



CHAPTER lxxxvi.

An Act for incorporating and conferring powers on the Sandbach Gas Company. A.D. 1884.
[3rd July 1884.]

WHEREAS certain persons under a deed of settlement dated the 5th day of May 1847 formed themselves into a gas company under the name of "The Sandbach Gas Light and Coke Company" (herein-after called "the original Company") for the purpose of supplying the town of Sandbach in the county of Chester and the neighbourhood thereof with gas :

And whereas such Company was on the 26th day of February 1849 completely registered in pursuance of the provisions of the Act 7th and 8th Victoria intituled "An Act for the registration of incorporation and regulation of Joint Stock Companies" and was subsequently incorporated under the Joint Stock Companies Act 1856 on the 1st day of November 1856 :

And whereas the present share capital of the original Company consists of 4,240*l.* divided into 424 shares of 10*l.* which has been subscribed for and allotted and has all been paid up :

And whereas the original Company has expended out of the profits of the undertaking various sums of money amounting in the whole to upwards of 1,200*l.* upon the improvement and extension of their works mains and other appliances for the manufacture storage and distribution of gas and upon other matters relating to the lighting of the said town of Sandbach and the neighbourhood thereof with gas :

And whereas the original Company have no mortgage debt :

And whereas it is reasonable that stock representing the amount of the sum so expended out of profits upon improvements and extensions as aforesaid should be created and should be distributed rateably among the present shareholders of the original Company in the manner and under the conditions herein-after set forth :

And whereas the original Company have acquired the piece of land described in the First Schedule to this Act and erected gas-

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works thereon and have from time to time improved and enlarged the same with the capital raised by them and are now supplying gas within the district aforesaid :

And whereas the demand for gas in the district supplied by the original Company has increased and is increasing and other townships and places in the neighbourhood thereof are wholly without a supply of gas and it is expedient that the works of the original Company should be increased and improved and their mains and limits of supply extended and that additional land should be acquired and additional capital provided for such improvement and extension :

And whereas it is expedient that the original Company should be dissolved and re-incorporated with further powers :

And whereas it is expedient that the Company to be incorporated by this Act (in this Act called "the Company") be authorised to purchase and acquire by compulsion or otherwise for the purposes of their undertaking the lands described in the Second Schedule to this Act which adjoin the existing gasworks of the original Company and on such lands to extend their existing gasworks and erect new works :

And whereas a plan of the lands which may be purchased by compulsion for the purposes and under the powers of this Act and a book of reference to such plan containing the names of the owners and lessees or reputed owners and lessees and of the occupiers of the said lands were duly deposited with the clerk of the peace for the county of Chester and are herein-after respectively referred to as the deposited plan and book of reference :

And whereas the objects aforesaid cannot be effected without the authority of Parliament :

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

Short title.

1. This Act may be cited as the Sandbach Gas Act 1884.

Incorporation of Acts.

2. The Gasworks Clauses Act 1847 and Part I (cancellation and surrender of shares) of the Companies Clauses Act 1863 and the Lands Clauses Consolidation Acts 1845 1860 and 1869 as amended by the Lands Clauses (Umpire) Act 1883 are subject to the provisions of this Act incorporated with and form part of this Act and the Gasworks Clauses Act 1871 shall apply to the existing undertaking of the original Company as if the same had been authorised by this Act.

Interpretation clause.

3. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated here-

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

4. The limits of this Act shall be and include the townships of Sandbach Bradwall Wheelock Betchton Hassall and Arclid in the parish of Sandbach and the townships of Elton and Moston in the parish of Warmingham all in the county of Chester.

Limits of Act.

5. Nothing in this Act contained shall be construed or operate to prevent or affect the right of the Cheshire Amalgamated Salt Works Company Limited their successors or assigns from manufacturing and supplying gas for the purposes of their works or the supply of their agents or tenants and any other person or persons or premises who or which shall at the time of the passing of this Act be supplied with gas by the said limited Company.

Saving rights of the Cheshire Amalgamated Salt Works Company.

6. From and after the passing of this Act the original Company shall be dissolved and the several persons and corporations who immediately before the passing of this Act were members of that Company and all other persons and corporations who have subscribed to or who shall hereafter become proprietors in the undertaking of the Company and their executors administrators successors and assigns respectively shall be and they are hereby united into a Company for the purposes herein-after mentioned and shall be incorporated by the name of the Sandbach Gas Company and by that name shall be a body corporate with perpetual succession and a common seal with power to purchase take hold and dispose of lands and other property for the purposes of this Act.

Incorporation of Company.

7. The Company shall be established for the purpose of manufacturing gas and for supplying gas within the limits of this Act for public and private purposes of light heat or motive power and for cooking food and for any other purposes for which gas is suitable

General purposes of the Company.

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and for the purpose of utilising and distributing materials used in and about the manufacture of gas as aforesaid and of residual products arising from such manufacture and for converting such products into other materials and for dealing selling and disposing of lime coke tar asphaltum chemicals and other residual and manufactured products and other matters and things and for manufacturing purchasing or hiring and supplying gas meters stoves fittings and other apparatus and for carrying on the business usually carried on by gas companies or incidental thereto.

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

8. Subject to the provisions of this Act all the lands gasworks erections buildings rights and easements which immediately before the passing of this Act were vested in the original Company or any person in trust for them or to which the original Company were in anywise entitled and all mains and pipes plant plugs lamps irons retorts gauges meters lamp-posts syphons apparatus stock effects matters and things which have been by them purchased provided laid down erected or placed in any place or house within the limits of this Act or which immediately before the passing of this Act were the property of the original Company and all moneys securities credits effects and other property whatsoever which immediately before the passing of this Act belonged to the original Company or to any trustee on their behalf and the benefit of all contracts and engagements entered into by or on behalf of the original Company and immediately before the passing of this Act in force shall be and the same are hereby vested in the Company to the same extent and for the same estate and interest as the same were previously to the passing of this Act vested in the original Company or any trustee on their behalf and may according to the provisions of this Act be held and enjoyed sued for and recovered maintained altered discontinued removed dealt with and disposed of by the Company as they think fit.

Deed of
settlement
&c. of the
original
Company to
be void with-
out pre-
judice to
remedies for
antecedent
breaches.

9. Subject to the provisions of this Act the deed of settlement of the fifth day of May one thousand eight hundred and forty-seven shall be wholly void and the Company and the shareholders shall be exempted from all the provisions restrictions and requirements of any Act which applied to the original Company and the members thereof as such but nothing in this Act contained shall release or discharge any person from any liability or obligation in respect of any breach of the provisions of the said deed of settlement but such liability or obligation in respect of any such breach shall continue and save as in this Act otherwise provided may be enforced by or on behalf of the Company as nearly as may be in like manner as the same might have been enforced by or on behalf of the original Company if this Act had not been passed.

10. Except as is by this Act specially provided everything before the passing of this Act done or suffered by or with reference to the original Company or the members thereof as such shall be as valid as if the Company had not been incorporated and the said deed of settlement had not been avoided by this Act and such incorporation and avoidance and this Act respectively shall accordingly be subject and without prejudice to everything so done or suffered and to all rights liabilities claims and demands both present and future which if the Company were not incorporated and the said deed of settlement were not avoided by this Act and this Act were not passed would be incident to or consequent on any and everything so done or suffered and with respect to all such rights liabilities claims and demands the Company and its shareholders and property shall to all intents and purposes represent the original Company and the members thereof as such and the property of the original Company as the case may be and the generality of this enactment shall not be restricted by any of the other clauses and provisions of this Act.

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Nothing to affect previous rights and liabilities.

11. Except as is by this Act otherwise specially provided all purchases sales conveyances grants assurances deeds contracts bonds and agreements entered into or made before the passing of this Act by to or with the original Company or any trustees or persons acting on behalf of the original Company or by to or with any other person to whose rights and liabilities they have succeeded and now in force shall be as binding and of as full force and effect in every respect against or in favour of the Company and may be enforced as fully and effectually as if instead of the original Company or the trustees or persons acting on behalf of the original Company the Company had been a party thereto.

Contracts prior to Act to be binding.

12. Nothing in this Act contained shall release discharge or suspend any action suit or other proceeding at law or in equity which was pending by or against the original Company or any member thereof in relation to the affairs of the original Company or to which the original Company or any member thereof in relation to such affairs were parties immediately before the passing of this Act but such action suit or other proceeding may be maintained prosecuted or continued by or in favour of or against the Company (as the case may be) in the same manner and as effectually and advantageously as the same might have been maintained prosecuted or continued by or in favour of or against the original Company or any member thereof if this Act had not been passed the Company and the shareholders therein being in reference to the matters aforesaid in all respects substituted for the original Company and its members respectively.

Actions &c. not to abate.

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Trustees of
original
Company
to be in-
demnified.

13. Every trustee or other person in whom or in whose name any lands works buildings easements rights property or effects belonging to the original Company were vested immediately before the passing of this Act and who (being authorised so to do) entered into any bond covenant contract or engagement in respect of the same or otherwise on behalf of the original Company shall be indemnified out of the funds and property of the Company against all liability (including costs charges and expenses) which he may sustain or incur or be put unto by reason of his having entered into such bond covenant contract or engagement.

Company to
satisfy
liabilities
of original
Company.

14. From and after the passing of this Act and except as is by this Act otherwise expressly provided the Company shall in all respects be subject to and shall discharge all obligations and liabilities to which the original Company immediately before the passing of this Act were subject and shall indemnify the members directors officers and servants of the original Company and their respective representatives from all such obligations and liabilities and from all expenses and costs in that behalf.

Recovery
of gas rents
&c.

15. All gas rents and sums of money which immediately before the passing of this Act were due or accruing to the original Company shall be payable to and may be collected and received by the Company in like manner as if they had become payable for the like matters supplied or done under this Act.

As to pay-
ment of
debts owing
before
passing of
Act.

16. All persons who immediately before the passing of this Act owed any money to the original Company or to any person on their behalf shall pay the same with all interest (if any) due or accruing upon the same to the Company and all debts and moneys which immediately before the passing of this Act were due or recoverable from the original Company or for the payment of which the original Company were or but for this Act would be liable shall be paid with all interest (if any) due or accruing upon the same by or be recoverable from the Company.

Certificates
&c. to re-
main in
force.

17. Notwithstanding the avoidance of the said deed of settlement all certificates (until cancelled by the powers of this Act) sales transfers and dispositions heretofore made or executed under them for and with respect to any shares in the original Company shall remain in full force and continue and be available in all respects as if they had not been avoided.

Books &c.
continued
evidence.

18. All documents books and writings which if the said dissolution and avoidance had not taken place would have been receivable in evidence shall be admitted as evidence in all courts of law and equity and elsewhere notwithstanding such dissolution and avoidance.

19. All officers and servants of the original Company who were in office immediately before the passing of this Act shall hold and enjoy their respective offices and employments together with the salaries and emoluments thereunto annexed until they shall resign the same or be removed therefrom by the Company and shall be subject and liable to the like conditions obligations pains and penalties and to the like powers of removal and to the like rules restrictions and regulations in all respects whatsoever as if they had been appointed under this Act.

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Officers to continue until removal.

20. The books kept by the original Company for entering the names and designations of the members thereof with the numbers of their shares and the proper distinguishing number of such shares shall and may continue to be kept for the same purpose by the Company and shall until some other register of share or stockholders shall be provided by the Company be taken and considered as the register of shareholders required to be kept by the Companies Clauses Consolidation Act 1845.

Present register of members to be continued.

21. The capital of the Company shall be fourteen thousand eight hundred and seventy-six pounds being the aggregate of the following sums:—

Capital.

A.—(1.) Capital stock to the amount of four thousand two hundred and forty pounds being the capital of the original Company:

(2.) Capital stock to the amount of six hundred and thirty-six pounds being stock created in respect of moneys expended by the original Company out of profits upon extensions and improvements the above-mentioned amounts of capital (making in the aggregate the sum of four thousand eight hundred and seventy-six pounds) shall be deemed fully paid up and shall form and be herein-after called the original stock of the Company;

B.—Capital stock to the amount of ten thousand pounds by this Act authorised to be created as herein-after mentioned and herein-after called “new stock” of the Company.

22. The original stock is by this Act appropriated to and vested in the several persons who immediately before the passing of this Act were the registered members of the original Company in substitution for the existing shares of the original Company and such stock shall be distributed between such persons in proportion to the number of shares to which such persons were then entitled and so that every holder of one of such shares shall receive original stock to the amount of eleven pounds ten shillings and so on in proportion and such stock shall be subject and liable to the same trusts powers provisions declarations and agreements charges liens and incumbrances as

Vesting of original stock in present shareholders.

A.D. 1884. immediately before the passing of this Act affected the share for which the same is substituted and so as to give effect to and not revoke any deed will or other instrument affecting the same and every such deed will or other instrument shall take effect with reference to a proportionate amount of the stock so substituted.

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

23. The Company shall call in and cancel the existing certificates of shares in the original Company and issue in lieu thereof certificates in the form and under the conditions prescribed by the Companies Clauses Consolidation Act 1845 but the holders of such existing certificates of shares shall not be entitled to any certificates of proprietorship under this Act until they shall have delivered up to the Company to be cancelled the certificates of proprietorship issued to them before the passing of this Act or shall have proved to the reasonable satisfaction of the Company the loss or destruction thereof.

Power to Company to raise additional capital.

24. The Company may from time to time raise the additional capital or new stock not exceeding in the whole ten thousand pounds by the creation and issue of new ordinary stock or new preference stock or partly in one mode and partly in the other but no such stock shall vest in the person or corporation accepting the same unless and until the full nominal amount of the same together with any premiums obtained upon the sale thereof shall have been paid in respect thereof: Provided that it shall not be lawful for the Company to create and issue under the powers of this Act any greater nominal amount of capital than shall be sufficient to produce including any premiums which may be obtained on the sale thereof the sum of ten thousand pounds: Provided also that the Company shall not create and issue within the year following the passing of this Act any greater nominal amount of capital than shall be sufficient to produce in manner aforesaid two thousand five hundred pounds or within any subsequent year two thousand five hundred pounds.

Authorised capital for any year not raised amount may be made up.

25. If in any year or years the Company have not created and issued capital to the full amount herein-before prescribed in relation to such year or years they may in any subsequent year create and issue in addition to the amount prescribed for such year such a nominal amount of capital as shall be sufficient together with the amount then raised to produce in manner aforesaid two thousand five hundred pounds in respect of the year following the passing of this Act and two thousand five hundred pounds in respect of every subsequent year then expired.

Profits of the Company limited.

26. The Company shall not in any one year make out of their profits any larger dividend on the additional capital to be raised

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under the powers of this Act than seven pounds in respect of every one hundred pounds actually paid up of such capital as shall be issued as ordinary capital or six pounds in respect of every one hundred pounds actually paid up of such capital as may be issued as preference capital.

27. In case in any half year the net revenues of the Company applicable to dividend shall be insufficient to pay the full amount of the prescribed maximum rate of dividend on each class of ordinary stock in the capital of the Company a proportionate deduction shall be made in the dividend of each class.

Dividends on different classes of stock to be paid proportionately.

28. Notwithstanding anything in this Act contained the Company shall when any new stock created under the powers of this Act is to be issued and before offering the same to the holder of any other stock in the Company and whether the ordinary stock of the Company is at a premium or not offer the same for sale by public auction or by tender in such manner at such times and subject to such conditions of sale as the Company shall from time to time determine: Provided that at any such sale no single lot shall comprise more than one hundred pounds nominal value of stock and that the reserved price put upon such stock shall not be less than the nominal amount thereof and notice of the amount of such reserved price shall be sent by the Company in a sealed letter to the Board of Trade not less than twenty-four hours before the day of auction or the last day for the reception of tenders as the case may be and such letter may be opened after such day of auction or last day for the reception of tenders and not sooner and provided that no priority of tender shall be allowed to any holder of stock in the Company.

New stock to be offered by auction or tender.

29. It shall be one of the conditions of any sale of stock under this Act that the whole nominal amount thereof together with any premiums given by any purchaser at such sale shall be paid to the Company within three months after such sale.

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

30. The intention to sell any such stock by auction or by tender shall be communicated in writing to the clerk to the Local Board of Sandbach and to the secretary of the Committee of the London Stock Exchange at least twenty-eight days before the day of auction or the last day for the reception of tenders as the case may be and notice of such intention shall be duly advertised once in each of two consecutive weeks in one or more local newspapers circulated within the said district.

As to notice to be given as to sale &c. of stock.

31. When any stock created under the powers of this Act has been offered for sale by auction or tender and not sold the same shall be offered at the reserved price put upon the same for the purpose of sale by auction or tender to the holders of ordinary stock of

Stock not sold by auction or by tender to be offered to stockholders.

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the Company in manner provided by the Companies Clauses Act 1863: Provided always that any stock so offered and not accepted within the time prescribed by the said Act shall again be offered for sale by public auction or by tender in the manner and subject to the provisions of this Act with respect to the sale of stock created under the powers of this Act.

Application
of premium
arising on
issue of
stock.

32. Any sum of money which shall arise from the issue of any such stock by way of premium after deducting therefrom the expenses of and incident to such issue shall not be considered as profits of the Company but shall be expended in extending or improving the works of the Company or in paying off money borrowed or owing on mortgage by the Company and shall not be considered as part of the capital of the Company entitled to dividend.

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

33. If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to pay the standard rates of dividend the excess beyond the sum necessary for that purpose may from time to time to the extent of one per centum per annum upon the paid up capital of the Company be invested in Government or other securities and the dividends and interest arising from such securities shall also be invested in the same or like securities in order that the same may accumulate at compound interest until the fund so formed amounts to a sum equal to one twentieth of the paid up capital of the Company which sum shall form an insurance fund to meet any extraordinary claim demand or charge which may at any time arise against or fall upon the Company from accidents strikes or other circumstances which in the opinion of a justice due care and management could not have prevented and if such fund be at any time reduced it may thereafter be again made up to the said sum and so from time to time as often as such reduction shall happen: Provided that when and so often as the said fund shall reach one-twentieth part of the paid up capital the interest thereon shall be carried to the credit of the sum available for dividend: Provided also that resort may from time to time be had to the insurance fund to meet any extraordinary claim demand or charge as aforesaid although such fund may not at the time have reached or may have been reduced below the full amount of one-twentieth as aforesaid.

Application
of excess of
profits over
standard
rates of
dividend.

34. If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to pay the standard rates of dividend on the ordinary stock of the Company the excess or such portion of it as is not carried to the insurance fund shall be carried to the credit of the divisible profits of such undertaking for the next following year.

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35. Where in any year the amount of the standard rates of dividend of the Company on the ordinary stock of the Company shall by reason of a diminution of the standard price charged by the Company in such year be increased then out of the amount of the divisible profits of the Company applicable to the payment of such increase the Company may in such year set apart such sum as they shall think fit and all sums (if any) so set apart by the Company and any reserve or other fund of the Company existing at the passing of this Act may be invested in Government or other securities and the dividends and interest arising from such securities may also be invested in the same or the like securities in order that the same may accumulate at compound interest and the fund so formed shall be called "the reserve fund" and shall be applicable to the payment of dividend in any year in which the clear profits of the Company shall be insufficient to enable the Company in such year to pay the standard rates of dividend on the ordinary stock of the Company and save as in this Act otherwise provided no sum shall in any year be carried by the Company to any reserve fund.

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

36. The Company may at any time and from time to time after the passing of this Act borrow on mortgage of the undertaking in respect of the original capital of four thousand eight hundred and seventy-six pounds any sum not exceeding in the whole one thousand pounds.

Power to borrow in respect of original capital.

37. In addition to the sum of one thousand pounds which the Company are authorised to borrow by the last preceding section they may from time to time borrow on mortgage in respect of the additional capital of ten thousand pounds by this Act authorised to be raised any sums not exceeding in the whole two thousand five hundred pounds: Provided that the aggregate amount so borrowed shall not at any time exceed one-fourth part of the amount of such additional capital actually paid up for the time being and that no part thereof shall be borrowed until the Company have proved to the justice who is to certify under the fortieth section of the Companies Clauses Consolidation Act 1845 before he so certifies that the capital in respect of which such borrowing powers are sought to be exercised has been paid up and upon production to such justice of the books of the Company and of such other evidence as he shall think sufficient he shall grant a certificate that the proof aforesaid has been given which certificate shall be sufficient evidence thereof.

Power to borrow in respect of additional capital.

38. The mortgagees of the undertaking may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the

Appointment of receiver.

A.D. 1884. amount owing to the mortgagees by whom the application for a receiver is made shall not be less than one hundred pounds in the whole.

As to conversion of borrowed money into capital.

39. The Company shall not have power to raise the money by this Act authorised to be borrowed on mortgage or by the issue of debenture stock or any part thereof by the creation of stock instead of borrowing or to convert into capital the amount borrowed under the provisions of this Act unless in either case all dividends upon the stock whether ordinary or preferential are limited to a rate not exceeding five pounds per centum per annum.

Debenture stock.

40. The Company may create and issue debenture stock subject to the provisions of Part III. of the Companies Clauses Act 1863 but notwithstanding anything therein contained the interest of all debenture stock and of all mortgages at any time created and issued or granted by the Company under this or any subsequent Act shall subject to the provisions of any subsequent Act rank *pari passu* (without respect to the dates of the securities or of the Acts of Parliament or resolutions by which such stock and mortgages were authorised) and shall have priority over all principal moneys secured by such mortgages.

Application of moneys.

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

Priority of mortgages over other debts.

42. All moneys raised or to be raised by the Company on mortgage or debenture stock under the provisions of this Act shall have priority against the Company and the property from time to time of the Company over all other claims on account of any debts incurred or engagements entered into by them after the passing of this Act: Provided always that this priority shall not affect any claim against the Company or their property in respect of any rent-charge granted or to be granted by them in pursuance of the Lands Clauses Consolidation Act 1845 or the Lands Clauses Consolidation Acts Amendment Act 1860 or in respect of any rent or sum reserved by or payable under any lease granted or made to the Company in pursuance of any Act relating to the Company which is entitled to rank in priority to or *pari passu* with the interest on their mortgages or debenture stock nor shall anything in this section contained affect any claim for land taken used or occupied by the Company for the purposes of the Company's undertaking and works or injuriously affected by the construction thereof or by the exercise of any powers conferred on the Company.

First ordinary meeting.

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

44. The number of directors shall be seven but the Company may from time to time reduce the number provided the number be not less than five.

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Number of directors.

45. The qualification of a director shall be the possession in his own right of stock of the Company of the nominal value of not less than fifty pounds.

Qualification of directors.

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

Quorum.

47. Robert Shaw, George Bowcock, Samuel Gilbert, James Carless, William Foden, James Duckett and Elisha Lees shall be the first directors of the Company and shall continue in office until the first ordinary meeting held after the passing of this Act. At that meeting the shareholders present in person or by proxy may either continue in office the directors appointed by this Act or any of them or may elect a new body of directors or directors to supply the place of those not continued in office the directors appointed by this Act being if qualified eligible for re-election and at the first ordinary meeting to be held in every year after the first ordinary meeting the shareholders present in person or by proxy shall (subject to the power herein-before contained for reducing the number of directors) elect persons to supply the places of the directors then retiring from office agreeably to the provisions of the Companies Clauses Consolidation Act 1845 and the several persons elected at any such meeting being neither removed nor disqualified nor having died or resigned shall continue to be directors until others are elected in their stead in manner provided by the same Act.

First directors.

48. The proprietors of any stock forming part of the capital of the Company as declared by this Act or to be raised under the authority of this Act shall be entitled to votes according to the following scale (that is to say) :—

Scale of voting.

Every holder of any or every class of stock of the various classes of stock of whatever description forming part of the capital of the Company of the aggregate nominal amount of ten pounds and upwards shall have one vote for every ten pounds worth of stock up to one hundred pounds ;

Every holder of any or every class of stock of the various classes of stock of whatever description forming part of the capital of the Company of an aggregate nominal amount exceeding one hundred pounds and upwards shall in addition to the votes which they are entitled to under the previous paragraph be entitled to one further vote for every fifty pounds worth of stock exceeding one hundred pounds up to one thousand pounds ;

Every holder of any or every class of stock of the various classes of stock of whatever description forming part of the capital of

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the Company of an aggregate nominal amount exceeding one thousand pounds shall in addition to the votes which they are entitled to under the two previous paragraphs be entitled to one further vote for every one hundred pounds worth of stock exceeding one thousand pounds ;

Holders of less amount of stock than ten pounds shall not be entitled to vote.

Power to
take lands.

49. Subject to the provisions of this Act the Company may enter upon take and use such of the lands delineated on the deposited plan and described in the deposited book of reference and in the Second Schedule to this Act as they may require for the purposes of this Act.

Company
not to
exercise
compulsory
powers after
expiration
of three
years.

50. The powers of the Company for the compulsory purchase of lands for the purposes of this Act shall not be exercised after the expiration of three years from the passing of this Act and for the purposes of section 127 of the Lands Clauses Consolidation Act 1845 the prescribed period shall be seven years from the passing of this Act.

Powers as
to construc-
tion and
maintenance
of gasworks
&c.

51. Subject to the provisions of this Act the Company from time to time may maintain alter improve enlarge extend and renew or discontinue their existing gasworks upon the lands on which the same are erected or any part thereof and which are described in the First Schedule to this Act and also upon the other lands described in the Second Schedule and they may also erect lay down provide and from time to time maintain alter improve enlarge extend and renew or discontinue additional and other gasworks retorts gasometers receivers drains sewers mains pipes meters lamps lamp-posts burners stop-cocks machinery and other works and apparatus and conveniences and may do all such acts as they may think proper for making and storing gas and for supplying gas within the limits of this Act and may make store and supply gas accordingly and may manufacture sell provide and deal in coke tar pitch asphaltum ammonia ammoniacal oil and all other products and materials resulting from the conversion of such products or the residuum of any materials employed in or resulting from the manufacture of gas and also meters fittings tubes pipes and other articles and things in any way connected with gasworks or with the supply of gas as they may from time to time think fit.

Powers to
purchase
lands by
agreements.
Gas not to
be manu-
factured

52. The Company may for the purposes of their undertaking purchase take and hold by agreement but not otherwise in addition to the lands described in the schedules to this Act any lands and hereditaments not exceeding in the whole five acres which the Company may from time to time require for the purposes of their

works and undertaking but no lands shall be used by the Company for the purposes of manufacturing gas or residual products except the lands described in the schedules to this Act.

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—
except on
lands
scheduled.
Company
may acquire
patent
rights.

53. The Company may acquire hold and use patent rights or licenses not being exclusive for the use of inventions in relation to the manufacture of gas or in relation to the distribution or supply of gas and also in relation to the manufacture conversion or utilisation of residual products and materials arising in or resulting from the manufacture of gas.

54. The Company with the consent of the owner and occupier of any building may lay any pipe branch or any other necessary apparatus from any main or branch pipe into through or against such building for the purpose of lighting it and may with the like consent provide and set up any apparatus necessary for securing to such building a proper and complete supply of gas and for measuring and ascertaining the extent of such supply and may from time to time with the like consent repair replace alter discontinue and remove any such branch or apparatus.

Power to
lay pipes
against
buildings.

55. The following provisions for the protection of the London and North-western Railway Company shall have full force and effect and be binding upon the Company and their assigns:—

For the
protection
of the
London and
North-
western
Railway
Company.

In laying down executing or in effecting the repairs and renewals of any mains pipes or other works upon across over under or in any way affecting the railways lands or property now or hereafter belonging to or used or occupied by the said railway company or the bridges approaches viaducts stations or other works or any level crossings of such railway company the same shall be done under the superintendence and to the reasonable satisfaction of the principal engineer of the said railway company and only according to such plans to be submitted to and in such manner as shall be previously reasonably approved by him and in all things by and at the expense of the company who also shall restore and make good the roads over any such bridges level crossings and approaches which the said railway company are or may be liable to maintain and which may be disturbed or interfered with by or owing to any operations of the Company and all such works matters and things shall be constructed executed and done so as not to cause any injury to such railways bridges level crossings approaches viaducts stations works lands or property or interruption to the passage or conduct of traffic over such railways or at any station thereon. And if any such injury or interruption shall arise from or be in any way owing to any of the acts operations matters and things aforesaid or the bursting leakage or failure

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of any such mains pipes or works the Company shall make compensation in respect thereof to the said railway company the amount of such compensation together with full costs to be recoverable from the Company by all and the same means as any simple contract debt is recoverable.

Company to receive notice from consumer of gas for discontinuance.

56. A notice to the Company from a consumer for a discontinuance of a supply of gas shall not be of any effect unless it be in writing and be left at the principal office for the time being of the Company.

Standard price of gas with sliding scale as to dividend.

57. The price to be charged by the Company for gas supplied by them to persons who shall burn the same by meter shall be four shillings and sixpence per one thousand cubic feet: Provided that the Company may increase or diminish such standard price subject to a decrease or increase in the standard rates of dividend upon the ordinary capital as defined by this Act to be calculated as follows:—

For every penny charged in excess or in diminution of such standard price in any year the standard rates of dividend upon the ordinary capital shall for such year be reduced or increased by five shillings in the hundred pounds per annum.

Pressure of gas.

58. All gas supplied by the Company to any consumer of gas shall be supplied at such pressure as to balance a column of water from midnight to sunset not less than six tenths of an inch and from sunset to midnight not less than eight tenths of an inch in height at the main as near as may be to the junction therewith of the service pipe supplying such consumer and any gas examiner appointed under the Gasworks Clauses Act 1871 may subject to the terms of his appointment from time to time test the pressure at which the gas is supplied and may for that purpose open any street road passage or place vested in or under the control of any local or road authority and the provisions of the Gasworks Clauses Act 1871 with reference to testing of gas and to penalties shall mutatis mutandis apply to such testing of pressure and two hours previous notice shall be given to the Company of the time and place at which such testing shall be conducted.

Quality of gas.

59. The prescribed number of candles shall be fourteen.

Testing place.

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

Burner.

61. The prescribed burner shall be the burner known as "Sugg's London Argand Burner No. 1" consuming five cubic feet of gas per hour with a six inch by one and three-quarter inch glass chimney measured outside and if at any time the gas flame rises above the

top of the glass a six inch by two inch chimney measured outside shall be used. A.D. 1884.

62. If any person is required by the Company to give to them security for the payment of the price or rent of a meter the Company shall pay interest at the rate of five pounds per centum per annum on every sum of ten shillings deposited by way of such security for every six months during which the same remains in their hands. Company to pay interest on money deposited as security for gas meter &c.

63. The costs charges and expenses of and incidental to the preparing applying for obtaining and passing this Act shall be paid by the Company. Expenses of Act.

A.D. 1884.

The SCHEDULES referred to in the foregoing Act.

THE FIRST SCHEDULE.

A plot of land near to Union Street in Sandbach aforesaid containing 1,895 square yards or thereabouts formerly part of a field called the Big Slum but more recently called the Brick Kiln Field bounded on the north side thereof by a plot of land and buildings formerly belonging or reputed to belong to Francis Marsh but now belonging or reputed to belong to Henry Goodall and by land belonging or reputed to belong to Charles Latham Esquire on the south and east sides thereof by other part of the said field belonging or reputed to belong to the said Charles Latham and on the west side thereof by land belonging or reputed to belong to the Right Honorable Hungerford Lord Crewe.

THE SECOND SCHEDULE.

A plot of land near to Union Street in Sandbach aforesaid containing 2,450 square yards or thereabouts belonging or reputed to belong to the said Charles Latham and now in his occupation and being part of a field formerly called the Big Slum but now called the Brick Kiln Field bounded on the northerly side thereof by the lands and premises now belonging to or held in trust for the original Company and by other part of the said field belonging or reputed to belong to the said Charles Latham on the easterly side thereof by other part of the said field belonging or reputed to belong to the said Charles Latham on the southerly side thereof by land belonging or reputed to belong to the said Right Honorable Hungerford Lord Crewe and on the westerly side thereof by the lands and premises now belonging to or held in trust for the original Company and by land belonging or reputed to belong to the said Right Honorable Hungerford Lord Crewe.