



CHAPTER cxxxiii.

An Act for incorporating and conferring powers on the Cromer Gas Company. A.D. 1898.
[25th July 1898.]

WHEREAS in the year one thousand eight hundred and seventy-four certain persons formed themselves into a gas company under the name of the Cromer Gas and Coke Company Limited (herein-after referred to as "the limited company") for the purpose of supplying gas and for the transaction of all business usually transacted by gas companies and such company was duly registered under the Companies Act 1862 :

And whereas by the Cromer Gas Order 1876 confirmed by the Gas and Water Orders Confirmation (Chapel-en-le-Frith &c.) Act 1876 the limited company were empowered to maintain and continue gasworks upon a part of the lands which are described in the Second Schedule to this Act and to supply gas in the parishes of Cromer Overstrand Runton and North Repps all in the county of Norfolk :

And whereas the share capital of the limited company authorised by the Order of 1876 consists of—

- (a) five thousand pounds divided into one thousand shares of five pounds each and entitled under the Order of 1876 to a maximum dividend of ten per centum per annum the whole of which has been subscribed and fully paid up ;
- (b) five thousand pounds divided into one thousand shares of five pounds each and entitled under the Order of 1876 to a maximum dividend of seven per centum per annum the whole of which has been subscribed and fully paid up ;

and the Company have borrowed on mortgage five thousand pounds :

And whereas the demand for gas in the district supplied by the limited company has increased and is increasing and it is expedient that the works and mains of the limited company should be

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extended and improved and that additional capital should be provided for such extension and improvement :

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

And whereas an agreement dated the first day of April 1898 has been entered into between Margaret Bond Cabbell and Edward Eyre Greenwell of the one part and the limited company of the other part and the same is set forth in the First Schedule to this Act and it is expedient that such agreement should be confirmed and carried into effect :

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

And whereas a plan of the lands required or which may be taken for the purposes or under the powers of this Act and a book of reference thereto containing the names of the owners and lessees or reputed owners and lessees and of the occupiers of such lands were in the month of April one thousand eight hundred and ninety-eight deposited with the clerk of the peace for the county of Norfolk and are in this Act respectively referred to as the deposited plan and book of reference :

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 Cromer Gas Act 1898.

Incorporation of Acts.

2. The Companies Clauses Acts 1845 to 1889 (except the provisions with respect to the conversion of borrowed money into capital and except Part IV. of the Companies Clauses Act 1863) the Lands Clauses Acts the Gasworks Clauses Act 1847 (except sections 30 to 34) and the Gasworks Clauses Act 1871 are subject to the provisions of this Act incorporated with and form part of this Act Provided that section 35 of the Gasworks Clauses Act 1847 shall be read and construed as if the words from "in case the whole" down to "have been paid" were omitted therefrom and as if the expression "the prescribed rate" included the rate of dividend authorised by this Act or such rate as reduced or increased in accordance with the provisions of this Act together with any sum which under the provisions of this Act may be carried to the insurance fund.

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
 And—

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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 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 "the Order of 1876" shall mean the Cromer Gas Order 1876.

4. The limits of this Act shall be the parishes of Cromer Overstrand Runton and North Repps all in the county of Norfolk.

Limits of Act.

5. From and after the passing of this Act the limited company shall be dissolved and the several persons who immediately before the passing of this Act were members of 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 Cromer 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.

6. The Company shall be established for manufacturing and supplying gas within the limits of this Act for carrying on any business usually carried on by gas companies or which is or may become incidental thereto and generally for carrying the powers of this Act into execution.

General purposes of the Company.

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 limited company or any person in trust for them or to which the limited 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

Present property of limited company vested in Company.

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were the property of the limited company and all moneys securities credits effects and other property whatsoever which immediately before the passing of this Act belonged to the limited company or to any trustee on their behalf and the benefit of all contracts and engagements entered into by or on behalf of the limited 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 limited 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.

Memo-
randum and
articles of
association
of limited
company to
be void
without pre-
judice to
remedies for
antecedent
breaches
thereof.

8. Subject to the provisions of this Act the memorandum and articles of association of the limited company 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 limited 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 memorandum or articles of association incurred before the passing of this Act and 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 limited company if this Act had not been passed.

Nothing to
affect pre-
vious rights
and lia-
bilities.

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 limited company or the members thereof as such shall be as valid as if the Company had not been incorporated and the said memorandum and articles of association 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 memorandum and articles of association 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 limited company and the members thereof as such and the property of the limited 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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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 limited company or any trustees or persons acting on behalf of the limited 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 limited company or the trustees or persons acting on behalf of the limited company the Company had been a party thereto.

Contracts
prior to Act
to be binding.

11. Nothing in this Act contained shall release discharge or suspend any action or other proceeding which was pending by or against the limited company or any member thereof in relation to the affairs of the limited company or to which the limited company or any member thereof in relation to such affairs were parties immediately before the passing of this Act but such action 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 limited 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 limited company and its members respectively.

Actions &c.
not to abate.

12. Every trustee or other person in whom or in whose name any lands works buildings easements rights property or effects belonging to the limited 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 limited 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.

Trustees of
limited com-
pany to be
indemnified.

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 limited company immediately before the passing of this Act were subject and shall indemnify the members directors officers and servants of the limited company and their

Company to
satisfy lia-
bilities of
limited com-
pany.

A.D. 1898. — 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 limited 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.

As to payment of debts owing before passing of Act. **15.** All persons who immediately before the passing of this Act owed any money to the limited 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 limited company or for the payment of which the limited 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 remain in force. **16.** Notwithstanding the avoidance of the said memorandum and articles of association all certificates (until cancelled under the powers of this Act) sales transfers and dispositions heretofore made or executed under them for and with respect to any shares in the limited 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. **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.

Officers to continue until removed. **18.** All officers and servants of the limited 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.

Present register of members to be continued. **19.** The books kept by the limited company for entering the names and designations of the members thereof 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 share-

holders required to be kept by the Companies Clauses Consolidation Act 1845. A.D. 1898.

20. The capital of the Company shall be seventy-two thousand pounds ordinary stock whereof seventeen thousand pounds shall be divided among the shareholders in the limited company in manner herein-after provided. Capital.

21.—(1.) The sum of seventeen thousand pounds ordinary stock shall be divided among and vested in the several persons who immediately before the passing of this Act were the registered members of the limited company their successors executors administrators and assigns in the following manner (that is to say):— Vesting of stock in present shareholders.

(a) Nine thousand five hundred pounds ordinary stock shall be divided among the holders of the one thousand shares of five pounds each in the limited company entitled to a maximum dividend of ten per centum per annum at the rate of nine pounds ten shillings of ordinary stock in respect of each share;

(b) Seven thousand five hundred pounds ordinary stock shall be divided among the holders of the one thousand shares of five pounds each in the limited company entitled to a maximum dividend of seven per centum per annum at the rate of seven pounds ten shillings of ordinary stock in respect of each share.

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

(3.) The stock vested by this section shall be subject and liable to the same trusts powers provisions declarations agreements charges liens and incumbrances as immediately before the passing of this Act affected the share or shares in respect of which such stock is so vested and so as to give effect to and not revoke any deed or other instrument or any testamentary disposition of or affecting the same.

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

(5.) Every new certificate issued in pursuance of this section shall be issued free of charge.

(6.) 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 the stock is substituted or (where no such certificate has been issued) the letter of allotment and banker's receipt for the sums payable to the limited company in

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(7.) 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 ordinary stock.

(8.) No person shall hold any fractional part of a pound of ordinary stock and in any case in which any person would but for this provision have become entitled to a fractional part of a pound of such stock in respect of his shares in the limited company the Company shall 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.

Multiples of stock.

22.—(1.) Any transfer of ordinary stock may be in multiples of one pound so long as thereby no holding of any stockholder of the Company is less than ten pounds nominal value of stock.

(2.) Notice of the provisions of this section shall be stated in all stock certificates.

Power to company to raise additional capital.

23. The Company may raise additional capital not exceeding in the whole fifty-five thousand pounds by the creation and issue of new ordinary stock but no such stock shall vest in the person 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 capital than shall be sufficient to produce including any premium which may be obtained on the sale thereof the sum of fifty-five thousand pounds.

Profits of Company limited.

24. Except as by this Act provided the profits of the Company to be divided among the stockholders in any year shall not exceed the rate (which is in this Act referred to as the standard rate of dividend) of five pounds in respect of every one hundred pounds of such capital.

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 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

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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.

26. 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.

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

27. The intention to sell any such stock by auction or by tender shall be communicated in writing to the clerk to the Cromer Urban District Council to the clerk to the Erpingham Rural District Council 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 circulating within the urban district of Cromer.

Notice to be given as to sale of stock.

28. 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 respectively for the purpose of sale by auction or tender to the holders of 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 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.

Stock not sold by auction or by tender to be offered to stock-holders.

29. 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

Application of premium arising on issue of stock.

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 Provided that all such sums shall be deemed to be part of the paid-up capital of the Company for the purpose of determining the amount which the Company may borrow under this Act and the amount which the Company may invest to form an insurance fund.

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

30. 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 ordinary capital at the authorised rate the excess beyond the sum necessary for that purpose may 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 the 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 be had to the insurance fund to meet any extraordinary claim or demand 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 authorised rate of dividend.

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 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 and application thereof.

32. When 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.

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33. The Company may subject to the provisions of this Act borrow on mortgage of the undertaking any sum or sums which together with the sum of five thousand pounds borrowed on mortgage by the limited company shall not exceed in the whole one-fourth part of the amount of the capital of the Company 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.

Power to borrow.

34. 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 five hundred pounds in the whole.

For appointment of a receiver.

35. 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

Debenture stock.

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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 stated in all mortgages and certificates of debenture stock.

Priority of mortgages over other debts.

36. All money 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. 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 any lease granted 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 their undertaking or injuriously affected by the exercise of any powers conferred on the Company.

Application of moneys.

37. 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.

Ordinary meetings.

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

Number of directors.

39. The number of directors shall be nine but the Company may vary the number of directors so that the number be not less than five.

Qualification of directors.

40.—(1.) The qualification of each of the first directors shall be the possession in his own right of not less than one hundred pounds ordinary stock and the qualification of each subsequent director shall be the possession in his own right of not less than two hundred pounds ordinary stock.

(2.) 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.

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(3.) If any of the directors shall be made bankrupt or shall go to reside abroad or shall become lunatic or of unsound mind or shall neglect to attend a meeting of directors for three months (unless such neglect to attend be occasioned by illness or by any other reasonable cause allowed by the directors) then in any of the cases aforesaid the office of such director shall become vacant and thenceforth he shall cease from voting or acting as a director.

(4.) The continuing directors may act notwithstanding any vacancy in the number of directors.

41. The quorum of a meeting of directors shall be five when the number of directors exceeds seven and three when the number of directors does not exceed seven. Quorum.

42. The directors of the limited company namely George Breese William George Sandford Lewis Gilbert Burton Ambrose Burton James Curtis James Lovelace Benjamin Rust Henry Rust and Joseph Salmon 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. First directors.

43. At the first ordinary meeting held after the passing of this Act the stockholders 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 stockholders present in person or by proxy shall (subject to the provisions herein-before contained for varying the number of directors) elect persons to supply the places of the directors then vacant 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 Companies Clauses Consolidation Act 1845. Election of directors.

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

45. Every stockholder in the Company shall be entitled to one vote for every ten pounds of stock held by him up to one hundred pounds and to an additional vote for every fifty pounds of stock beyond the first hundred pounds held by him up to one thousand Scale of voting.

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pounds and to an additional vote for every hundred pounds of stock beyond the first thousand pounds held by him.

Number and qualification of auditors.

46.—(1.) The prescribed number of auditors shall be one unless the number be increased to two by an order of a general meeting.

(2.) It shall not be necessary for the auditors appointed by the Company to hold shares in the capital of the Company.

Receipt in case of persons non sui juris.

47. If any money is payable to a stockholder mortgagee or debenture stockholder being a minor idiot or lunatic the receipt of the guardian or committee of his estate shall be a sufficient discharge to the Company.

Interim dividend.

48. 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 interim half-yearly dividend so declared shall not exceed in any one half-year one-half of the amount of the standard dividend.

Closing of transfer books previous to declaring interim dividend.

49. The directors may 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 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 person claiming under the same but not otherwise be considered as made subsequently to the declaration of any such dividend.

Books to be balanced to 31st December.

50. The period to which the books of the Company shall be balanced shall be the thirty-first day of December in each year.

Confirmation of scheduled agreement.

51. The agreement set forth in the First Schedule to this Act is hereby confirmed and made binding on Margaret Bond Cabbell and Edward Eyre Greenwell and the Company and the Company shall be deemed to be referred to therein instead of the limited company.

Power to acquire lands.

52. Subject to the provisions and for the purposes of this Act the Company may enter on take and use all or any of the lands delineated on the deposited plan and described in the deposited book of reference.

Correction of errors &c. in deposited plan and book of reference.

53. If there be any omission mis-statement or wrong description of any lands or of the owners lessees or occupiers of any lands shown on the deposited plan or specified in the deposited book of

reference the Company after giving ten days' notice to the owners lessees and occupiers of the lands in question may apply to two justices acting for the county of Norfolk for the correction thereof and if it appear to the justices that the omission mis-statement or wrong description arose from mistake they shall certify the same accordingly and they shall in their certificate state the particulars of the omission and in what respect any such matter is mis-stated or wrongly described and such certificate shall be deposited with the clerk of the peace for the county of Norfolk and a duplicate thereof shall also be deposited with the clerk of the Runton Parish Council and such certificate and duplicate respectively shall be kept by such clerk of the peace and clerk of the parish council respectively with the other documents to which the same relate and thereupon the deposited plan and book of reference shall be deemed to be corrected according to such certificate and it shall be lawful for the Company to take the lands in accordance with such certificate.

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54. The powers of the Company for the compulsory purchase of lands under this Act shall not be exercised after the expiration of three years from the passing of this Act.

Period for compulsory purchase of lands.

55. 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 the Company may sell or lease any lands vested in or acquired by them under the powers of this Act and not for the time being required for the purposes thereof.

Sale or lease of lands not required.

56. Subject to the provisions of this Act the Company 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 Part I. of the Second Schedule to this Act and also upon the lands described in Part II. of that schedule or upon any part thereof when acquired by the Company and they may also erect lay down provide and 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 supply and deal in coke tar pitch asphaltum ammoniacal liquor and all other products or residuum of any materials employed in or resulting from the manufacture

Powers as to construction and maintenance of gasworks.

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of gas and also meters fittings tubes pipes and other articles and things in any way connected with gasworks or with the supply or consumption of gas.

Power to purchase lands by agreement. Gas not to be manufactured except on lands scheduled.

57. The Company may for the purposes of their undertaking purchase take on lease and hold (by agreement but not otherwise) in addition to the lands described in the Second Schedule to this Act any lands and hereditaments not exceeding in the whole five acres which the Company may 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 Second Schedule to this Act.

Prescribed period for sale of lands.

58. The prescribed period for the sale of superfluous lands within the meaning of section 127 of the Lands Clauses Consolidation Act 1845 shall be ten years from the passing of this Act.

Power to supply gas apparatus &c. for heating motive and other purposes.

59. The Company may manufacture purchase provide supply sell let for hire and otherwise deal in and fix set up alter repair remove and re-fix gas meters and fittings gas engines stoves ranges pipes and other apparatus and appliances articles and things for lighting motive power the warming and ventilation 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 work necessary or proper in that behalf and may require and take such remuneration in money or such rents and charges for and make such terms and conditions with respect to the sale supply letting fixing setting up altering repairing or removing of such meters fittings engines stoves ranges pipes and other apparatus and appliances articles and things as aforesaid and for securing (both as regards the consumer and third parties) their safety and return to the Company as may be agreed upon between the Company and the person to or for whom the same are sold supplied let fixed set up altered repaired or removed The engines stoves ranges pipes fittings and other apparatus appliances articles and things let for hire under the provisions of this section shall not be subject to distress or to the landlord's remedy for rent nor to be taken in execution under any process of any court or any proceedings in bankruptcy against the persons in whose possession the same may be Provided that such engines stoves ranges pipes fittings apparatus appliances articles and things have upon them a distinguishing metal plate affixed to a conspicuous part thereof or a distinguishing brand or other mark conspicuously impressed or made thereon sufficiently indicating the Company as the actual owners thereof.

60. The Company may supply gas for heating cooking motive power warming ventilating and other purposes and for the 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 person to whom such supply shall be given.

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Supply of gas for other than lighting purposes.

61. The Company may upon the application of the owner or occupier of any premises abutting on or being erected in any street laid out or made but not dedicated to public use within the limits of this Act supply such premises with gas and may lay and repair take up alter relay or renew in across or along such street such pipes as may be requisite or proper for furnishing such supply and the provisions of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes so far as they are applicable for the purposes of this section shall extend and apply mutatis mutandis to and for the purposes thereof.

Power to lay pipes in streets not dedicated to public use.

62. 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 supplying it with gas 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 with the like consent repair replace alter discontinue and remove any such pipe branch or apparatus.

Power to lay pipes against buildings.

63. The standard price to be charged by the Company for gas supplied by them shall be four shillings and sixpence 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 ordinary stock as follows :—

Dividend dependent on price charged.

In respect of any 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 ordinary paid-up capital and so in proportion for any fraction of one hundred pounds :

And in respect of any 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

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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 hundred pounds of ordinary paid-up capital and so in proportion for any fraction of one hundred pounds.

Pressure of gas.

64. 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 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.

65. The prescribed number of candles shall be fifteen.

Testing place.

66. The testing place at the works of the Company shall be the testing place required to be provided by the Company by the Gasworks Clauses Act 1871. Provided that within three months after the Company shall have commenced to supply gas from works constructed upon the lands described in Part II. of the Second Schedule to this Act they shall provide a testing place at such works and thereupon such testing place shall be the testing place required to be provided by the Company under the said Act.

Burner.

67. 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 and so long as the gas flame rises above the top of that glass a six-inch by two-inch chimney shall be used or any other burner or chimney approved for this purpose by the Board of Trade.

Company to pay interest on money deposited as security for gas meters.

68. 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 after the rate of four 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.

No penalty in case of unavoidable cause.

69. No penalty shall be incurred by the Company for neglect or refusal to give a supply of gas in accordance with the provisions

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of this Act or for insufficiency of pressure defect of illuminating power or excess of impurity in the gas supplied by them in any case in respect of which the court having cognizance of the case are of opinion that such neglect refusal insufficiency defect or excess was caused by circumstances beyond the control of the Company or was of so slight or unimportant a character as not materially to affect the value of the supply Provided that the want of sufficient funds shall not be held to be a circumstance beyond the control of the Company.

70. The Company may contract with any local authority or person whether within or beyond the limits of this Act (but as to any such authority or person beyond the limits of this Act only with the consent of any local authority or 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 or him 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.

71. If a person requiring a supply of gas for any premises occupies or has occupied other premises at which gas was supplied to him by the Company and has not paid 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 for such first-mentioned premises until he pays the same.

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

72. Twenty-four hours' notice in writing shall be given to the Company by every gas consumer before he shall quit any premises supplied with gas by meter by the Company and in default of such notice the consumer so quitting shall be liable to pay to the Company the money accruing due in respect of such supply up to the next usual period for ascertaining the register of the meter on such premises or the date from which any subsequent occupier of such premises shall require the Company to supply gas to such premises whichever shall first occur Notice of the effect of this enactment shall be contained in every demand note for gas rent.

Gas consumers to give notice to Company before removing.

73. A notice to the Company from a consumer for the discontinuance of a supply of gas shall not be of any effect unless it be in writing signed by the consumer and be left at or sent by post to the office of the Company.

Notice of discontinuance.

74. 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 first arisen

Period of error in defective meters.

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during the then last preceding quarter of the year unless it be proved to have first arisen during the current quarter and the amount of the allowance to be made to or of the surcharges to be made upon the consumer by the Company shall be paid by or to the Company to or by the consumer as the case may be.

Dwelling-houses for persons in Company's employ.

75. The Company may erect and maintain dwelling-houses for persons in their employ upon the lands for the time being belonging to or leased by the Company.

Power to take licences for use of patents.

76. The Company may acquire take and use any leave licence or authority to work use exercise and put in practice any invention under letters patent made or to be made granting any right or privilege of working using exercising or vending any invention in relation to the production utilisation and distribution of gas the production of coke tar pitch asphaltum ammoniacal liquor and the products from coal and other substances employed in or resulting from the manufacture of gas or otherwise in relation thereto but not so as to acquire any exclusive right to the working use exercising or putting in practice of any such invention.

Restriction on taking houses of labouring class.

77.—(1.) 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 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.

(2.) For the purposes of this section the expression "labouring class" means 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.

Repeal of Order of 1876.

78. The Order of 1876 is hereby repealed.

Print of Act to be filed.

79. The Company shall within three months after the passing of this Act cause a printed copy of this Act to be filed at Somerset House with the papers relative to the limited company.

Costs of Act.

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

SCHEDULES referred to in the foregoing Act.

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THE FIRST SCHEDULE.

AN AGREEMENT made the first day of April one thousand eight hundred and ninety-eight between MARGARET BOND CABELL of 35 Lennox Gardens London Widow and EDWARD EYRE GREENWELL of 36 Lime Street in the City of London Solicitor herein-after called "the Trustees" of the one part and THE CROMER GAS AND COKE COMPANY LIMITED herein-after called "the Company" of the other part.

WHEREAS the Company are promoting a Bill in Parliament under the title of "A Bill for incorporating and conferring powers on the Cromer Gas Company" whereby they seek power to purchase additional lands at Cromer in the county of Norfolk and to construct gasworks thereon And whereas the Trustees are owners of an estate known as "The Cromer Hall Estate" which is vested in the Trustees as trustees under the will of John Bond Cabbell deceased and the proposed gasworks are designed to be constructed upon part of that estate And whereas the Trustees (herein-after collectively called "the owners") have presented a petition to the House of Commons against the said Bill and negotiations have taken place between the advisers of the owners and the Company and the terms herein-after expressed have been arranged for the withdrawal of the opposition of the owners to the Bill Now it is hereby agreed by and between the several parties hereto as follows:—

1. The owners will sell to the Company the lands described in the schedule hereunder written and delineated on the plan attached to this agreement and the fee simple and inheritance thereof free from encumbrances The title to commence with the will dated twenty-first February one thousand eight hundred and sixty-six of the late Benjamin Bond Cabbell Esquire and possession to be given as soon as the crops on the land shall have been removed or on the eleventh day of October next whichever shall be the earlier.

2. The amount of purchase money and compensation payable in respect of the lands mentioned in the said schedule shall be determined in manner provided by the Lands Clauses Acts.

3. The owners shall pay to the Company such sums of money as the Company shall be required to pay for the acquisition of the lands mentioned in the said

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schedule and for compensation payable in respect thereof including the compensation for the extinction of the commonable or other rights affecting such lands Provided that the Company shall not make any agreement with regard to the amount of such sums except with the assent of the owners.

4. The owners will give up the necessary land for widening the lane called "Sandy Lane" commencing from the road called the Holt Road up to the lands mentioned in the said schedule hereto to the uniform width of twenty feet but the owners are not to be at the expense of making such widening.

5. The owners shall provide wayleaves for water and gas pipes through the lands retained by them in situations to be agreed upon by the owners and the Company or in default of agreement to be determined by arbitration.

6. The owners shall pay to the Company as a contribution towards the expenses of the removal of the gasworks from the present site in Mill Lane a sum amounting to two thousand pounds payable by five annual instalments of four hundred pounds each payable respectively on the day on which the said Bill shall receive the Royal Assent and the four following anniversaries of that day.

7. The Company shall upon the expiration of five years from the passing of the said Bill convey to the owners all their estate and interest in the lands in Mill Lane upon which the existing gasworks are constructed but the Company shall be at liberty prior to the expiration of such five years to remove any works buildings or fixtures from such lands Until the expiration of the said five years from the passing of the said Bill the Company shall be at liberty to use their existing lands and works for the manufacture and storage of gas and residual products.

8. The owners shall take over on the passing of the said Bill the Company's liability (if any) in respect of the widening or making up of so much of Mill Lane as abuts upon the land belonging to the Company.

9. The Company shall apply for and use their best endeavours to obtain the insertion of clauses and provisions in the said Bill for confirming this agreement and for making the same binding on the owners and on the Company to be incorporated by the said Bill in lieu of the Company (party to this agreement) and for authorising the manufacture and storage of gas and residual products upon the lands described in the schedule hereto and the owners shall afford such assistance as may be reasonably required Provided that if there shall be any opposition to the said Bill the Company shall be at liberty to withdraw such clauses and provisions If such clauses and provisions be refused or withdrawn this agreement shall be null and void and the owners shall be at liberty to oppose the said Bill.

And it is hereby agreed and declared that if at any time hereafter any dispute difference or question shall arise between the said parties hereto touching the construction meaning or effect of this agreement or any claim or thing herein contained or the rights or liabilities of the said parties respectively under this agreement or otherwise howsoever in relation to the premises then every such dispute difference or question shall be referred to the arbitration of two persons one to be appointed by each party to the reference or their umpire and this

shall be deemed to be a submission to arbitration within the Arbitration Act 1889 or any statutory modification or re-enactment thereof for the time being in force. A.D. 1898.

This agreement is made subject to the confirmation of Parliament and to such alterations as Parliament may think fit to make therein. Provided that if the committee to whom the said Bill shall be referred make any material alteration therein it shall be competent to either of the parties hereto to withdraw the same.

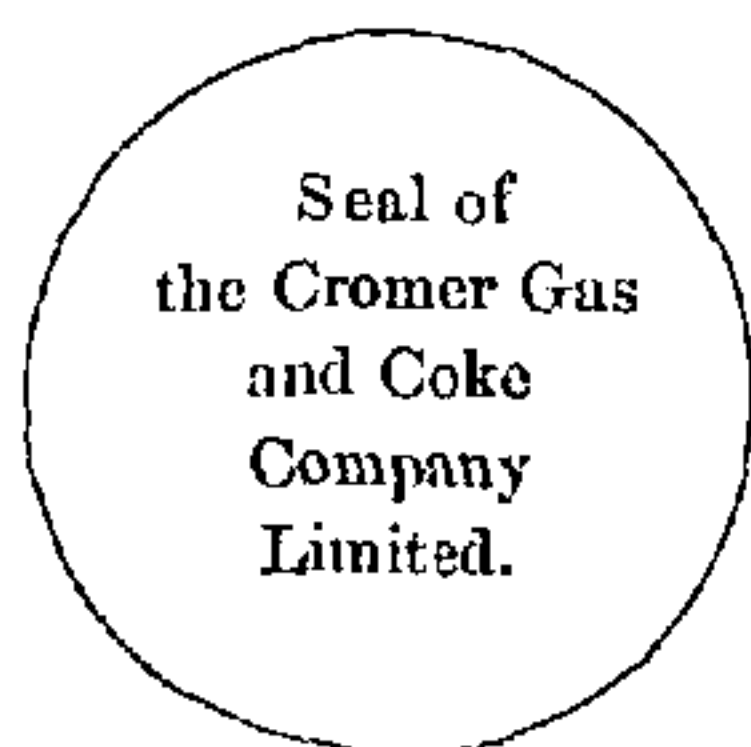
As witness the hands of the parties hereto and the common seal of the Company affixed hereto the day and year first above written.

SCHEDULE above referred to.

A piece of land containing four acres and eleven perches situate in the parish of Ranton in the county of Norfolk being part of a piece of land called "the twenty acre piece" and bounded on the north by the Midland and Great Northern Joint Railway on the west by lands belonging to Sir Thomas Fowell Buxton and on the south and east by lands belonging to and retained by the owners.

EDW. EYRE GREENWELL

For self and co-trustee.



The common seal of the Company was affixed by order of the directors given at a meeting held on the first day of April 1898 in the presence of

WM. GEORGE SANDFORD }
JAMES LOVELACE } Two directors.

JAMES K. FROST for secretary.

THE SECOND SCHEDULE.

GAS LANDS.

PART I.

Lands (containing three roods or thereabouts) belonging or reputed to belong to and occupied by the limited company situate in the parish of Cromer in the county of Norfolk bounded on the east by Mill Lane on the north by land belonging or reputed to belong to the trustees for the poor of the parish of Overstrand and on the remaining sides by lands belonging or reputed to belong to the trustees of the will of John Bond Cabbell deceased. The lands herein-before described comprise the piece of land numbered 57 and a part of the piece of land numbered 56 on the $\frac{1}{2500}$ ordnance map for the said parish (edition 1895).

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PART II.

A piece of land (containing 4 acres and 11 perches or thereabouts) situate in the parish of Runton in the county of Norfolk (being part of the piece of land called "the 20 acre piece" and numbered 90 on the $\frac{1}{2500}$ ordnance map for the said parish edition 1897) and bounded on the north by the railway of the Midland and Great Northern Railways Joint Committee on the west by lands belonging or reputed to belong to Sir Thomas Fowell Buxton Baronet and on the south and east by lands belonging or reputed to belong to Margaret Bond Cabbell and Edward Eyre Greenwell.

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