



### CHAPTER lxxxviii.

An Act for incorporating and conferring powers on the Arundel Gas Company. . . . . A.D. 1897.  
 [15th July 1897.]

**W**HEREAS under a deed of settlement (herein-after referred to as "the deed of settlement") dated the eighth day of December one thousand eight hundred and forty certain persons formed themselves into a gas company under the name of "The Arundel Gas Light and Coke Company" (herein-after referred to as "the original Company") for the purpose of supplying with gas the borough of Arundel and its neighbourhood in the county of Sussex and generally for carrying on the business usually carried on by gas companies :

And whereas the present nominal share capital of the original Company consists of—

- (A) Two thousand seven hundred and thirty pounds divided into two hundred and sixty shares of ten pounds ten shillings each and entitled under the deed of settlement to a maximum dividend of ten pounds per centum per annum ;
- (B) Four thousand and sixty pounds divided into four hundred and six shares of ten pounds each and entitled under the deed of settlement to a maximum dividend of seven pounds ten shillings per centum per annum ; and
- (C) One thousand three hundred pounds divided into one hundred and thirty shares of ten pounds each and entitled under the deed of settlement to a maximum dividend of five pounds per centum per annum :

The whole of which capital has been created and issued and is fully paid up :

And whereas the original Company have no mortgage debt :

And whereas the original Company acquired a leasehold interest in the lands described in Part I. of the Schedule to this Act and erected gasworks thereon and have from time to time improved and enlarged their gasworks with the capital raised by them and it is

A.D. 1897. expedient that the Company to be incorporated under this Act be authorised to acquire by agreement from His Grace the Duke of Norfolk (but subject to the provisions of this Act) the lands described in Part II. of the Schedule to this Act:

And whereas the original Company are now supplying gas in the borough and district of Arundel and the neighbourhood:

And whereas it is expedient that the existing share capital of the Company be consolidated into capital stock bearing an uniform standard rate of dividend:

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

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

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 Arundel Gas Act 1897.

Incorporation of Acts.

2. The Companies Clauses Consolidation Act 1845 the Gasworks Clauses Act 1847 except section 31 Part I. (Cancellation and Surrender of Shares) Part II. (Additional Capital) except sections 13 to 15 and Part III. (Debenture Stock) of the Companies Clauses Act 1863 as amended by subsequent Acts and the Lands Clauses Acts (except the provisions of the last-mentioned Acts with respect to the purchase and taking of lands otherwise than by agreement) 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 undertaking vested in the Company and authorised under the provisions of this Act Provided that notwithstanding anything in this Act or in any Act wholly or in part incorporated with this Act the provisions of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes shall not apply to the ancient bridge commonly called or known as Arundel Bridge.

Interpretation.

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

herewith shall have the same respective meanings unless there be something in the subject or context repugnant to such construction :

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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 and 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 simple contract debt and not a debt or demand created by statute.

4. The limits of this Act (herein-after called "the limits of supply") shall be— Limits of Act.

The parishes tything and other places following (that is to say) :—

Arundel Tortington except such part as is now supplied by the Littlehampton Gas Company Binsted Walberton Slindon Madehurst Houghton Northstoke Southstoke Burpham the tything of Warningcamp and so much of the parish of Lyminster as lies to the north of the Black Ditch all in the county of Sussex.

5. From and after the passing of this Act the original Company shall be dissolved and the several persons who immediately before the passing of this Act were shareholders in that Company and all other persons who have subscribed to or who shall hereafter become proprietors in the undertaking of the Company and their executors administrators successors and assigns respectively shall be and they are hereby united into a company for the purposes herein-after mentioned and shall be incorporated by the name of "The Arundel 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.

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General  
purposes of  
the Com-  
pany.

6. The Company shall be established for the purpose of manufacturing storing and supplying gas within the limits of supply for all domestic trading public and other purposes for which gas is suitable and they may make purchase store convert distribute sell dispose of and deal in coke patent fuel tar pitch asphaltum and ammoniacal liquor oil and all other products refuse or residuum arising remaining produced by resulting or obtained from the manufacture of gas or the materials used therein and may manufacture and sell such articles as can be produced from or by means of the several matters and things aforesaid or any of them and may manufacture sell let hire or deal in fit up fix and repair meters pipes fittings gas engines gas stoves and other apparatus for warming lighting cooking or producing motive power by gas and may (but only for the purposes of the Company within the limits of supply) contract or take and use any leave licence or authority to work use exercise or put in practice any invention or inventions under any letters patent made or to be made granting any right or privilege of working using exercising or vending any invention in relation to the manufacture and distribution of gas the utilization of the residual products arising from the manufacture of gas or otherwise in relation thereto (but not so as to acquire an exclusive right to the working use exercise or putting in practice of any such invention or inventions) and carry on the business usually carried on by gas companies or which is or may become incident thereto and generally for carrying the powers of this Act into execution.

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

7. Subject to the provisions of this Act all the lands gasworks erections buildings rights and easements which immediately before the passing of this Act were vested in the 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 supply or which immediately before the passing of this Act were the property of the original Company and all moneys securities credits choses in action books papers plans 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.

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8. Subject to the provisions of this Act the deed of settlement shall as to any prospective operation thereof be wholly void and the Company and the shareholders shall be exempted from all the provisions restrictions and requirements of any Act which applied to the original Company and the shareholders therein 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 deed of settlement incurred before the passing of this Act but such liability or obligation in respect of any such breach shall continue and save as in this Act otherwise provided may be enforced by or on behalf of the Company as nearly as may be in like manner as the same might have been enforced by or on behalf of the original Company if this Act had not been passed.

Deed of settlement to be void without prejudice to remedies for antecedent breaches thereof.

9. Except as is by this Act otherwise expressly provided everything before the passing of this Act done or suffered by or with reference to the original Company or the shareholders therein as such shall be as valid as if the Company had not been incorporated and the 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 deed of settlement were not avoided by this Act and this Act were not passed would be incident to or consequent on any and every thing so done or suffered and with respect to all such rights liabilities claims and demands the Company and its shareholders and property shall to all intents and purposes represent the original Company and the shareholders therein 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.

Nothing to affect previous rights and liabilities.

10. Except as is by this Act otherwise specially provided all purchases sales conveyances grants assurances deeds contracts bonds and agreements entered into or made before the passing of this Act by to or with the original Company or any trustees or persons acting or purporting to act 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

Contracts prior to Act to be binding.

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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 or purporting to act on behalf of the original Company the Company had been a party thereto.

Actions &c.  
not to abate.

**11.** Nothing in this Act contained shall release discharge or suspend any action suit or other proceeding 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 shareholder therein 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 shareholder therein 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 shareholders respectively.

Trustees  
of original  
Company  
to be in-  
demnified.

**12.** 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.

**13.** From and after the passing of this Act and except as is by this Act otherwise expressly provided the Company shall in all respects be subject to and shall discharge all obligations and liabilities to which the original Company immediately before the passing of this Act were subject and shall indemnify the shareholders 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.

**14.** 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 recovered by the Company in like manner as if they had become payable for the like matters supplied or done under this Act.

**15.** 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.

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

**16.** Notwithstanding the avoidance of the deed of settlement all certificates (until cancelled under the powers of this Act) sales transfers and dispositions heretofore made or executed under that deed 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 the same had not been avoided.

Certificates  
&c. to remain  
in force.

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

Books &c.  
continued  
evidence.

**18.** 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.

Officers to  
continue  
until  
removed.

**19.** The books kept by the original Company for entering the names and designations of the shareholders therein with the numbers of their shares and the proper distinguishing number of each share shall until some other register of shareholders shall be provided by the Company continue to be kept for the same purpose by the Company and be taken and considered as the register of shareholders required to be kept by the Companies Clauses Consolidation Act 1845.

Present  
register of  
shareholders  
to be con-  
tinued.

**20.—(1)** As from and after the thirty-first day of December one thousand eight hundred and ninety-seven the capital of the Company (in this Act referred to as "the original capital") shall be twelve thousand eight hundred and fifty pounds (subject to increase as herein-after provided) and the existing share capital of the Company shall be converted into consolidated ordinary stock

Conversion  
of shares.

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fully paid up not exceeding that amount and bearing an uniform standard rate of dividend.

(2) The said consolidated ordinary stock shall be divided among and vested in the several persons their executors administrators successors or assigns who on the said thirty-first day of December one thousand eight hundred and ninety-seven are holders of the respective classes of shares in the existing capital of the Company in the following manner (that is to say) :—

Five thousand four hundred and sixty pounds consolidated ordinary stock (representing the existing two hundred and sixty shares of ten pounds ten shillings each) shall be divided among the holders of the shares of that class in the existing capital of the Company at the rate of twenty-one pounds of consolidated ordinary stock in respect of each share of ten pounds ten shillings in the existing capital of the Company ;

Six thousand and ninety pounds consolidated ordinary stock (representing the existing four hundred and six shares of ten pounds each now bearing a maximum dividend of seven pounds ten shillings per centum) shall be divided among the holders of shares of that class in the existing capital of the Company at the rate of fifteen pounds of consolidated ordinary stock in respect of each such share of ten pounds in the existing capital of the Company ;

One thousand three hundred pounds consolidated ordinary stock (representing the existing one hundred and thirty shares of ten pounds each now bearing a maximum dividend of five pounds per centum) shall be divided among the holders of shares of that class in the existing capital of the Company at the rate of ten pounds of consolidated ordinary stock in respect of each such share of ten pounds in the existing capital of the Company.

(3) The Company shall create and issue consolidated ordinary stock sufficient for the purposes aforesaid.

(4) All persons in whom any such stock shall be so vested shall stand possessed thereof upon the like trusts and subject to the like powers provisions declarations agreements charges liens and incumbrances upon or to which the shares in respect of which such stock was so vested were on the thirty-first day of December one thousand eight hundred and ninety-seven so subject and every deed or other instrument and every will or testamentary disposition purporting to deal with the existing capital shall take effect with reference to the whole or a proportionate part as the case may be of the capital by this Act substituted therefor.



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(5) The Company shall call in and cancel the certificates of shares in the original Company and shall issue in lieu thereof to every shareholder new certificates stating the amount of consolidated ordinary stock held by him.

(6) Every new certificate shall be issued free of charge.

(7) No shareholder shall be entitled to a new certificate until he shall have delivered up to the Company to be cancelled the share certificate for which such stock is substituted or shall have proved to the reasonable satisfaction of the Company the loss thereof.

(8) Subject to the provisions of this section the provisions of the Companies Clauses Consolidation Act 1845 with respect to the consolidation of shares into stock shall extend and apply to the said consolidated ordinary stock.

21. Notwithstanding anything in this Act contained no person shall become entitled to any fractional part of a pound of the consolidated ordinary stock created by or under the provisions of this Act but in any case in which any such person would have become entitled to a fractional part of a pound of such stock in respect of his entire holding the Company may pay to such person out of the additional capital by this Act authorised to be raised a sum in cash equal to the amount of such fractional part.

As to fractions of pounds of stock.

22. Any transfer of consolidated ordinary stock may be in multiples of one pound so long as thereby the holding of any stockholder of the Company is not reduced below twenty pounds nominal value of stock.

Multiples of stock.

Notice of this section shall be endorsed on all stock certificates.

23. The Company may from time to time raise additional capital not exceeding in the whole twenty-five thousand pounds by the creation and issue of additional consolidated ordinary stock but no stock shall vest in the person or corporation accepting the same unless and until the full price of such stock including any premium obtained upon the sale thereof shall have been paid in respect thereof. Provided that it shall not be lawful for the Company to create and issue under the powers of this Act any greater nominal amount of additional capital than shall be sufficient to produce including any premiums which may be obtained on the sale thereof the sum of twenty-five thousand pounds.

Power to Company to raise additional capital.

24. Except as by this Act provided the profits of the Company to be divided among the shareholders in any year shall not exceed the following rate (which is in this Act referred to as "the standard rate of dividend") (that is to say):—

Profits of the Company limited.

The rate of five pounds in respect of every one hundred pounds of consolidated ordinary stock actually paid up.

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—  
New stock to  
be offered by  
auction or  
tender.

**25.** Notwithstanding anything in this Act contained the Company shall when any 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 be 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.

Provision  
when two or  
more persons  
tender same  
amount.

**26.** When the amount bidden or tendered for any lot of stock of the Company under the provisions of this Act is equal in amount on the part of two or more persons preference shall be given as follows First to a gas consumer non-proprietor and ratepayer of Arundel second to a ratepayer and non-proprietor third to a non-proprietor.

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

**27.** It shall be one of the conditions of any sale of stock under this Act that the full price thereof including any premium given by any purchaser at such sale shall be paid to the Company within three months after such sale.

Notice to be  
given as to  
sale &c. of  
stock.

**28.** The intention to sell any such stock by auction or by tender shall be communicated in writing to the mayor and town clerk of the borough of Arundel 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 newspaper or newspapers circulating within the borough of Arundel.

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

**29.** 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 consolidated ordinary stock of 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 but at a lower reserved price than the price put upon the same at the preceding offer thereof for sale by auction or tender and the reserve put upon such stock may upon such second auction or tender if the directors of the Company think fit be less than the nominal amount thereof and any stock not then sold shall be again offered to the holders of ordinary stock at the last-mentioned reserved price and so from time to time until the whole of such stock is sold.

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

Application  
of premium  
arising on  
issue of  
stock.

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

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

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Application of excess of profits over authorised rate of dividend.

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

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

**33.** Where in any year the dividend of the Company on the ordinary capital of the Company shall exceed the standard rate by reason of the price charged by the Company for gas in such year being below the standard price then out of the amount of the divisible profits of the Company applicable to the payment of such excess of dividend the Company may in such year set apart such sum as they shall think fit and all sums (if any) so set apart by the Company and any reserve or other fund of the Company existing at the passing of this Act may be invested in Government or other securities and the dividends and interest arising from such securities may also be invested in the same or the like securities in order that the same may accumulate at compound interest and the fund so formed shall be called "the Reserve Fund" and shall be applicable to the payment of dividend in any year in which the clear profits of the Company shall be insufficient to enable the Company in such year to pay the dividend at the authorised rate on the ordinary capital of the Company and save as in this Act provided no sum shall in any year be carried by the Company to any reserve fund.

Receipt of guardian &c. to be sufficient discharge.

**34.** If any money be payable to a shareholder stockholder mortgagee or debenture stock holder being a minor idiot or lunatic the receipt of the guardian or committee of his estate shall be a sufficient discharge to the Company for the same.

Power to borrow in respect of original capital.

**35.** 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 any sum not exceeding in the whole two thousand pounds.

Power to borrow in respect of additional capital.

**36.** The Company may from time to time subject to the provisions of this Act borrow on mortgage of the undertaking any sum or sums not exceeding in the whole one-fourth part of the amount of the additional capital by this Act authorised to be raised and at the time actually issued by stock but no part thereof shall be borrowed until the whole of the stock at the time issued together with the premium (if any) realised on the sale thereof shall have been fully paid up and the Company have proved to the justice

who is to certify under the fortieth section of the Companies Clauses Consolidation Act 1845 before he so certifies that such stock and premium (if any) have been issued and fully paid up and upon production to such justice of the books of the Company and of such other evidence as he shall think sufficient he shall grant a certificate that the proof aforesaid has been given which certificate shall be sufficient evidence thereof.

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**37.** The mortgagees of the undertaking may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than one thousand pounds in the whole.

Appoint-  
ment of  
receiver.

**38.** 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 any money borrowed under the provisions of this Act unless in either case all dividends upon the stock so created are limited to a rate not exceeding five pounds per centum per annum.

As to con-  
version of  
borrowed  
money into  
capital.

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

Debenture  
stock.

**40.** All moneys 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 rentcharge granted or to be granted by them in pursuance of the Lands Clauses Acts or in respect of any rent or sum reserved by or payable under

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

A.D. 1897. — any lease granted or made 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 thereby or by the exercise of any of the powers conferred on the Company.

Application  
of moneys.

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

Place for  
meetings.

**42.** All meetings of the Company shall be held at the Company's office at Arundel or at such other place as the directors may from time to time appoint.

Ordinary  
meetings.

**43.** The first ordinary meeting of the Company shall be held within nine months next after the passing of this Act and the future ordinary meetings of the Company shall be held in the month of March in every year or at such other time as shall be appointed for that purpose by an order of a general meeting.

Quorum for  
meetings of  
Company.

**44.** The quorum of all general meetings whether ordinary or extraordinary shall be seven shareholders present in person or by proxy holding not less in the aggregate than two thousand pounds in the ordinary capital of the Company.

Scale of  
voting.

**45.** Every proprietor of twenty pounds nominal value of consolidated ordinary stock shall be entitled to one vote every proprietor of sixty pounds nominal value of consolidated ordinary stock shall be entitled to two votes every proprietor of one hundred pounds nominal value of consolidated ordinary stock shall be entitled to three votes and every proprietor shall be entitled to one extra vote in respect of each sum of fifty pounds nominal value of consolidated ordinary stock beyond the said sum of one hundred pounds.

Number of  
directors.

**46.** The number of directors shall be nine subject to reduction to seven in manner following that is to say that no vacancy occurring after the passing of this Act by death or resignation shall be filled up until the number of directors shall by such death or resignation be reduced below seven but the Company may from time to time reduce and again increase the number of directors so that the number be never less than five nor more than seven.

First  
directors.

**47.** Charles Bartlett Charles Barkshire Senior Charles Barkshire Junior John Charles Constable Robert Batchelor Garwood John Nibloe Hare Thomas Harwood William Allin Hounsom and

Dean Piper Osborne shall be first directors of the Company and shall continue in office until the first ordinary meeting held after the passing of this Act.

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48. The qualification of a director shall be the possession in his own right of not less than two hundred pounds consolidated ordinary stock of the Company.

Qualification of directors.

49. The quorum of meeting of directors shall be three.

Quorum.

50. At the first ordinary meeting held after the passing of this Act the shareholders present in person or by proxy may either continue in office the directors appointed by this Act or any of them or may elect a new body of directors or directors to supply the place of those not continued in office the directors appointed by this Act being (if they continue qualified) eligible for re-election and at the first ordinary meeting to be held in every year after the first ordinary meeting the shareholders present in person or by proxy shall (subject to the power herein-before contained for varying 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.

Election of directors.

51. No person shall be disqualified from becoming or continuing a director of the Company by reason of his or any partner of his being or becoming interested in any contract with the Company either in his own behalf or as a member of any other company corporation local authority or partnership but no such person shall as a director vote in respect of any question as to any such contract or the remuneration attached to any such office or place of trust or profit.

Directors not to be disqualified &amp;c.

52. The directors may in any year without calling a meeting of shareholders for the purpose declare an interim half-yearly dividend out of the then ascertained profits of the Company Provided that the amount of any half-yearly dividend so declared shall not exceed in any one half-year one-half of the amount of the standard dividend.

Interim dividend.

53. It shall be lawful for the directors to close the register of transfers for a period not exceeding fourteen days previous to the declaration of any interim dividend and they may fix a day for closing the same of which seven days' notice shall be given by advertisement in some newspaper published or circulating in the

Closing of transfer books previous to declaring interim dividend.

A.D. 1897. district within which the Company's principal place of business is situate 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 subsequently to the declaration of any such dividend.

Balancing of books.

**54.** The period to which the books of account of the Company shall be brought to a balance shall be the thirty-first day of December in each year.

Power to acquire lands by agreement for extension of gasworks.

**55.** Subject to the provisions of this Act the Company may for the purpose of the undertaking purchase and acquire but by agreement only and may hold the fee simple in possession of such of the lands described in Parts I. and II. of the Schedule to this Act as they may require for the purposes of their undertaking.

For protection of Duke of Norfolk.

**56.** For the protection of the Most Noble Henry Duke of Norfolk and his sequels in estate (who are herein-after referred to as and included in the expression "the owners") the following provisions shall unless otherwise agreed between the Company and the owners have effect (that is to say) :—

- (1) Before commencing the erection of any building on any of the lands described in the Schedule to this Act which may be acquired by the Company the Company shall submit plans and elevations of such building to the owners or their agent and no such building shall be commenced unless and until such plans and elevations shall have been approved in writing by the owners or their agent or be erected otherwise than in accordance with the plans and elevations so approved provided that such approval shall not be unreasonably withheld :
- (2) In the event of any of the lands described in the Schedule to this Act which may have been acquired by the Company as aforesaid thereafter not being required by the Company for the purposes of their works the owners shall have and be entitled to the right of pre-emption thereto at the rate per acre at which the land was purchased by the Company and the same shall be offered to the owners accordingly :
- (3) Within twelve months from the date of completion of the purchase by the Company of any of the lands described in the Schedule to this Act or of the Company entering into possession of such lands whichever shall first happen the Company shall plant and shall thereafter for ever maintain to the satisfaction of the owners a belt of trees along the south-east and north-east boundaries of the said lands and such belt of trees shall not be less than 15 feet in width.



**57.** Subject to the provisions of the Lands Clauses Consolidation Act 1845 with respect to the sale of superfluous lands so far as such provisions in each case apply and to the provisions of this Act the Company may from time to time sell for all their estate and interest therein or lease for any term or terms not exceeding seven years any lands now vested in them or acquired by them under the powers of this Act and which may not be required for the purposes of the Company Provided that the Company shall not erect or permit the erection on such lands as may be let or retained of any building other than buildings to be used in connexion with their undertaking.

A.D. 1897.

Company  
may sell or  
lease lands  
not required.

**58.** Subject to the provisions of this Act the Company may upon the lands or any part thereof which are described in the schedule to this Act maintain alter improve enlarge extend and renew or discontinue their existing gasworks and may from time to time upon such lands or any part thereof whilst they are in possession thereof or of any part thereof erect lay down provide and from time to time maintain alter improve enlarge extend and renew or discontinue additional and other gasworks retorts gasholders receivers drains sewers mains pipes meters lamps lamp-posts burners stopcocks 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 supply and may make store and supply gas accordingly and may on all such lands manufacture sell provide supply and deal in coke patent fuel tar pitch asphaltum ammoniacal liquor oil and all other products refuse or residuum of any materials employed in or resulting from the manufacture of gas or the materials used therein 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.

Power as to  
construction  
and main-  
tenance of  
gasworks &c.

**59.** The Company may for the purposes of their undertaking purchase take and hold (by agreement but not otherwise) in addition to the lands described in the schedule to this Act any lands and hereditaments not exceeding in the whole five acres which the Company may from time to time require for the purposes of their works and undertaking but the Company shall not create or permit a nuisance on any such lands and no lands shall be used by the Company for the purpose of manufacturing gas or residual products except the lands described in the schedule to this Act.

Power to  
purchase  
lands by  
agreement.  
Gas not to  
be manu-  
factured  
except on  
lands  
scheduled.

**60.** The Company shall not under the powers of this Act purchase or acquire ten or more houses which on the fifteenth day of December last were occupied either wholly or partially by

Restriction  
on taking  
houses of  
labouring  
class.

A.D. 1897. persons belonging to the labouring class as tenants or lodgers or except with the consent of the Local Government Board ten or more houses which were not so occupied on the said fifteenth day of December but have been or shall be subsequently so occupied For the purpose of this section the expression "labouring class" means and includes mechanics artizans labourers and others working for wages hawkers costermongers persons not working for wages but working at some trade or handicraft without employing others except members of their own family and persons other than domestic servants whose income does not exceed an average of thirty shillings a week and the families of any of such persons who may be residing with them.

Power to lay pipes against buildings.

**61.** 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 pipe branch or apparatus.

Company to pay interest on money deposited as security.

**62.** If any person is required by the Company to give to them security for the price or rent of a meter or supply of gas the Company shall pay interest after 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.

Dividend dependent on price charged.

**63.** The standard price to be charged by the Company for gas supplied by them shall be four shillings per thousand cubic feet Provided that the Company may increase or reduce the price charged by them for gas above or below the standard price subject to a reduction or increase in the dividend payable by the Company on the consolidated ordinary stock as follows:—

In respect of any one year during any part of which the price charged by the Company shall have been one penny or part of a penny above the standard price the dividend payable by the Company shall in respect of each penny or part of a penny by which the standard price shall have been increased be reduced below the standard rate of dividend by two shillings and sixpence on every one hundred pounds of consolidated ordinary stock actually paid up and so in proportion for any fraction of one hundred pounds;

A.D. 1897.

And in respect of any one year during the whole of which the price charged by the Company shall have been one penny or more below the standard price the dividend payable by the Company may in respect of each penny by which the standard price shall have been reduced be increased above the standard rate by two shillings and sixpence on every one hundred pounds of consolidated ordinary stock actually paid up and so in proportion for any fraction of one hundred pounds :

Provided there shall be no increase of dividend above the standard rate in any one year during any part of which the net price charged by the Company shall have been or exceeded three shillings and ninepence per thousand cubic feet.

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

Discounts.

**65.** The Company as they from time to time think fit may hire manufacture purchase provide supply sell let for hire use and otherwise deal in fit up alter repair remove and refix fittings engines stoves ranges pipes and other apparatus and appliances for lighting for motive power for the warming and ventilating of houses and buildings the cooking of food and for all other purposes for which gas can or may be used and may provide all materials and do all works necessary or proper in that behalf Any such letting for hire may be for such rent or remuneration in money and on such terms with respect to the repair of fittings and other articles let for hire and for securing the safety and return to the Company of such fittings and other articles and otherwise as may be agreed upon between the Company and the persons to or from whom the same are sold supplied let fixed up altered or removed and the Company may supply gas for heating cooking motive power warming ventilating and other purposes and for particular requirements of any trade industry manufacture or business and may do all things needful therefor on such terms and conditions in all respects as may be agreed on between the Company and the party to whom such supply shall be given.

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

**66.** A notice to the Company from a consumer for the discontinuance of a supply of gas shall not be of any effect

Notices of discontinuance.

A.D. 1897. — unless it be in writing and be left at or sent by prepaid letter to the principal office for the time being of the Company.

Pressure  
of gas.

**67.** 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.

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

Testing  
place.

**69.** Within twelve months from the passing of this Act a testing place shall be provided at the works of the Company.

Burner.

**70.** The prescribed burner shall be Sugg's London Argand burner number one with a six inch by one and three-quarter inch glass chimney but if at any time the gas flame tails over the top of that glass a six inch by two inch chimney shall be used.

Representa-  
tion of the  
Company in  
bankruptcy  
&c.

**71.** In proceedings under any bankruptcy or assignment for the benefit of creditors or deed of composition or arrangement the secretary of the Company or any person appointed by three directors by writing under their hands may represent the Company and shall be competent to act for the Company and his acts and omissions shall bind the Company in all respects.

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

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

Period of  
error in  
defective  
meters.

**73.** In the event of any meter used by a consumer of gas being tested in manner provided by the Sale of Gas Act 1859 and being proved to register erroneously within the meaning of the said Act such erroneous registration shall be deemed to have arisen only during the current quarter of the year in which the said meter

A.D. 1897.

shall be so tested unless the contrary shall be proved to the satisfaction of the inspector testing the said meter under the said Act. The amount of the allowance to be made to or of the surcharges to be made upon the consumer by the Company in pursuance of the certificate of the inspector shall be paid by or to the Company to or by the consumer as the case may be and shall be recoverable in any court of competent jurisdiction for the recovery of debts of like amount.

74. The Company may maintain and erect upon any lands for the time being belonging to them cottages or dwelling-houses suitable for their workmen.

Dwelling-houses for workmen.

75. The Company may contract with any urban or rural district council local authority company corporation public body officers or persons whether within or beyond the Company's limits of supply (but as to any such company corporation public body officers or persons beyond the Company's limits of supply only with the consent in writing of the local authority of and of any company authorised by special Act or Provisional Order confirmed by Parliament to supply gas within the district within which the supply is to be given) for the supply to them respectively of gas in bulk upon such terms and conditions and for such periods not exceeding in any case seven years from the making of the contract as shall be agreed upon.

Company may contract with local authority for supply in bulk.

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

Act to be registered by registrar of companies.

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

Costs of Act.

A.D. 1897.

## The SCHEDULE referred to in the foregoing Act.

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GAS LANDS.

## PART I.—SITE OF EXISTING GASWORKS.

The lands now belonging to or held by or in trust for the original Company as lessees of His Grace the Duke of Norfolk and on which the existing gasworks of that Company have been erected (that is to say):—

A piece of leasehold land in the parish of Tortington in the county of Sussex numbered 60 and part of 64 on the  $\frac{1}{2500}$  Ordnance map (1877) of that parish containing two roods and twenty-six perches or thereabouts belonging or reputed to belong to His Grace the Duke of Norfolk and occupied by the original Company under an indenture of lease from the said Duke dated the twenty-ninth day of May one thousand eight hundred and seventy-seven for the remainder of a term of ninety-nine years from the twenty-ninth day of September one thousand eight hundred and seventy-seven bounded on the north-west by the high road leading from Ford to Arundel on the north-east by an occupation road leading from Ford Road to the River Arun on the south-east by other land belonging or reputed to belong to His Grace the Duke of Norfolk numbered 63 on the  $\frac{1}{2500}$  Ordnance map (1877) of that parish and on the south-west by a private road belonging or reputed to belong to His Grace the Duke of Norfolk.

## PART II.—LANDS FOR ADDITIONAL GASWORKS.

A piece of land in the parish of Tortington in the county of Sussex adjoining the piece of land herein-before described numbered 63 on the  $\frac{1}{2500}$  Ordnance map (1877) of that parish containing two acres one rood and twelve perches or thereabouts belonging or reputed to belong to His Grace the Duke of Norfolk and in the occupation of James Seagrave bounded on the north-west partly by other land belonging or reputed to belong to His Grace the Duke of Norfolk and partly by lands being the site of the existing gasworks of the original Company on the north-east by an occupation road leading from Ford Road to the River Arun on the south-east by other lands belonging or reputed to belong to His Grace the Duke of Norfolk known as the Slipe and on the south-west by lands belonging or reputed to belong to the mayor aldermen and burgesses of the borough of Arundel and forming the site of the Arundel Swimming Baths.

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