veins, or some of them, no effectual Security can be given to the said Company for such Compensation as aforesaid without the Aid and Authority of Parliament: And whereas it is expedient that the Affairs of the said Soughers should in future be regulated as herein-after is mentioned, and also that in order to the more effectually carrying into effect the Objects and Purposes of this Act that the said Soughers should be incorporated: May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in Parliament assembled, and by the Authority of the same, That *Francis Hurt, Philip Gell, Charles Hurt, Richard Hurt, John Wolley, John Henzey Pidcock*, all of whom are or claim to be present Proprietors of and to have Shares and Interests in the said Undertaking, and all and every other Person or Persons, Body or Bodies Politic or Corporate, who now are or who may from Time to Time become Proprietors of or interested in the said Sough or Level called the "*Meerbrook Sough*," or who have subscribed or may hereafter subscribe towards the said Undertaking, and their several and respective Successors, Executors, Administrators, and Assigns, shall be and they are hereby incorporated by the Name and Style of the "*Meerbrook Sough Company*," and by that Name shall be a Body Corporate, with perpetual Succession, and shall have Power and Authority to purchase, hold, and sell Lands or Mines or Veins of Lead Ore, within the Restrictions herein contained, for the Purposes of the said Undertaking: Provided always, that nothing herein contained shall extinguish, diminish, or alter any Powers, Privileges, Immunities, whether by Grant, Agreement, Custom, Prescription, or otherwise howsoever, which previously to the passing of this Act were held and exercised or enjoyed by or to which the said Soughers were entitled, for carrying forward, continuing, completing, improving, and maintaining the said Sough and Works, save only and except so far as the Mode of effectuating the Objects and Purposes aforesaid may be necessarily altered by the Incorporation of the Company.

Proprietors
incorporated.

Act not to
abolish
Rights of old
Partnerships.

Capital Stock
of Company.

II. And whereas the Value of the said Sough and Works, as the same is at present constituted, together with the Machinery thereto belonging, is estimated at the Sum of Twelve thousand Pounds; be

be it therefore enacted, That the said Sum of Twelve thousand Pounds, and the additional Sum of Eight thousand Pounds to be raised as herein-after is mentioned, making together the Sum of Twenty thousand Pounds, shall constitute the Joint Stock or Capital of the said Company.

III. And be it enacted, That the said Capital shall hereafter be divided into Four hundred Shares, each of the Amount of Fifty Pounds; and such Shares shall be numbered in arithmetical Progression, beginning with Number One, and every Share shall be distinguished by its appropriate Number. Capital to be divided into 400 Shares of 50*l.* each.

IV. And as respects the said Sum of Eight thousand Pounds so to be raised as herein-before is mentioned or referred to, be it enacted, That it shall be lawful for the said Company to raise amongst themselves, or by the Admission of new Subscribers, any Sum of Money for driving and carrying forward and improving the said Sough and other Works, not exceeding in the whole the Sum of Eight thousand Pounds. Power to raise a Sum not exceeding 8,000*l.*, in Shares of 50*l.* each.

V. And be it enacted, That all Shares in the Undertaking shall be Personal Estate, and transmissible as such, and shall not be of the Nature of Real Estate. Shares to be Personal Estate.

VI. And be it enacted, That every Person who shall have subscribed or shall subscribe the Sum of Fifty Pounds or upwards to the Capital of the Company shall be deemed a Shareholder of the Company, and shall be entitled to have One Share allotted to him in respect of every Sum of Fifty Pounds so subscribed by him. Subscribers to be Proprietors.

VII. And be it further enacted, That, in consideration of the Outlay and Expence which has been already made and incurred by the said Proprietors of and Persons interested in the said Sough and Works in the Construction and Maintenance thereof, and of the Contribution made by them towards the said Capital of the Company hereby established, Two hundred and forty Shares of the said Four hundred Shares into which the said Capital is hereby divided shall remain and belong to the said several Persons who immediately before the passing of this Act had any Share or Interest in the said Sough and Works; and the said several Persons shall be deemed to have already subscribed and paid up the full Sum of Fifty Pounds in respect of each of the Shares hereby vested in them accordingly; and the said Two hundred and forty Shares shall be divided amongst the several Persons respectively entitled thereto, in proportion to the Number of Shares previously held by them in the said Sough and Works; and every such Person in whom any One or more of the same Shares is or are so hereby vested shall stand and be possessed of such Share or Shares, upon the same Trust, and for the same Purposes, and under and subject to the same Powers and Provisions respectively, as the said Share or Interest in the said Sough and Works in lieu of which the Share or Shares of and in the Capital of the Company under this Act were immediately before the passing of this Act held upon and subject to, 240 Shares allotted to old Soughers.
and

and so as to give effect to and not to revoke any Will or other testamentary Disposition made previously to the passing of this Act.

Debts due upon old Shares to be paid.

VIII. And in order to provide for the Liquidation of any Debts or Sums which immediately before the passing of this Act were due and owing to the said Soughers from the several and respective Persons having any Part, Share, or Interest in the said Sough and Works, be it enacted, That the Shares to be held or taken by such Persons under or by virtue of this Act shall respectively be subject and liable to, and the same are respectively hereby charged with, the Payment to the said Company of the respective Debts or Sums which immediately before the passing of this Act were so due and owing as aforesaid; and no Transfer of any Share so liable or charged as aforesaid shall be registered by the Clerk of the said Company until Payment to the said Company of the Debts or Sums so due or charged as aforesaid shall have been first made.

Shares to be forfeited if Debts not paid.

IX. And be it enacted, That if any such Person shall fail to pay the Debts or Sums so due or charged upon his or their Shares as aforesaid for the Space of Twelve Calendar Months after Notice in Writing requiring Payment thereof shall have been left at the usual or last Place of Abode (if any) of the Person appearing by the Register Book of Shareholders to be the Proprietor of such Shares, or in case the Address of such Party shall not appear on the said Register Book, or in case such Party shall be abroad, then after such Notice shall have been published in the *London Gazette*, the Directors, at any Time after the Expiration of Twelve Calendar Months from the Time of such Notice, may declare such Share to be forfeited; and every such Notice shall express the Intention of the Directors to make such a Declaration of Forfeiture in default of such Payment as aforesaid, and the Directors may sell such forfeited Share, either by public Auction or private Contract; and if there be more than One such forfeited Share, then either separately or together, as to them shall seem fit; and any Shareholder may purchase any forfeited Share so sold; and if the Monies produced by the Sale of such Share or Shares be more than sufficient to pay all the Debts due thereon at the Time of such Sale, and the Expences attending such Sale, the Surplus shall, on Examination, be paid to the Defaulter.

Receipt of Treasurer to constitute a good Title.

X. And be it enacted, That the Receipt of the Treasurer of the said Company shall constitute a good Title to such Share, and thereupon such Purchaser shall be deemed the Holder of such Share, discharged from all such Debts or Sums as aforesaid; and a Certificate of Proprietorship shall be delivered to such Purchaser; and he shall not be bound to see to the Application of the Purchase Money, nor shall his Title to such Share be affected by any Irregularity in the Proceedings in reference to any such Sale, or be bound to inquire into the Propriety thereof.

Works, &c. vested in the Company.

XI. And be it further enacted, That the said Sough called *Meerbrook Sough*, and all other Soughs, Drains, and Works, and all other Lands, Tenements, and Hereditaments whatsoever, of or to which

the said Company was by any Means whatsoever possessed of or entitled to at Law or in Equity immediately before the passing of this Act, and the Continuation thereof, and all other Soughs and Drains and Branches thereof, and other Works which shall hereafter be made by the said Company, and all other Lands, Tenements, and Hereditaments which shall hereafter be purchased or acquired by the said Company, within the Restrictions herein-after contained, shall be well and effectually vested in and belonging to the said Company hereby established, for their absolute Benefit.

XII. And be it further enacted, That from and immediately after the passing of this Act all the Partnership Monies, Goods, Chattels, Effects, Bonds, Deeds, Books, Writings, Maps, Plans, and Personal Estate of the said previous Company shall be and the same are hereby vested in the said Company hereby established; and all Persons and Corporations who immediately before the passing of this Act owed any Sum of Money to the said Soughers, or to any Person on their Behalf, shall pay the same, together with all Interest, if any, due or to accrue due for the same, to the Company; and all Debts which immediately before the passing of this Act were due and owing by the said Soughers, or any Person on their Behalf of the same Company, shall be paid, with all Interest, if any, due and to accrue due thereon, by the Company; and all Conveyances, Contracts, Agreements, Mortgages, Bonds, Covenants, and Securities made or entered into before the passing of this Act to, with, in favour of, or by or for the said Soughers, or any Person on their Behalf, shall be and remain as good, valid, and effectual, in favour of, against, and with reference to the Company, and may be proceeded on and enforced in the same Manner, to all Intents and Purposes, as if the Company had been a Party to and executed the same, or had been named or referred to therein instead of the Persons, Company, or Party actually named therein respectively.

Partnership
Property
transferred
to the new
Company.

XIII. And be it further enacted, That it shall and may be lawful for the said Company at any Time hereafter, and from Time to Time, to raise any further Sum of Money, not exceeding, together with the said Sum of Eight thousand Pounds herein-before authorized to be raised, the Sum of Eighteen thousand Pounds, for increasing the Capital or Joint Stock of the said Company, either by a Subscription amongst themselves, or by the Admission of new Subscribers, or by both the said Ways.

Capital may
be increased.

XIV. And be it enacted, That the said Company shall keep a Book, to be called "The Register Book of Shareholders;" and in such Book shall be fairly and distinctly entered from Time to Time the Names and Additions of the several Persons being Shareholders of the Company, the Number of Shares to which such Shareholders shall be respectively entitled, distinguishing each Share by its Number, and the Amount of Subscriptions paid on each Share; and such Book shall be authenticated by the Common Seal of the Company being affixed thereto, and such Authentication shall take place at the First Ordinary Meeting or at some subsequent Meeting of the Company.

Proprietors
Names to be
entered in a
Book, and
Certificates of
their Shares
to be furnish-
ed them.

Addresses of
Shareholders.

XV. And be it enacted, That in addition to the said Register of Shareholders the Company shall provide a proper Book, to be called "The Shareholders Address Book," in which the Secretary shall from Time to Time enter the Place of Abode of the several Shareholders of the Company; and every Shareholder, or if such Shareholder be a Corporation, the Clerk or Agent of such Corporation, may at all convenient Times peruse such Book *gratis*, and may require a Copy thereof, or of any Part thereof; and for every Hundred Words so required to be copied the Company may demand a Sum not exceeding Sixpence.

Certificates
of Shares.

XVI. And be it enacted, That on Demand of the Holder of any Share the Company shall cause a Certificate of the Proprietorship of such Share to be delivered to such Shareholder, and such Certificate shall have the Common Seal of the Company affixed thereto, and such Certificate shall specify the Share in the Undertaking to which such Shareholder is entitled, and the same may be according to the Form in the Schedule (A.) to this Act annexed, or to the like Effect; and for such Certificate the Company may demand any Sum not exceeding Two Shillings and Sixpence.

Certificate to
be Evidence.

XVII. And be it enacted, That such Certificate shall be admitted in all Courts as *primâ facie* Evidence of the Title of such Shareholder, his Executors, Administrators, Successors, or Assigns, to the Share therein specified; nevertheless the Want of such Certificate shall not prevent the Holder of any Share from disposing thereof.

Certificate to
be renewed
when de-
stroyed.

XVIII. And be it enacted, That if any such Certificate be worn out or damaged, then, upon the same being produced at some Meeting of the Directors, such Directors may order the same to be cancelled, and thereupon another similar Certificate shall be given to the Party in whom the Property of such Certificate and of the Share therein mentioned shall be at the Time vested, or if such Certificate be lost or destroyed, then, upon Proof thereof, a similar Certificate shall be given to the Party entitled to the Certificate so lost or destroyed; and in either Case a due Entry of the substituted Certificate shall be made by the Secretary in the Register of Shareholders; and for every such Certificate so given or exchanged the Company may demand any Sum not exceeding Two Shillings and Sixpence.

Shares may
be sold.

XIX. And with respect to the Transfer of Shares, be it enacted, That, subject to the Regulations herein contained, every Shareholder may sell and transfer his Shares in the Company, by Deed duly stamped, in which the Consideration shall be truly stated; and the Instrument of Transfer may be according to the Form or to the like Effect as in the Schedule (B.) to this Act annexed; and such Instrument, when duly examined, shall be delivered to the Secretary, and be kept by him; and the Secretary shall enter a Minute thereof in a Book, to be called "The Register of Transfers," and shall endorse such Entry on the Instrument of Transfer, and for every such Entry and Endorsement the Company may demand any Sum not exceeding Ten Shillings; and on the Request of the Purchaser of any Share an Endorsement of such Transfer shall be made on the Certificate of

such Share instead of a new Certificate being granted, and for such Endorsement the Company may demand any Sum not exceeding Five Shillings; and such Endorsement, being signed by the Secretary, shall be considered in every respect the same as a new Certificate; and until such Transfer have been so delivered to the Secretary as aforesaid the Purchaser of the Share shall not be entitled to receive any Share of the Profits of the said Undertaking, or to vote in respect of such Share.

XX. And be it enacted, That no Shareholder shall be entitled to transfer any Share until he shall have paid all Calls for the Time being due on every Share held by him.

Transfer not to be made until Calls paid.

XXI. And be it enacted, That the Directors may close the Register of Transfers for a Period not exceeding Ten Days previous to each Ordinary Meeting, and may fix a Day for the closing of the same, of which Seven Days Notice shall be given by Advertisement in some Newspaper as herein mentioned; and any Transfer made during the Time when the Transfer Books are so closed shall, as between the Company and the Party claiming under the same, but not otherwise, be considered as made subsequent to such Ordinary Meeting.

Books to be closed previous to Meetings.

XXII. And with respect to the Registration of Shares, the Interest in which may have become transmitted in consequence of the Death or Bankruptcy or Insolvency of any Shareholder, or in consequence of the Marriage of a Female Shareholder, or by any other legal Means than by a Transfer according to the Provisions of this Act, be it enacted, That no Person claiming by virtue of any such Transmission shall be entitled to receive any Share of the Profits of the said Undertaking, nor to vote in respect of any such Share as the Holder thereof, until such Transmission shall have been authenticated by a Declaration in Writing as herein-after mentioned, or in such other Manner as the Directors shall require; and every such Declaration shall state the Manner in which and the Party to whom such Share shall have been so transmitted, and shall be made and signed by some credible Person before a Justice of the Peace, or before a Master or Master Extraordinary in the High Court of Chancery; and such Declaration shall be left with the Secretary, and thereupon he shall enter the Name of the Person entitled under such Transmission in the Register Book of Shareholders of the Company; and for every such Entry the Company may demand any Sum not exceeding Two Shillings and Sixpence.

Transmission of Shares by other Means than Transfer to be authenticated.

XXIII. And be it enacted, That if such Transmission be by virtue of the Marriage of a Female Shareholder, the said Declaration shall contain a Copy of the Register of such Marriage, or other Particulars of the Celebration thereof, and shall declare the Identity of the Wife with the Holder of such Share; and if such Transmission shall have taken place by virtue of any testamentary Instrument or by Intestacy, the Probate of the Will or Letters of Administration, an official Extract therefrom, shall be produced to the Secretary, and upon such Production in either of the Cases aforesaid the Secretary

Proof of Transmission by Marriage, Will, &c.

Secretary shall make an Entry of the Declaration in the said Register of Transfers.

Recording Declaration not to infer Liability of Company.

XXIV. And be it enacted, That the recording such Declaration shall not imply any Liability on the Part of the Company for the Validity or Regularity of the Transfer or Title therein set forth; and all Payment of Dividends, and other Acts done by the Company or by any of their Officers, without Notice of the Irregularity or Invalidity of any such Transfer or Title, shall be effectual so far as the Company or such Officer are concerned, and shall exonerate them from all Claim on the Part of others alleging a preferable Right to such Shares or Dividends.

Notices to Joint Proprietors of Shares.

XXV. And be it enacted, That, with respect to any Share to which several Persons may be jointly entitled, all Notices directed to be given to the Shareholder shall be given to such of the said Persons whose Name shall stand first in the Register of Shareholders, and Notice so given shall be sufficient Notice for all the Proprietors of such Share.

Receipts for Money payable to Minors.

XXVI. And be it enacted, That if any Money be payable to any Shareholder being a Minor or Idiot or Lunatic, the Receipts of the Guardian of such Minor, or the Receipts of the Committee of such Idiot or Lunatic, shall be a sufficient Discharge to the Company for the same.

Company not bound to regard Trusts.

XXVII. And be it enacted, That the Company shall not be bound to see to the Execution of any Trust, whether express, implied, or constructive, to which any of the said Shares may be subject; and the Receipt of the Party in whose Name any such Share shall stand in the Books of the Company shall from Time to Time be a sufficient Discharge to the Company for any Dividend or other Sum of Money payable in respect of such Share, notwithstanding any Trusts to which such Share may then be subject, and whether or not the Company have had Notice of such Trusts; and the Company shall not be bound to see to the Application of the Money paid on such Receipt.

Power to make Calls.

XXVIII. And for the Purpose of enforcing Payment of the Capital subscribed by the Shareholders, be it enacted, That from Time to Time the Company may make such Calls of Money upon the respective Shareholders (liable to the Payment of Calls), in respect of the Amount of Capital respectively subscribed or owing by them, as they shall think fit; provided that Twenty-one Days Notice at the least be given, of each Call, and that no Call exceed the Amount of Five Pounds *per* Share, and that successive Calls be not made at less than the Interval of Three Months, and that the Aggregate Amount of Calls made in any One Year do not exceed the Amount of Twenty Pounds *per* Share; and every Shareholder shall be liable to pay the Amount of the Calls so made in respect of the Shares held by him to the Persons and at the Times and Places from Time to Time appointed by the Company.

XXIX. And

XXIX. And be it enacted, That if before or on the Day appointed for Payment any Shareholder do not pay the Amount of any Call to which he may be liable, then such Shareholder shall be liable to pay Interest for the same, at the Rate of Five Pounds *per Centum per Annum*, from the Day appointed for the Payment thereof to the Time of the actual Payment. Interest on Calls unpaid.

XXX. And be it enacted, That the Company may, if they think fit, receive from any of the Shareholders willing to advance the same all or any Part of the Monies due upon their respective Shares beyond the Sums actually called for; and upon the Principal Monies so paid in advance, or so much thereof as from Time to Time shall exceed the Amount of the Calls made upon the Shares in respect of which such Advance shall have been made, the Company may pay Interest at such Rate, not exceeding Five Pounds *per Centum per Annum*, as the Shareholder paying such Sum in advance and the Company shall agree upon. Payment of Subscription before Call.

XXXI. And be it enacted, That if at the Time appointed by the Company for the Payment of any Call the Holder of any Share fail to pay the Amount of such Call, the Company may sue such Shareholder for the Amount thereof in any Court of Law or Equity having competent Jurisdiction, and may recover the same, with Interest at the Rate of Five Pounds *per Centum per Annum* from the Day on which such Call may have been payable. Enforcement of Calls by Action.

XXXII. And be it enacted, That in any Action to be brought by the Company against any Shareholder to recover any Money due for any Call it shall not be necessary to set forth the special Matter, but it shall be sufficient for the Company to declare that the Defendant is a Holder of One Share or more in the Company (stating the Number of Shares), and is indebted to the Company in the Sum of Money to which the Calls in arrear shall amount in respect of One Call or more upon One Share or more (stating the Number and Amount of each of such Calls), whereby an Action hath accrued to the Company by virtue of this Act. Declaration in Action for Calls.

XXXIII. And be it enacted, That on the Trial of such Action it shall be sufficient to prove that the Defendant at the Time of making such Call was a Holder of One Share or more in the Company, and that such Call was in fact made, and such Notice thereof given as is directed by this Act, and it shall not be necessary to prove the Appointment of the Directors who made such Call, nor any other Matter whatsoever; and thereupon the Company shall be entitled to recover what shall be due upon such Call, with Interest thereon, unless it shall appear either that any such Call exceeds the Amount of Five Pounds *per Share*, or that due Notice of such Call was not given, or that the Interval of Three Months between Two successive Calls had not elapsed, or that Calls amounting to more than the Sum of Twenty Pounds in One Year had been made. Matter to be proved in Actions for Calls.

XXXIV. And be it enacted, That the Production of the Register Book of Shareholders of the Company shall be *primâ facie* Evidence Proof of Proprietorship.

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of such Defendant being a Shareholder, and of the Number and Amount of his Shares.

Forfeiture of Shares for Nonpayment of Calls.

XXXV. And be it enacted, That if the Holder of any Share fail to pay a Call payable by him in respect thereof, together with the Interest (if any) that shall have accrued thereon, the Directors, at any Time after the Expiration of Two Months from the Day appointed for Payment of such Call, may declare such Share forfeited, and that whether the Company have sued for the Amount of such Call or not.

Notice of Forfeitures to be given before Declaration thereof.

XXXVI. And in order to prevent the Forfeiture of Shares liable to Payment of Calls through Inadvertency, be it enacted, That before declaring any Share forfeited the Directors shall cause Notice of such Intention to be left at the usual or last Place of Abode of the Person appearing by the Register Book of Shareholders to be the Proprietor of such Share; and if the Holder of any such Share be abroad, or if the Interest in any such Share shall be known by the Directors to have become transmitted otherwise than by Transfer as herein-before mentioned, but a Declaration of such Transmission shall not have been registered as aforesaid, and so the Address of the Parties to whom the same may have been transmitted shall not be known to the Directors, the Directors shall give public Notice of such Intention in the *London Gazette*, and also in some Newspaper circulated in the said County of *Derby*; and the several Notices aforesaid shall be given Twenty-one Days at least before the Directors shall make such Declaration of Forfeiture.

Forfeiture to be confirmed by a General Meeting.

XXXVII. And be it enacted, That such Declaration of Forfeiture shall not take effect so as to authorize the Sale or other Disposition of any Share until such Declaration have been confirmed at some General Meeting of the Company to be held after the Expiration of Two Months at the least from the Day on which such Notice of Intention to make such Declaration of Forfeiture shall have been given; and it shall be lawful for the Company to confirm such Forfeiture at any such Meeting, and, by an Order at such Meeting, or at any subsequent General Meeting, to direct the Share so forfeited to be sold or otherwise disposed of; and after such Confirmation the Directors may sell the forfeited Share, either by public Auction or private Contract, and if there be more than One such forfeited Share then either separately or together as to them shall seem fit; and any Shareholder may purchase any forfeited Share so sold.

Sale of forfeited Shares.

Evidence as to Forfeiture of Shares.

XXXVIII. And be it enacted, That a Declaration in Writing by some credible Person, not interested in the Matter, made before any Justice, or before any Master or Master Extraordinary in the High Court of Chancery, that the Call in respect of a Share was made, and Notice thereof given, and that Default in Payment of the Call was made, and that the Forfeiture of the Share was declared and confirmed in manner herein-before required, shall be sufficient Evidence of the Facts therein stated; and such Declaration, and the Receipt of the Treasurer of the Company for the Price of such Share, shall constitute a good Title to such Share, and thereupon such Purchaser shall

shall be deemed the Holder of such Share, discharged from all Calls made prior to such Purchase; and a Certificate of Proprietorship shall be delivered to such Purchaser, and he shall not be bound to see to the Application of the Purchase Money, nor shall his Title to such Share be affected by any Irregularity in the Proceedings in reference to any such Sale.

XXXIX. And be it enacted, That the Company shall not sell or transfer more of the Shares of any such Defaulter than will be sufficient, as nearly as can be ascertained at the Time of such Sale, to pay the Arrears then due from such Defaulter on account of any Calls, together with Interest, and the Expences attending such Sale and Declaration of Forfeiture; and if the Money produced by the Sale of any such forfeited Shares be more than sufficient to pay all Arrears of Calls and Interest thereon due at the Time of such Sale, and the Expences attending the Declaration of Forfeiture and Sale thereof, the Surplus shall, on Examination, be paid to the Defaulters.

No more Shares to be sold than sufficient for Payment of Calls.

XL. And be it enacted, That if Payment of such Arrears of Calls and Interest and Expences be made before any Share so forfeited and vested in the Company shall have been sold, such Share shall revert to the Party to whom the same belonged before such Forfeiture in such Manner as if such Calls had been paid.

On Payment of Arrears of Calls forfeited Shares to revert.

XLI. And with respect to the Liability of the Shareholders to the Engagement of the Company, be it enacted, That no Shareholder of the Company shall be liable for or charged with the Payment of any Debt or Demand hereafter to become due from the Company beyond the Extent of his Share in the Capital of the Company not then paid up.

Extent of Liability of Shareholders.

XLII. And be it enacted, That if any Execution, either at Law or in Equity, shall have been issued, taken out, or used against the Lands, Property, or Effects of the Company, and if there cannot be found sufficient whereon to levy such Execution, then such Execution may be issued against any of the Shareholders of the Company to the Extent of their Shares respectively in the Capital of the Company not then paid up: Provided always, that no such Execution shall issue against any Shareholder except upon an Order of the Court in which the Action, Suit, or other Proceeding shall have been brought or instituted, made upon Motion in open Court, after giving Notice in Writing to the Persons sought to be charged, and upon such Motion such Court may order Execution to issue accordingly; and for the Purpose of ascertaining the Names of the Shareholders, and the Amount of Capital remaining to be paid upon their respective Shares, it shall be lawful for any Person entitled to any such Execution at all reasonable Times to inspect the Register Books of Shareholders without Fee.

Execution against Shareholders to the Extent of Capital not paid up.

XLIII. And be it enacted, That if, by means of any such Execution, any Shareholder shall have paid any Sum of Money beyond the Amount then due from him in respect of Calls, he shall forthwith be reimbursed

Reimbursement to Shareholders.

reimbursed such additional Sum by the Directors out of the Funds of the Company.

Application
of Capital.

XLIV. And be it enacted, That all Money raised by the Company shall be applied, firstly, in paying the Costs and Expences incurred in obtaining this Act, and all Expences preparatory or relating thereto, and, secondly, in carrying the Purposes of the Company into execution.

Ordinary
Meetings to
be held half-
yearly.

XLV. And with respect to General Meetings of the Company, be it enacted, That the First General Meeting of the Shareholders of the Company shall be held within Thirty Days after the passing of this Act, and the future General Meetings shall be held on the Twenty-fifth Day of *March* and the Twenty-ninth Day of *September* in each Year, or within Fourteen Days next after such Days respectively; and the Meetings so appointed to be held as aforesaid shall be called "Ordinary Meetings" and all Meetings, whether ordinary or extraordinary, shall be held in the Town of *Wirksworth* aforesaid, or at some other convenient Place in the Township of *Wirksworth*.

Business at
Ordinary
Meetings.

XLVI. And be it enacted, That no Matters, except such as are appointed by this Act to be done at an Ordinary Meeting, shall be transacted at any such Meeting, unless special Notice of such Matters have been given in the Advertisement convening such Meeting.

Extraordi-
nary Meet-
ings.

XLVII. And be it enacted, That every Meeting of the Shareholders other than an Ordinary Meeting shall be called an "Extraordinary Meeting;" and such Meetings may be convened by the Directors at such Times as they may think fit.

Business at
Extraordinary
Meetings.

XLVIII. And be it enacted, That no Extraordinary Meeting shall enter upon any Business not set forth in the Requisition or in the Notice upon which it shall have been convened.

Convening of
Extraordi-
nary Meet-
ings.

XLIX. And be it enacted, That it shall be lawful for Three or more Shareholders, by Writing under their Hands, at any Time to require the Directors to call an Extraordinary Meeting of the Company; and such Requisition shall fully express the Object of the Meeting required to be called, and shall be left at the Office of the Company, or given to at least Three Directors, or left at their last or usual Places of Abode; and forthwith, upon the Receipt of such Requisition, the Directors shall convene a Meeting of the Shareholders; and if for Twenty-one Days after such Notice the Directors fail to call such Meeting, the said Number of Shareholders may call such Meeting by giving Fourteen Days public Notice thereof.

Notice of
Meetings.

L. And be it enacted, That Ten Days public Notice at the least of all Meetings (whether ordinary or extraordinary) shall be given by Advertisement in a Newspaper circulated in the said County of *Derby*, or by Letter to each Shareholder, to be sent by Post, which

which shall specify the Place, the Day, and the Hour of meeting; and every Notice of an Extraordinary Meeting, or of an Ordinary Meeting if any other Business than the Business hereby appointed for Ordinary Business is to be done thereat, shall specify the Purpose for which the Meeting is called.

LI. And be it enacted, That in order to constitute a Meeting (whether ordinary or extraordinary) there shall be present, either personally or by Proxy, Five or more Shareholders; and the Shareholders present at such Meeting shall proceed in the Execution of the Powers of the Company with respect to the Measures for which such Meeting shall have been convened, and to those only; and if, within One Hour from the Time appointed for such Meeting, the said Number of Shareholders be not present, no Business shall be transacted at the Meeting, but the same shall be held to be adjourned to the same Day in the following Week. Quorum at Meetings.

LII. And be it enacted, That at every Meeting of the Company One of the Shareholders then present shall be elected as Chairman. Chairman of Meetings.

LIII. And be it enacted, That every Meeting of the Shareholders may be adjourned from Time to Time, and no Business shall be transacted at any adjourned Meeting other than the Business left unfinished at the Meeting from which such Adjournment took place. Adjourned Meetings.

LIV. And be it enacted, That at all General Meetings of the Company every Shareholder shall be entitled to vote according to the Scale of voting herein-after mentioned; (that is to say,) every Shareholder possessing any Number of Shares not exceeding Five shall have One Vote; and every Shareholder possessing more than Five Shares, but not exceeding Ten Shares, shall have Two Votes; and every Shareholder having more than Ten Shares, and not exceeding Fifteen Shares, shall have Three Votes; and every Shareholder having Sixteen Shares and upwards shall have Four Votes, and no more for any greater Number of Shares: Provided always, that no Shareholder shall be entitled to vote at any Meeting unless he shall have paid all Calls then payable upon the Shares held by him. Votes of Shareholders,

LV. And be it enacted, That such Votes may be given, either personally or by Proxies, being Shareholders, authorized by Writing according to the Form in the Schedule (C.) to this Act annexed, or in a Form to the like Effect, under the Hand of the Shareholder nominating such Proxy, or if such Shareholder be a Corporation, then under their Common Seal; and every Proposition at any such Meeting shall be determined by the Majority of Votes of the Parties present, including Proxies, the Chairman of the Meeting being entitled to vote not only as a Principal or Proxy, but to have a casting Vote if there be an Equality of Votes. Manner of voting.

LVI. And be it enacted, That no Person shall be entitled to vote as a Proxy unless the Instrument appointing such Proxy have been transmitted to the Secretary of the Company Five Days before the holding of the Meeting at which such Proxy is to be used, and that Regulations as to Proxies.

no Person shall at any One Meeting represent as Proxy more than One Shareholder.

Votes of
Shareholders.

LVII. And be it enacted, That if several Persons be jointly entitled to a Share the Person whose Name stands first in the Register of Shareholders as one of the Holders of such Share shall, for the Purpose of voting at any Meeting, be deemed the sole Proprietor thereof, and on all Occasions the Vote of such first-named Shareholder, either in Person or by Proxy, shall be allowed as the Vote in respect of such Share, without Proof of the Concurrence of the other Holders thereof.

Votes of
Lunatics,
Minors, &c.

LVIII. And be it enacted, That if any Shareholder be a Lunatic or Idiot, such Lunatic or Idiot may vote by his Committee, and if any Shareholder be a Minor he may vote by his Guardian or any One of his Guardians; and every such Vote may be given either in Person or by Proxy.

Annual Ac-
count to be
made up, and
a Copy trans-
mitted to the
Clerk of the
Peace.

LIX. And be it enacted, That the said Company shall and they are hereby required in each and every Year to cause an annual Account in Abstract to be prepared, showing the total Receipts and Expenditure of all Funds levied under or by virtue of this Act for the Year ending on the Thirty-first Day of *December* in each Year, under the several distinct Heads of Receipt and Expenditure, with a Statement of the Balance of such Account, duly audited and certified by the Secretary or Clerk for the Time being of the said Company, and shall transmit a Copy of the said Account, free of Charge, to the Clerk of the Peace for the County of *Derby* on or before the Thirty-first Day of *January* then next, who shall be entitled to a Fee, not exceeding Five Shillings, for filing the same; which Account shall be open for the Inspection of the Public at all seasonable Hours on Payment of the Sum of One Shilling for every such Inspection: Provided always, that if the said Company shall omit or neglect to prepare and transmit, or cause to be prepared and transmitted, such Accounts as aforesaid, they shall forfeit and pay for every such Omission or Neglect the Sum of Ten Pounds.

First Direc-
tors.

LX. And be it enacted, That the Number of Directors shall be Six, and *Francis Hurt, Philip Gell, Charles Hurt, Henry Richard Hurt, John Wolley, and John Henzey Peacock* shall be the first Directors of the Company.

Election of
future Di-
rectors.

LXI. And be it enacted, That the Directors appointed by this Act shall continue in Office until the first Ordinary Meeting to be held within Thirty Days after the passing of this Act; and at such Meeting the Shareholders present, either personally or by Proxy, may either continue in Office the Directors appointed by this Act, or may elect a new Body of Directors, the Directors appointed by this Act being eligible as Members of such new Body; and at the first Ordinary Meeting to be held in every subsequent Year thereafter the Shareholders present, personally or by Proxy, shall elect Persons to supply the Places of the Directors then retiring from
Office

Office (agreeably to the Provisions herein-after contained), and the several Persons elected at any such Meeting, being neither removed or disqualified, nor having resigned, shall continue to be Directors until others are elected in their Stead as herein-after mentioned.

LXII. And be it enacted, That no Person shall be capable of being a Director unless he be a Shareholder possessed of Five Shares at least; and that no Person holding an Office or Place of Trust or Profit under the Company, or interested in any Contract with the Company, shall be capable of being a Director; and that no Director shall be capable of accepting any other Office or Place of Trust or Profit under the Company, or of being interested in any Contract with the Company, during the Time he shall be a Director; and any Director who shall refuse or neglect (unless prevented by Illness or Absence from Home) to attend Five successive Meetings of the Directors, whereof he shall have received due Notice, shall be disqualified for a Director. .

Qualifica-
tions of Di-
rectors.

LXIII. And in order to provide for the Accident of a sufficient Number of Shareholders not being present at any Meeting at which Directors are to be elected, be it enacted, That if at any Meeting at which an Election of Directors ought to take place Five Shareholders qualified to vote shall not be present within One Hour from the Hour appointed for the Meeting, no Election of new Directors or Re-election of existing Directors shall be made, nor shall any Business be transacted, but in such Case, at the Expiration of Fourteen Days from the Day of such intended Meeting, another Meeting shall be held at the same Place; and if at such other Meeting the said Number of Shareholders, so qualified as aforesaid, be not present, personally or by Proxy, within One Hour from the Hour fixed for the Meeting, such Meeting shall stand adjourned to the following Day at the same Hour and Place; and if at the Meeting so adjourned the said Number of Shareholders, so qualified as aforesaid, be not present within One Hour from the Hour appointed for the Meeting, the existing Directors shall continue to act and retain their Powers until new Directors be appointed at the first Ordinary Meeting of the following Year.

Failure of
Meeting for
Election of
Directors.

LXIV. And be it enacted, That if any of the Directors, at any Time subsequently to his Election, accept or continue to hold any other Office or Place of Trust or Profit under the Company, or be either directly or indirectly concerned in any Contract with the Company, or participate in any Manner in the Profits of any Work to be done for the Company, or if such Director at any Time cease to be a Holder of Five Shares in the Company, or if such Director shall refuse or neglect, unless prevented by Illness or Absence from Home, to attend Five successive Meetings of the Directors whereof he shall have had due Notice, then in any of the Cases aforesaid the Office of such Director shall become vacant, and thenceforth the Person in respect of whom the Office of Director shall so have become vacant shall cease from voting or acting as a Director.

Cases in
which Office
of Director
shall become
vacant.

LXV. And

Occasional
Vacancies in
Office of
Directors to
be supplied.
by remaining
Directors.

LXV. And be it enacted, That if any Director of the Company die or resign, or become disqualified or incompetent to act as a Director, or cease to be a Director by any other Cause than by Effluxion of Time, the remaining Directors, if they think proper so to do, may elect in his Place some other Shareholder, duly qualified, to be a Director; and the Shareholder so elected to fill up any such Vacancy shall continue in Office as a Director so long only as the Person in whose Place he shall have been elected would have been entitled to continue if he had remained in Office.

Powers of
Company to
be exercised
by the Di-
rectors.

LXVI. And with respect to the Exercise of the Powers of the Company, be it enacted, That the Directors shall have the Management and Superintendence of the Affairs of the Company, and they may lawfully exercise all the Powers of the Company, except as to such Matters as are directed by this Act to be transacted by a General Meeting of the Company; and amongst other Powers to be exercised by the Directors they may appoint and displace any of the Officers of the Company, except the Secretary, Treasurer, and Auditor; they may fix the Salaries of all Officers, except the Salaries of themselves, and of the Secretary, Treasurer, and Auditor; they may make and enforce Calls upon the Shares of the respective Shareholders liable to pay Calls; they may declare the Forfeiture of all Shares on which such Calls are not duly paid, subject to the confirming of a General Meeting as aforesaid; they may call Special General Meetings of the said Company for any Purpose they may think proper; they may issue, receive, and lay out and dispose of all Sums of Money to be issued, received, laid out, or disposed of for the Purposes of the said Company; they may enter into Contracts for the Execution of the Works of the Company, and for taking any Mines, Veins, or Rakes of Lead Ore, and erecting, building, and making Erections and Buildings, and also for and purchasing any Machinery, Materials, Goods, and Chattels for the Use of the said Works; they may enter into Contracts with the Proprietors of any Mine, Vein, or Rake for taking such less Rate, Toll, or Royalty of the Ore to be raised and gotten at such Mines, Veins, or Rake, as the Amount hereafter mentioned; and they may order, direct, and employ the Works and Workmen, and the selling, smelting, and disposing of all Lead Ore to be obtained, removed, and gotten from the said Mines and Premises under the Authority of this Act; they may bring and maintain any Action at Law or Suit in Equity in the Name of the Company for the Recovery of any Debt to become due to the Company in respect of any such Sale or otherwise, and make, enforce, and rescind, compound, and compromise, all Contracts and Bargains touching or in anywise concerning the same; they may require such Securities to be given to the Company from any Officer (not being a Treasurer or Clerk to the Company) or other Person for the faithful Discharge of their respective Duties as they may think proper; but all Powers so to be exercised shall be exercised in accordance with and subject to the Provisions of this Act in that Behalf, and in exercise of all such Powers shall be also the Control and Regulation of any General Meeting specially convened for the Purpose, but not so as to render invalid any Act done

done by the Directors prior to any Resolution passed by such General Meeting.

LXVII. And be it enacted, That the following Powers of the Company, (that is to say,) the Choice and Removal of Directors and Auditors, the Appointment and Removal of the Treasurer and Secretary, the Determination as to the Remuneration of the Directors, and of the Auditors, and of the Treasurer and Secretary, the Determination as to the Augmentation of Capital, and the Declaration of Dividends, shall be exercised only at a General Meeting of the Company.

Certain Powers of the Company to be exercised only at a General Meeting.

LXVIII. And be it enacted, That the Directors shall hold Meetings at such Times as they shall appoint for the Purpose, and they may meet and adjourn as they think proper from Time to Time and from Place to Place, such Place of Meeting being always within the said Town of *Wirksworth*; and at any Time any Two of the Directors may require the Secretary to call a Meeting of the Directors; and in order to constitute a Meeting of Directors there shall be present at least Three of the Directors; and all Questions, Matters, and Things considered at any such Meeting shall be determined by a Majority of Votes; and no Director except the Chairman shall have more than One Vote at any such Meeting; and if there be an equal Division of Votes upon any Subject entertained by such Meeting, the Chairman, in addition to his Vote as one of the Directors, shall have a casting Vote as Chairman.

Meetings of Directors.

LXIX. And be it enacted, That the First Meeting of the Directors held after the passing of this Act, and at the First Meeting of the Directors held after each annual Appointment of Directors, the Directors present at such Meeting shall choose one of the Directors to act as Chairman, and another to act as Deputy Chairman of the Directors for the Year following such Choice; and if the Chairman or Deputy Chairman die or resign, or become disqualified to act, or otherwise cease to be a Director, the Directors present at the Meeting next after the Occurrence of such Vacancy shall choose some other of the Directors to fill such Vacancy.

Permanent Chairman and Deputy Chairman of Directors.

LXX. And be it enacted, That if at any Meeting of the Directors neither the Chairman nor the Deputy Chairman shall be present the Directors present shall choose some one of their Number to be Chairman of such Meeting.

Occasional Chairman of Directors.

LXXI. And be it enacted, That the Directors may appoint One or more Committees, consisting of such Number of Directors as they think fit, and may grant to any such Committee Power on behalf of the Company to do any Acts relating to the Affairs of the Company which the Directors shall from Time to Time think proper to intrust to such Committee, except to make Calls for Money upon the Shareholders.

Directors may appoint Committees.

LXXII. And be it enacted, That such Committees may meet from Time to Time and may adjourn from Place to Place, such

Meetings of Committees,

[*Local.*]

23 N

Place

Place of Meeting being always within the said Town of *Wirksworth*, as they think proper for carrying into effect the Purposes of their Appointment; and no such Committee shall exercise the Powers intrusted to them except at a Meeting at which there shall be present Three of its Members; and at all Meetings of the Committees one of the Members present shall be appointed Chairman; and all Questions at any Meeting of the Committee shall be determined by a Majority of the Members present, and in case of an equal Division of Votes the Chairman shall have a casting Vote in addition to his own Vote as Member of the Committee.

Contracts by
Committees
of Directors.

LXXIII. And be it enacted, That the Power which may be granted to any such Committee to make Contracts, as well as the Power of Directors to make Contracts on behalf of the Company, may lawfully be exercised as follows; (that is to say,)

With respect to any Contract which, if made between any private Persons would be by Law required to be in Writing and under Seal, such Committee or the Directors may make such Contract on behalf of the Company in Writing and under the Common Seal of the Company:

With respect to any Contract which, if made between any private Persons would be by Law required to be in Writing and signed by the Parties to be charged therewith, then such Committee or the Directors may make such Contract on behalf of the Company in Writing, signed by such Committee or any Three of them, or any Three of the Directors, and in the same Manner may vary or discharge the same:

With respect to any Contract which, if made between any private Persons would by Law be valid, although made by Parol only and not reduced into Writing, such Committee or the Directors may make such Contract on behalf of the Company by Parol only, without Writing, and in the same Manner may vary or discharge the same:

And all Contracts made according to the Provisions herein contained shall be effectual in Law, and shall be binding upon the Company and their Successors, and all other Parties thereto, their Heirs, Executors, or Administrators, as the Case may be; and on any Default in the Execution of any such Contract, either by the Company or any other Party thereto, such Actions or Suits may be brought, either by or against the Company, as might be brought had the same Contracts been made between private Persons only.

Contracts
for Works.

LXXIV. And be it enacted, That all Contracts made with the Company shall specify the Work to be done, the Quality of the Materials to be used, the Prices to be paid, the Term within which the Contract is to be performed, and the Penalties for Nonperformance thereof, or such other Things as the Company think proper; and the Company may take such Security for the Performance of such Contracts as to them should seem necessary; nevertheless the Company lawfully may, from Time to Time as they think fit, compound with any Person, on account of any Breach or Nonperformance of any such Contract for any Sum of Money which they think fit, or they may remit any Penalties on account thereof.

LXXV. And

LXXV. And be it enacted, That the Directors shall cause Notes, Minutes, or Copies, as the Case may require, of all Appointments made or Contracts entered into by the Directors, and of the Orders and Proceedings of all Meetings, as well ordinary as extraordinary, of the Company, and of the Directors and Committees of Directors, to be duly entered in Books to be from Time to Time provided for the Purpose, which shall be kept under the Superintendence of the Directors; and every such Entry shall be signed by the Chairman of the Meeting at which the Matter in respect of which such Entry is made was moved or discussed; and such Entry, so signed, shall be received in Evidence in all Courts, and before all Judges, Justices, and others, without Proof of such respective Meetings having been duly convened, or of the Persons making or entering such Orders or Proceedings being Shareholders or Directors, or Members of Committee respectively, or of the Signature of the Chairman; all of which last-mentioned Matters shall be presumed; and all such Books shall at all reasonable Times be open to the Inspection of any of the Shareholders.

Proceedings to be entered in a Book to be open for Inspection.

LXXVI. And be it enacted, That all Acts done by any Meeting of the Directors, or of a Committee of Directors, or by any Person acting as a Director, shall, notwithstanding it may be afterwards discovered that there was some Defect or Error in the Appointment of any Person attending such Meeting as a Director, or acting as aforesaid, or that such Person was disqualified, be as valid as if such Person had been duly appointed and was qualified to be a Director.

Informalities in Appointment of Directors not to invalidate Proceedings.

LXXVII. And be it enacted, That no Director, by being Party to, or making, signing, or executing, in his Capacity of Director, any Contract or other Instrument on behalf of the Company, or otherwise lawfully executing any of the Powers given to the Directors, shall be subject to be sued or prosecuted, either collectively or individually, by any Person whomsoever; and the Bodies or Goods or Lands of the Directors, or any of them, shall not be liable to Execution of any legal Process by reason of any Contract or other Instrument so entered into, signed, or executed by them, or any of them, or by reason of any other lawful Act done by them, or any of them, in the Execution of any of their Powers as Directors; and the Directors, their Heirs, Executors, and Administrators, shall be indemnified out of the Capital of the Company for all Payments made or Liability incurred in respect of any Acts done by them, and for all Losses, Costs, and Damages which they may incur in the Execution of the Powers granted to them; and the Directors for the Time being of the Company shall apply the existing Funds and Capital of the Company for the Purposes of such Indemnity, and shall, if necessary for that Purpose, make Calls of the Capital remaining unpaid.

Indemnity of Directors.

LXXVIII. And with respect to the Appointment of Auditors, be it enacted, That the Company shall at the First Ordinary Meeting in each Year elect Auditors in like Manner as is provided for the Election of Directors; and every Auditor so elected, being neither removed nor disqualified nor having resigned, shall continue to be an Auditor until another be elected in his Stead.

Election of Auditors.

LXXIX. And

Qualification
of Auditors.

LXXIX. And be it enacted, That every Auditor shall have at least the same Number of Shares as shall be required to qualify a Director, and he shall not hold any Office in the Company, nor be in any other Manner interested in its Concerns, except as a Shareholder.

Rotation as
to Auditors.

LXXX. And be it enacted, That One of such Auditors (to be determined in the first instance between themselves, and afterwards by Seniority,) shall go out of Office at the End of every Year; but the Auditor so going out shall be immediately re-eligible, and after any such Re-election shall, with respect to the going out of Office by Rotation, be deemed a new Auditor.

Vacancies in
Office of
Auditor.

LXXXI. And be it enacted, That if any Vacancy take place among the Auditors in the course of the current Year, then at any General Meeting of the Company the Vacancy may, if the Company think fit, be supplied by Election of the Shareholders.

Failure of
Meeting to
elect Auditor.

LXXXII. And be it enacted, That the Provisions of this Act respecting the Failure of an Ordinary Meeting at which Directors are to be chosen shall apply to any Ordinary Meeting at which an Auditor is to be appointed.

Duty of
Auditors.

LXXXIII. And be it enacted, That it shall be the Duty of such Auditors to receive from the Directors the half-yearly or other periodical Accounts and Balance Sheet required to be presented to the Shareholders, and to examine the same.

Powers of
Auditors.

LXXXIV. And be it enacted, That for the above Purposes such Auditors may employ such Accountant and other Persons as they may think proper, at the Expence of the Company, and they shall either make a special Report on the said Accounts, or simply confirm the same; and such Report or Confirmation shall be read together with the Report of the Directors, at the Ordinary Meeting.

Delivery of
Balance
Sheet, &c. by
Directors to
Auditors.

LXXXV. And be it enacted, That the Directors shall deliver to such Auditors the half-yearly or other periodical Accounts and Balance Sheet Fourteen Days at the least before the ensuing Ordinary Meeting at which the same are required to be produced to the Shareholders as herein-after provided.

Remunera-
tion of Di-
rectors and
Auditors.

LXXXVI. And be it enacted, That the Remuneration of the Directors and Auditors shall from Time to Time be fixed by a General Meeting of the Company.

Company to
appoint a
Secretary and
Treasurer.

LXXXVII. And be it enacted, That at the first General Meeting after the passing of this Act the Company shall elect a Secretary and a Treasurer, and any subsequent General Meeting may remove from Office any such Secretary or Treasurer, and if such Secretary or Treasurer die or resign, or be so removed, another Secretary or Treasurer shall be elected in his Place at a General Meeting; and from Time to Time any such Meeting may fix the Salary or other

Emoluments to be allowed to such Secretary or Treasurer respectively, as they think proper.

LXXXVIII. And be it enacted, That the Directors may at any Time suspend either the Treasurer or the Secretary from his Office, and may appoint some other Person temporarily to fill the Office of the Treasurer or Secretary so suspended, or when vacant from any other Cause, with such Salary as they think fit; but in any such Case they shall forthwith call an Extraordinary Meeting of the Company, for the Purpose of taking into consideration the Propriety of removing from his Office any Treasurer or Secretary so suspended, and of electing a new Treasurer or Secretary, as the Case may require.

Suspension
of Secretary
or Treasurer.

LXXXIX. And be it enacted, That neither the Person who shall hold the Office of Secretary, nor the Partner of such Secretary, nor any Person in the Service or Employ of such Secretary or of his Partner, shall be eligible to be the Treasurer; and that neither the Person who shall hold the Office of Treasurer, nor the Partner of such Treasurer, nor any Person in the Service or Employ of such Treasurer or of his Partner, shall be eligible to be the Secretary; and if any Person offend in any of the following Cases he shall for every such Offence forfeit One hundred Pounds; (that is to say,)

Separation
of Offices of
Secretary and
Treasurer.

If any Person accept both the Offices of Secretary and Treasurer:

If any Person, being the Partner of such Secretary, or in the Service or Employ of any such Secretary or of his Partner, accept the Office of Treasurer, or act as Deputy of the Treasurer, or in any Manner officiate for the Treasurer:

If any Person, being the Partner of such Treasurer, or in the Service or Employ of such Treasurer or of his Partner, accept the Office of Secretary, or act as Deputy of the Secretary, or in any Manner officiate for the Secretary:

If any such Treasurer or Secretary hold any Place of Profit or Trust under the Company other than that of Treasurer or Secretary, as the Case may be:

And any Person may sue for such Penalties, by Action of Debt or on the Case, in any of the Superior Courts, and shall, on Recovery thereof, be entitled to full Costs of Suit.

XC. And be it enacted, That before any Person intrusted with the Custody or Control of Monies, whether Treasurer, Collector, or other Officer of the Company, shall enter upon his Office, the Directors shall take sufficient Security from him for the faithful Execution of his Office.

Security to
be taken.

XCI. And be it enacted, That every Officer or Person employed by the Company shall, from Time to Time when required by the Directors, make out and deliver to them, or to any Person appointed by them for that Purpose, a true and perfect Account in Writing under his Hand of all Monies received by him on behalf of the Company; and such Account shall state how, and to whom, and for what Purpose, such Monies shall have been disposed of; and, together with such Account, such Officer shall deliver the Vouchers

Officers to
account on
demand.

and Receipts for such Payments; and every such Officer shall pay to the Directors, or to any Person appointed by them to receive the same, all Monies which shall appear to be owing from him upon the Balance of such Account.

Summary
Remedy
against Par-
ties failing to
account.

XCII. And be it enacted, That if any such Officer fail to render such Account, or to produce and deliver up all the Vouchers and Receipts in relation to the same in his Possession or Power, or to pay the Balance thereof, when thereunto required, or if for Three Days after being thereunto required he fail to deliver up to the Directors, or to any Person appointed by them to receive the same, all Papers and Writings, Property, Effects, Matters, and Things, in his Possession or Power relating to the Execution of this Act, or belonging to the Company, then, on Complaint thereof being made to a Justice, such Justice shall, by Warrant under his Hand and Seal, cause such Officer to be brought before him; and upon such Officer being so brought before him, or if such Officer cannot be found, then in his Absence, such Justice may hear and determine the Matter in a summary Way, and may adjust and declare the Balance owing by such Officer; and if it appear, either upon Confession of such Officer, or upon Evidence, or upon Inspection of the Account, that any Monies of the Company are in the Hands of such Officer, or owing by him to the Company, such Justice may order such Officer to pay the same, and if he fail to pay the Amount it shall be lawful for such Justice to grant a Warrant to levy the same by Distress, or, in default thereof, to commit the Offender to Gaol, there to remain without Bail for a Period not exceeding Three Months; and in any of the following Cases; (that is to say,)

If any such Officer do not appear before the Justice at the Time and Place appointed for that Purpose; or

If such Officer appear, but fail to make out such Account in Writing; or

If such Officer refuse to produce and deliver to the Justice the several Vouchers and Receipts relating to such Account; or

If such Officer refuse to deliver up any Books, Papers, or Writings, Property, Effects, Matters, or Things, in his Possession or Power, belonging to the Company;

Such Justice may lawfully commit such Offender to Gaol; and in every such Case of Commitment the Prisoner shall remain in Custody without Bail until he have made out and delivered such Accounts, and delivered up the Vouchers and Receipts, if any, relating thereto, in his Possession or Power, and have delivered up such Books, Papers, Writings, Property, Effects, Matters, and Things, if any, in his Possession or Power.

Sureties not
to be dis-
charged.

XCIII. And be it enacted, That no such Proceeding against or Dealing with any such Officer as aforesaid shall deprive the Company of any Remedy which they might otherwise have against any Surety of such Officer.

Accounts to
be kept.

XCIV. And be it enacted, That full and true Accounts shall be kept of all Sums of Money received or expended on account of the Company by the Directors, and all Persons employed by or under them,

them, and of the Articles, Matters, and Things for which such Sums of Money shall have been received or disbursed and paid.

XCV. And be it enacted, That the Books of the Company shall be brought to a Balance Fourteen Days at least before each Ordinary Meeting; and forthwith on the Books being so balanced an exact Balance Sheet shall be made up, which shall exhibit a true Statement of the Capital Stock, Credits, and Property of every Description belonging to the Company, and the Debts due by the Company, at the Date of making such Balance Sheet, and a distinct View of the Profit or Loss which shall have arisen on the Transactions of the Company in the course of the preceding Half Year; and previously to each Ordinary Meeting such Balance Sheet shall be examined and docketed by the Directors, or any Three of their Number, and shall be signed by the Chairman or Deputy Chairman of the Directors.

Books to be balanced.

XCVI. And be it enacted, That the Books so balanced, together with such Balance Sheet as aforesaid, shall for Fourteen Days previous to each Ordinary Meeting, and for One Month thereafter, be open for the Inspection of the Shareholders at the principal Office or Place of Business of the Company; but the Shareholders shall not be entitled at any Time, except during the aforesaid Period before and after such Ordinary Meeting, to demand the Use or Inspection of such Books, unless by virtue of a written Order signed by Three of the Directors.

Inspection of Accounts by Shareholders at stated Times.

XCVII. And be it enacted, That at such Ordinary Meeting the Directors shall produce to the Shareholders assembled such Balance Sheet as aforesaid applicable to the Period immediately preceding such Meeting.

Balance Sheet to be produced.

XCVIII. And be it enacted, That a Book-keeper shall be appointed by the Directors, and such Book-keeper shall enter the Accounts aforesaid in Books to be provided for the Purpose; and every such Book-keeper shall permit any Shareholder to inspect such Books at any reasonable Time during One Fortnight before and One Month after every Ordinary Meeting; and if he fail to permit any such Shareholder to inspect such Books, or take Copies or Extracts therefrom, during the Periods aforesaid, he shall forfeit for every such Offence a Sum not exceeding Twenty Pounds.

Book-keeper to allow Inspection.

XCIX. And be it enacted, That previously to every Ordinary Meeting the Directors shall cause a Scheme to be prepared, showing the Profits (if any) of the Company for the Period current since the immediately preceding Ordinary Meeting, and apportioning the same among the Shareholders according to the Sums paid upon their respective Shares, and shall exhibit such Scheme at such Ordinary Meeting; and at such Meeting a Dividend may be declared according to such Scheme.

Declaration of Dividends.

C. And be it enacted, That no Dividend shall be paid in respect of any Share until all Calls then due in respect of that or of any other

Dividends not to be paid, unless all other Calls paid.

other Share held by the Person to whom such Dividend may be payable shall have been paid.

Power for
Company to
hold Mines
according to
Custom.

CI. And be it enacted, That it shall be lawful for the said Company from Time to Time to obtain, take, and hold, according to the ancient Mineral Usage and Custom prevailing in the *King's Field* within the Soke and Wapentake of *Wirksworth* in the said County of *Derby*, and in no other Right, any Mines, Veins, or Rakes of Lead Ore which the Company, their Servants or Workmen, may discover, cross, or meet with in driving and carrying forward the said Sough, Level, or Water Gate, and also to contract and agree with any Person or Persons for the Purchase of any Mines or Veins of Lead Ore, and also so much of Surface Soil, of, upon, or adjacent to the said Sough or Level or such Mines or Veins as aforesaid, as shall be expedient or convenient for the Erection of Engines or Machinery, or any Edifice or Building, or otherwise for the more effectually carrying forward such Sough or Water Gate, or working any such Mines or Veins, and for dressing, smelting, and making merchantable any Lead Ore to be gotten, raised, or recovered from any such Mines or Veins, and also to sell and dispose of or absolutely alienate any such Mines or Veins, or other Estate or Estates, which they have so purchased in Fee, or taken or held as aforesaid, in such Manner as the Company shall think proper: Provided always, that nothing in this Act contained shall extend or be construed to extend to authorize the Company to enter or to take or use the private Estate or Property of any Person or Persons whomsoever, without the Licence or Authority of the Owners thereof, except so far as the said ancient Mineral Usage and Custom permits and authorizes the same Estates and Premises to be entered upon and taken for the Purposes aforesaid.

Power to
levy Tolls
and Duties.

CII. And be it further enacted, That, in consideration of the great Charges and Expences which the Company must necessarily incur or sustain in carrying forward and maintaining the said Sough, Level, or Water Gate, and other Works, it shall and may be lawful for the Company, and they are hereby authorized, from Time to Time, and at all Times hereafter, to ask, demand, take, recover, or receive, to and for the Use and Benefit of the Company, after Payment thereof to Her Majesty, or Her Lessee or Lessees, of the accustomed Tolls and Duties, and to the Vicar of the Parish of *Wirksworth* for the Time being of the Tithes payable to him, One Sixth Part of all the Lead Ore and Belland which at any Time hereafter shall be got and raised at, in, and from any Mine, Vein, or Rake within the said Parish of *Wirksworth* which now is or which shall at any Time hereafter be drained, relieved, or benefited by such Sough, Level, or Water Gate, or by any Branch or Branches thereof, and which shall be raised or got thereout or therefrom below the Level of a certain other ancient Sough, Level, or Water Gate situate in the Township of *Wirksworth* aforesaid, called the "*Hannage Sough*;" such said Sixth Part of the Lead Ore and Belland shall be delivered, when dressed and made merchantable, by the respective Owners or Proprietors of the Mines or Veins from which the same shall have been raised or gotten, to the Company, without any fraudulent Concealment or wilful

wilful Diminution, and to be discharged and free from all Charges in getting and dressing.

CIII. And be it further enacted, That it shall and may be lawful for the said Directors, whenever they shall think proper, to lessen and reduce the Quantity of Ore to be taken from any Mine, Vein, or Rake, and afterwards from Time to Time again to raise, advance, and vary the same, so as not at any Time to exceed the Amount herein-before set forth and authorized or directed to be delivered and collected. Power to
reduce Rates.

CIV. And be it further enacted, That the Royalties, Rates, Duties, or Tolls hereby authorized to be taken shall be paid or rendered to such Person or Persons, in such Manner, and under such Regulations, as the Company shall from Time to Time direct or appoint; and in case of Refusal or Neglect, on Demand, to pay, render, or deliver such Royalties, Rates, Duties, or Tolls as have accrued due to the Company, or to the respective Persons appointed to receive the same, as aforesaid, the said Company may and they are hereby authorized and empowered to sue for and recover the same, or the Value thereof, with Costs of Suit, in any of Her Majesty's Courts of Record; or it shall be lawful for the Company, or any Person appointed by them, and they are hereby empowered, to stop the loading and sending any Ore or Belland from off the Mines, Veins, or Rakes in respect whereof, or any Part whereof, such Royalties, Dues, Duties, or Tolls shall have respectively accrued due, and to enter upon, seize, and distrain any Part of the Ore or Belland raised or gotten from such Mines, Veins, and Rakes of Lead Ore, or any of the Horses, Carts, Waggons, Gins, Whimsies, Tackling Ropes, Machinery, or Tools used in or about such Mines, Veins, and Rakes of Lead Ore, and to detain the same when so seized and distrained, or any of them, until Payment or Delivery of the said Royalties, Tolls, Dues, or Duties, together with reasonable Charges for such Seizure and Distress; and if such Ore or Belland, Horses, Carts, Waggons, Gins, Whimsies, Tackling, Machinery, Tools, Articles, and Effects shall not be redeemed within Five Days from the taking thereof, the same shall be appraised and sold as the Law directs in Cases of Distress for Rent; any thing in this Act to the contrary thereof notwithstanding. Recovery of
Tolls, &c.

CV. And be it further enacted, That the Owner or several Owners of the said Mines, Veins, or Rakes within the said Parish of *Wirksworth*, which shall be relieved, drained, or benefited by such Sough, Level, or Water Gate, shall render and deliver to the said Company or their Agent, at every Measure or Reckoning which shall be made at such Mines, Veins, or Rakes, a just and true Account of all the Ore that may be got or raised at such Mines, Veins, or Rakes, distinguishing such Portion thereof as may be obtained above the Level of the said *Hannage Sough* from that which may be obtained from below such Level; and that in case such Owner or Owners of the said Mines, Veins, or Rakes shall refuse or neglect so to do, or shall knowingly or wilfully diminish or conceal any Ore so raised or gotten as aforesaid, or shall render and deliver an unjust Account, such Owner or Owners shall for every such Offence forfeit to the Company any Penalty on
Miners for
not rendering a just
Account.

[*Local.*]

23 P

Sum

Sum not exceeding the Sum of Five Pounds, and also Double the Value of the Ore so diminished or concealed as aforesaid.

Power to enter and inspect Mines.

CVI. And for the better ascertaining from what Part or Level or Parts or Levels of such Mines, Veins, or Rakes any Ore may be raised or gotten, and also for the Purpose of better ascertaining what Mines or Veins may have been relieved or benefitted by the aforesaid Undertaking, be it enacted, That it shall be lawful for the Company, by themselves, their Agents or Workmen, at all Times hereafter to enter into and return from all or any of the Mines, Veins, or Rakes within the Parish of *Wirksworth* aforesaid, and the Shafts, Drifts, or Works thereof, as they may think proper, and for that Purpose to make Use of any Gins, Whimsies, Tackling, Ropes, Machines, Apparatus, or Machinery belonging to such Mines, Veins, and Rakes, or the Owners thereof, and to view, search, dial, and measure, and use all other Means for discovering what Mines or Veins shall be so relieved or benefitted, and from what Part or Parts, Level or Levels, of the Mines, Veins, or Rakes the Ore is or shall be from Time to Time raised or gotten.

Penalty on Persons wilfully obstructing the Company in such Inspection.

CVII. And be it enacted, That if any Person shall wilfully obstruct or hinder the Company, or any Officer or Servant of the Company, in entering into or returning from any of the said Mines, Veins, or Rakes of Ore, or the Shafts, Drifts, or Works thereof, or in the making use of the Gins, Whimsies, Tackling, Ropes, Apparatus, or Machinery belonging to the said Mines, Veins, or Rakes of Ore, or to the Owners thereof, or shall otherwise obstruct or hinder the Company, or any such Officer or Servant, in carrying into effect the Objects and Purposes of this Act, such Person or Corporation shall for every such Offence forfeit a Sum not exceeding Five Pounds.

Power to use Mines and Shafts, &c.

CVIII. And for the more easy and commodious carrying on the said Sough, Level, or Water Gate, and the Furtherance and Advancement of the same, be it further enacted, That it shall and may be lawful for the Company, by their Agents and Workmen, from Time to Time and at all Times hereafter, at their own Will and Pleasure, either to work and drive the said Sough, Level, or Water Gate up, in, and through any of the Mines, Veins, or Rakes that now are or shall or may at any Time hereafter be relieved, drained, or benefitted by such Sough, Level, or Water Gate, by cutting or making Shafts, Gates, or Drifts upon, within, or through the same Mines, Veins, or Rakes, or otherwise to take the Benefit and make use of all or any of the Shafts, Drifts, or Works that now are or hereafter shall be dug, made, or wrought by the Proprietors of such Mines in their said Mines, Veins, or Rakes, or any of them, and also all or any of the Engines, Ropes, Tubs, Machinery, or other Apparatus belonging thereto, as the Company shall from Time to Time have Occasion for or require, and to do and perform all Mineral Work whatsoever then and therewith and at their Discretion, at all or any Time or Times as by them shall be judged useful or necessary for the said Sough, Level, or Water Gate, or any Branch or Branches thereof, and the completing and perfecting of the same, and the Maintenance,

Maintenance, Reparation, and Preservation of the Works thereof: Provided always, that nothing herein contained shall authorize and empower the Company, their Agents and Workmen, to use all or any of the said Shafts, Gates, or Drifts, or the Engines, Ropes, Tubs, Machinery, or other Apparatus belonging thereto, when such Mines, Veins, or Rakes are wrought and worked by the Proprietors thereof for or during the Space only of Twelve Hours in every Twenty-four Hours of each Day, such said Twelve Hours to be fixed and determined by the Proprietors of such Mines, Veins, or Rakes respectively.

CIX. Provided always, and be it further enacted, That when and so often as the said Sough, Level, or Water Gate shall not be worked and driven within or through any Mine, Vein, or Rake, the Company shall make Compensation and Satisfaction to the Owner or Owners of any Land (the Consent of such Owner or Owners to enter such Land having been first obtained) in or through which the same Sough, Level, or Water Gate, or any Branch or Branches thereof, shall be worked or driven, for all Losses or Damages which he or they may incur or sustain by reason of the Company working or drawing the said Sough, Level, or Water Gate in or through such Lands as aforesaid; and if any Dispute or Question shall arise between the Company and any such Owner or Owners as aforesaid, the same shall be settled and determined by Two indifferent Persons, the one to be chosen by the Company and the other by such Owner or Owners, and, in case of Disagreement of such Referees so chosen as aforesaid, by an Umpire, to be appointed by them before they proceed in such Reference; and if either of the said Parties shall neglect or refuse to appoint a Referee for the Space of Ten Days after Notice from the other of the said Parties requiring him to do so, or if either of the said Referees shall neglect or refuse to proceed in the said Reference, then the Referee of the other Party shall proceed alone on the said Reference; and if either of the Referees or Umpire shall die, refuse or become incapable to act, then the Party or Parties appointing such Referee or Umpire shall appoint another in the Place or Stead of the Referee or Umpire so dying, refusing or becoming incapable to act as aforesaid; and the Decisions of such Referees, Referee, and Umpire shall be final and conclusive.

Compensation to Land Owners.

CX. And be it enacted, That all the Ore (if any) which shall from Time to Time be raised, got, or won by the Company in the said Mines, Veins, or Rakes belonging to the said Proprietors during the driving forward and Prosecution of the said Sough, Level, or Water Gate in or through such Mines, Veins, or Rakes shall belong to and be delivered to the Owners or Proprietors thereof respectively, upon such Owners or Proprietors paying to the Company One Pound *per* Load as a Compensation for all Costs, Charges, and Expences which they may incur in raising and getting the same.

Ore raised from Mines to belong to the Owner thereof

CXI. Provided always, and be it enacted, That the Company shall make Compensation and Satisfaction to the Owner or Owners of any Mines, Veins, or Rakes, for all Losses or Damages which he or they may

Compensation to be made for Use of Mines, &c.

may incur or sustain by reason of the said Company being authorized and empowered to prosecute and drive the said Sough, Level, or Water Gate upon, in, or through the same Mines, Veins, or Rakes, or for using the Shafts, Drifts, and Gates, or the Engines, Ropes, Tubs, Machinery, or other Apparatus belonging thereto; and if any Dispute or Question shall arise between the Company and any such Owner or Owners as aforesaid, which cannot be settled by their respective Agents, the same shall be settled and determined by Two indifferent Persons skilful in the working of Mines and Minerals, the one to be chosen by the Company, and the other by such Owner or Owners, and, in case of Disagreement of such Referees so chosen as aforesaid, by an Umpire, so skilful as aforesaid, to be appointed by them before they proceed in such Reference; and if either of the said Parties shall neglect or refuse to appoint a Referee for the Space of Ten Days after Notice from the other of the said Parties requiring him to do so, or if either of the said Referees shall neglect or refuse to proceed in the said Reference, then the Referee of the other Party shall proceed alone in the said Reference; and if either of the Referees or Umpires shall die, refuse or become incapable to act, then the Party or Parties appointing such Referee or Umpire shall appoint another in the Place or Stead of the Referee or Umpire so dying or becoming incapable to act as aforesaid; and the Decisions of such Referees, Referee, and Umpire shall be final and conclusive.

Damages and Charges, in case of Dispute, to be settled by Justices.

CXII. And be it further enacted, That where by this Act any Damages or Charges are directed or authorized to be paid or recovered (in addition to any Penalty for any Offence), the Amount of such Damages or Charges, in case of Dispute respecting the same, shall be settled, ascertained, and determined by the Justice of the Peace by or before whom any Offender shall be convicted of any such Offence, who is hereby authorized and required, on Nonpayment thereof, to levy such Damages or Charges by Distress and Sale of the Offender's Goods and Chattels, in manner directed by this Act for the levying of any Penalties or Forfeitures.

Justices may proceed by Summons in the Recovery of Penalties.

CXIII. And be it further enacted, That in all Cases in which by this Act any Penalty or Forfeiture is imposed and made recoverable by Information before a Justice of the Peace, it shall be lawful for any Justice of the Peace to whom Complaint shall be made of any Offence against this Act to summon the Party complained against before him, and on such Summons to hear and determine the Matter of such Complaint, and on Proof of the Offence to convict the Offender, and to adjudge him to pay the Penalty or Forfeiture incurred, and to proceed to recover the same, although no Information in Writing shall have been exhibited or taken by or before such Justice; and all such Proceedings by Summons without Information shall be as good, valid, and effectual to all Intents and Purposes as if an Information in Writing was or had been exhibited.

Recovery and Application of Penalties.

CXIV. And be it further enacted, That all Penalties and Forfeitures for all and every the Offences in this Act mentioned (the Manner of levying and recovering and the Application whereof, and the

the Manner of convicting the Offenders, is not particularly mentioned or directed,) shall be adjudged by and recovered before any Justice of the Peace by the Oath of One Person, or on the Confession of the Party offending; and in default of Payment of such Penalties or Forfeitures the same shall be levied by Distress and Sale of the Offender's Goods and Chattels, by Warrant under the Hand and Seal of such Justice, rendering the Overplus of the Money arising from such Sale (if any), on Demand, to the Party whose Goods and Chattels shall be distrained, the reasonable Charges of such Distress and Sale being first deducted; and the Penalties and Forfeitures, when recovered, shall be paid to the Company as the said Justices shall direct; and in case such sufficient Distress cannot be found, and such Penalties and Forfeitures shall not be forthwith paid upon Conviction, then it shall be lawful for such Justice to order the Offender so convicted to be detained in safe Custody until Return can be conveniently made to such Warrant of Distress, unless the said Offender shall give sufficient Security, to the Satisfaction of such Justice, for his Appearance before him on such Day as shall be appointed for the Return of such Warrant of Distress, such Day not being more than Ten Days from the Time of taking any such Security, and which Security such Justice is hereby empowered to take by way of Recognizance or otherwise; but if upon the Return of such Warrant it shall appear that no such Distress can be had thereupon, or in case it shall appear to the Satisfaction of such Justice, either by the Confession of the Offender or otherwise, that he hath not sufficient Goods and Chattels whereupon such Penalties, Forfeitures, Fines, and Charges can be levied if a Warrant of Distress were issued, such Justice shall not be required to issue such Warrant of Distress, and thereupon it shall be lawful for any such Justice, and he is hereby authorized and required, by Warrant under his Hand and Seal, to commit such Offender to the House of Correction for the said County of *Derby* for any Time not exceeding Three Calendar Months.

CXV. And be it further enacted, That in all Cases in which any Justice of the Peace is authorized by this Act to examine any Person, or to take cognizance of or to hear or determine any Matter or Complaint, it shall be lawful for such Justice and he is hereby required to administer an Oath to or to receive the Affirmation of any Person before he shall be examined by or before such Justice.

Power of Justices to administer Oaths.

CXVI. And for the more easy Conviction of Offenders against this Act, be it further enacted, That a Conviction in the Form or to the Effect following shall be good, without alleging more than the Substance of the Offence; (that is to say,)

Form of Conviction.

‘ to wit. } BE it remembered, That on the Day of
 ‘ One thousand eight hundred and forty
 ‘ is convicted before me, one of Her Majesty's Justices
 ‘ of the Peace for the by virtue of an Act passed in
 ‘ the Year of the Reign of Her Majesty Queen *Victoria*
 ‘ [here insert the Title of this Act], of having [specifying the Offence,
 ‘ and the Time and Place when and where the same was committed, as
 ‘ [Local.] 23 Q the

' *the Case may be*], contrary to the said Act, and for which I do adjudge
 ' the said ~ to have forfeited the Sum of
 ' Given under my Hand and Seal the Day and Year first above
 ' written.'

Appeals to
 be made to
 the Quarter
 Sessions.

CXVII. Provided always, and be it further enacted, That any Person thinking himself aggrieved by the Order or Determination of any Justice of the Peace in pursuance of this Act may appeal to the Justices of the Peace at any General or Quarter Sessions of the Peace to be holden for the said County of *Derby* within Four Calendar Months after the Cause of Appeal shall have arisen, the Person appealing having first given at least Ten Days Notice in Writing of such Appeal, and the particular Nature and the Matter thereof, to the Person appealed against, and forthwith after such Notice entering into a Recognizance before some Justice of the Peace, conditioned to try such Appeal, and to abide the Order and Award of the said Court thereon; and the said Justices, upon due Proof of such Notice and Recognizance having been given and entered into, shall, in a summary Way, hear and determine such Complaint at such General or Quarter Sessions of the Peace, or, if they think proper, may adjourn the Hearing thereof to the next General or Quarter Sessions of the Peace, and if they see Cause may mitigate any Forfeiture or Fine, and may order any Money to be returned which shall have been levied in pursuance of such Order or Determination, and shall and may also award such further Satisfaction to be made to the Party injured, or such Costs to either of the Parties, as they shall think reasonable and proper; and all such Determinations of the said Justices at such General or Quarter Sessions shall be binding, final, and conclusive upon all Parties to all Intents and Purposes whatsoever.

Proceedings
 to be within
 Six Calendar
 Months.

CXVIII. And be it further enacted, That no Person shall be subject or liable to the Payment of any of the Penalties or Forfeitures inflicted by virtue of this Act for any Offence against this Act, unless Information respecting such Offence shall have been lodged before some Justice of the Peace within Six Calendar Months next after such Offence committed.

Compelling
 Attendance
 of Witnesses.

CXIX. And be it further enacted, That if any Person shall be summoned as a Witness before any Justice of the Peace touching any Matter contained in any Information or Complaint for any Offence against this Act, either on behalf of the Prosecutor or on behalf of the Person accused, and shall refuse or neglect (without a reasonable Excuse) to appear from Time to Time at the Time and Place to be for that Purpose appointed, after having been paid or tendered a reasonable Sum of Money for his Costs and Expences, or appearing shall refuse to be examined upon Oath, or in case of a Quaker on solemn Affirmation, and to give Evidence before such Justice, then and in every such Case every such Person shall forfeit and pay for every such Offence any Sum not exceeding Ten Pounds.

Persons
 making false
 Declarations

CXX. And be it further enacted, That where in this Act a Declaration shall be used for the Purpose of Confirmation of written
 Instruments

Instruments or Allegations, or of the Execution of Deeds or other Matters, the same shall be made in the Form prescribed in the Schedule to an Act passed in the Fifth and Sixth Years of the Reign of His late Majesty King *William* the Fourth, intituled *An Act to repeal an Act of the present Session of Parliament, intituled 'An Act for the more effectual Abolition of Oaths and Affirmations taken and made in various Departments of the State, and to substitute Declarations in lieu thereof, and for the more entire Suppression of voluntary and extra-judicial Oaths and Affidavits;'* and to make other Provisions for the Abolition of unnecessary Oaths, or as near thereto as the Circumstances of the Case will admit, and shall be of the like Force and Effect as if an Affidavit or Affirmation in Writing had been made; and if any Declaration so made shall be false or untrue in any material Particular, the Person wilfully making such false Declaration shall be deemed guilty of a Misdemeanor.

to be guilty of Misdemeanor.

CXXI. And be it further enacted, That where any Distress shall be made for any Sum of Money to be levied under the Authority of this Act, the Distress itself shall not be deemed unlawful, nor shall the Party making the same be deemed a Trespasser on account of any Defect or Want of Form in any Proceeding relating thereto, nor a Trespasser *ab initio* on account of any subsequent Irregularity in the prosecuting of such Distress, but the Person aggrieved by such Irregularity may recover Satisfaction for special Damages by an Action on the Case.

Distress not unlawful for Want of Form.

CXXII. And be it further enacted, That no Proceedings to be had touching the Conviction of any Offender against this Act, or any Judgment or Determination to be made, or any other Matter or Thing to be done or transacted, in or relating to the Execution of this Act, shall be vacated or quashed for Want of Form only, or be removed by Certiorari, or any other Writ or Process whatsoever, into any of Her Majesty's Courts of Record at *Westminster*; any Law or Statute to the contrary notwithstanding.

Proceedings not to be quashed for Want of Form, or removed by Certiorari.

CXXIII. And be it further enacted, That in all Cases wherein it may be requisite to serve any Notice upon the said Company, or any Writ or Summons, or any Proceedings at Law or in Equity, the Service of a Copy thereof upon the Clerk to the said Company, or left at his last or usual Place of Abode, or in case the same shall not be found or known, then upon any One of the said Directors, shall be deemed good and sufficient Service of the same respectively on the said Company.

Directions as to Service of Notices, &c.

CXXIV. Provided always, and be it further enacted, That the said Company shall not have any Right, Power, or Authority to drain, draw off, or divert or interfere with the Use and Enjoyment of any Water which the said Soughers would not have had before the passing of this Act, and as if this Act had not been passed.

Limiting Power of the Company to draw off Water.

CXXV. Provided also, and be it further enacted, That not any thing herein contained shall extend, or be deemed, construed, or taken

This Act not to injure the Custom of Mining.

taken to extend, to prejudice, lessen, or defeat the Right, Title, or Interest of the Queen's most Excellent Majesty, or of Her Lessee or Lessees for the Time being, in or to the Duty of Lot and Cope, or other Duties upon Lead Ore or Lead Mines within the said Parish, as being within the Wapentake of *Wirksworth*, or to alter, vary, injure, or prejudice the Custom of Mining, or the Right of Her Majesty, or Her Lessee or Lessees, to exercise the same within the said Parish, or any of the Laws, Articles, Customs, Rules, or Orders relating thereto, but that the same Rights, Customs, Laws, Articles, Rules, and Orders relating to the Mines and Miners, and the due working of the same Mines, within the said Wapentake of *Wirksworth*, shall remain, continue, and be in the like Force, Vigour, and Effect as the same were in immediately before and at the Time of the passing of this Act.

General
Saving of
Rights.

CXXVI. Saving always to the Queen's most Excellent Majesty, Her Heirs and Successors, as well in right of Her Crown as in right of Her Duchy of *Lancaster*, and to all and every other Persons and Person, and Bodies Politic, Corporate, and Collegiate, his, her, and their Heirs, Successors, Executors, and Administrators respectively, all such Estate, Right, Title, and Interest as She, they, every or any of them, could or ought to have had and enjoyed in case this Act had not been passed.

Interpreta-
tion Clause.

CXXVII. And be it enacted, That in this Act the following Words and Expressions shall have the several Meanings hereby assigned to them, unless there shall be something in the Subject or Context repugnant to such Construction :

Words importing the Singular Number shall include the Plural Number, and Words importing the Plural Number shall import the Singular Number :

The Expression "Superior Courts" shall mean Her Majesty's Superior Courts of Record at *Westminster* :

The Word "Month" shall mean Calendar Month :

The Word "Person" shall include Corporation, whether Aggregate or Sole :

Words importing the Masculine Gender shall include Females :

The Word "Secretary" shall include the Word Clerk :

The Word "Land" shall extend to Messuages, Lands, Tenements, and Hereditaments of any Tenure :

The Word "Justice" shall mean Justice of the Peace for the County of *Derby* :

The Expression "the Company" shall mean the Company incorporated by this Act :

The Expression "the Director and the Secretary" shall mean the Director and Secretary respectively of such Company.

Public Act.

CXXVIII. And be it enacted, That this Act shall be a Public Act, and shall be judicially taken notice of as such.

SCHE.

SCHEDULES referred to by the foregoing Act.

SCHEDULE (A.)

FORM OF CERTIFICATE OF SHARE.

“ The Meerbrook Sough Company.”

Number
This is to certify, That *A.B.* of _____ is the Proprietor of
the Share Number _____ of the “ Meerbrook Sough Company,”
subject to the Regulations of the said Company. Given under the
Common Seal of the said Company the _____ Day of
in the Year of our Lord _____

SCHEDULE (B.)

FORM OF TRANSFER OF SHARES.

I _____ of _____ in consideration of the Sum of
_____ paid to me by _____ of
do hereby transfer to the said _____ Share [or Shares]
numbered _____ in the Undertaking called “ The Meerbrook
Sough Company,” to hold unto the said _____ his Executors,
Administrators, and Assigns, [or Successors and Assigns,] subject to
the several Conditions on which I held the same at the Time of the
Execution hereof: And I the said _____ do hereby agree
to take the said Share [or Shares] subject to the same Conditions.
As witness our Hands and Seals the _____ Day of _____

SCHEDULE (C.)

FORM OF PROXY.

A.B. of _____ one of the Proprietors of “ The Meerbrook
Sough Company,” doth hereby appoint *C.D.* of _____ to be
the Proxy of the said *A.B.*, in his Absence to vote in his Name
upon any Matter relating to the Undertaking proposed at the
Meeting of the Proprietors of the said Company to be held on
[Local.] _____ 23 R _____ the

4° & 5° VICTORIÆ, Cap. lxxxviii.

the Day of next, in such Manner as
he the said *C.D.* doth think proper. In witness whereof the said
A.B. doth hereunto set his Hand [*or if a Corporation, say, the Com-*
mon Seal of the Corporation] the Day of One
thousand eight hundred and 1841.

LONDON: Printed by GEORGE E. EYRE and ANDREW SPOTTISWOODE,
Printers to the Queen's most Excellent Majesty. 1841.