



CHAPTER clxxxv.

An Act for incorporating and conferring powers on the Clacton Gas and Water Company and to authorise the acquisition by the Clacton Urban District Council of the undertaking of that Company and for other purposes.

A.D. 1898.

[2nd August 1898.]

WHEREAS in the year one thousand eight hundred and seventy-five certain persons formed themselves into a company under the name of the Clacton-on-Sea Gas and Water Company Limited (in this Act referred to as "the Limited Company") for the purpose of supplying with gas and water the town of Clacton-on-Sea and the surrounding district and such company was duly registered under the Companies Act 1862:

And whereas by the Clacton-on-Sea Gas and Water Order 1876 confirmed by the Gas and Water Orders Confirmation Act 1876 No. 1 the Limited Company were empowered to erect and maintain gasworks on the lands described in the schedule to this Act and supply gas in Clacton-on-Sea Clacton Green and Great Clacton and district in the parish of Great Clacton in the county of Essex:

And whereas by the said Order of 1876 the Limited Company were authorised to make and maintain the waterworks therein mentioned and to supply water within the limits herein-before mentioned:

And whereas by the Clacton-on-Sea Gas and Water Order 1885 the Limited Company were authorised to increase their share capital by thirty thousand pounds making the total amount of authorised share capital fifty thousand pounds:

And whereas the present subscribed and paid-up share capital of the Limited Company consists of:—

(A) Twenty thousand pounds (in respect of their original gas and water capital) divided into four thousand shares of five pounds each and entitled to a maximum dividend of ten per centum per annum (in this Act referred to as "old A shares");

[Price 2s. 9d.]

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(B) Ten thousand pounds (additional capital) divided into two thousand shares of five pounds each and entitled to a maximum dividend of seven per centum per annum (in this Act referred to as "old B shares") :

And the Limited Company have borrowed on mortgage twelve thousand five hundred pounds :

And whereas the supply of water from the present waterworks of the Limited Company is inadequate to meeting the growing demands of the inhabitants within the water limits of the Limited Company and it is expedient that the Company should be empowered to make and maintain the additional works by this Act authorised :

And whereas it is expedient that additional capital should be provided for the construction of the waterworks by this Act authorised and for the extension and improvement of the gas and water undertakings of the Company :

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

And whereas it is expedient that provision be made for transferring to the Clacton Urban District Council (herein-after referred to as "the Council") the undertaking of the Company and that the Council should have the powers of the Company except as herein-after provided and such other powers as in this Act mentioned :

And whereas it is expedient that the agreement between the Company and the Council as set forth in the Second Schedule to this Act should be confirmed :

And whereas estimates have been prepared by the Council of the amount required in connexion with the following matters and such estimates are as follows:—

(1) For the purchase of land and the construction of waterworks by this Act authorised and for working capital for the water undertaking and for additions and alterations to the waterworks fifty thousand pounds ;

(2) For the gas undertaking ten thousand pounds :

And whereas the works included in such estimates are permanent works within the meaning of section 234 of the Public Health Act 1875 and it is expedient that the Council should be empowered to borrow the said sums of fifty thousand pounds ten thousand pounds and the other moneys in this Act mentioned :

And whereas the owners and ratepayers of the urban district of Clacton-on-Sea by resolution in the manner provided in the Third Schedule of the Public Health Act 1875 consented to the insertion of the aforesaid provisions in this Act :

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

And whereas plans and sections showing the lines and levels of the works authorised by this Act and also books of reference containing the names of the owners and lessees or reputed owners and lessees and of the occupiers of the lands required or which may be taken for the purposes or under the powers of this Act were duly deposited with the clerk of the peace for the county of Essex and are in this Act respectively referred to as the deposited plans sections and books 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) :—

PART I.—PRELIMINARY.

1. This Act may be cited as the Clacton Gas and Water Act 1898. Short title.

2. The Companies Clauses Acts 1845 to 1889 except sections 56 to 60 (as to the conversion of borrowed money into capital) of the Companies Clauses Consolidation Act 1845 and Parts I. III. and IV. of the Companies Clauses Act 1863 the Lands Clauses Acts the Gasworks Clauses Act 1847 and the Waterworks Clauses Acts 1847 and 1863 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 gas undertaking of the Company Provided that section 44 of the Waterworks Clauses Act 1847 shall for the purposes of this Act have effect as if the words "with the consent" in writing of the owner or reputed owner of any such house or "of the agent of such owner" were omitted from that section. Incorporation of Acts:

3. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated herewith have the same respective meanings unless there be something in the subject or context repugnant to such construction And in this Act unless the context otherwise requires— Interpretation.

"The Company" means the Company incorporated by this Act ;

"The Council" means the Clacton Urban District Council ;

"The undertaking" means the gas and water undertaking of the Company as described in the agreement set forth in the Second Schedule to this Act ;

"The gas undertaking" and "the water undertaking" respectively mean such portions of the undertaking as relate to gas and water respectively ;

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“Gas revenue” and “water revenue” respectively mean and include all moneys received by the Council for or in relation to the gas undertaking and the water undertaking respectively other than borrowed moneys and other moneys which ought to be carried to the account of capital ;

“The district fund” and “the general district rate” mean respectively the district fund and general district rate of the Clacton-on-Sea Urban District ;

“The appointed day” means the appointed day as defined by the scheduled agreement confirmed by this Act.

PART II.—INCORPORATION OF COMPANY.

Incorporation of Company.

4. 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 undertakings 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 Clacton Gas and Water 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.

General purposes of Company.

5. The Company shall be established for the purposes of manufacturing and supplying gas supplying water carrying on within the gas limits and water limits respectively the businesses usually carried on by gas and water companies respectively and generally carrying the powers of this Act into execution.

Present property of Limited Company vested in Company.

6. Subject to the provisions of this Act all the lands gasworks waterworks erections buildings interests rights and easements and other the undertakings 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 pumps 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 gas or water limits and which immediately before the passing of this Act 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.

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7. 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 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 Limited Company if this Act had not been passed.

Memorandum and articles of association of Limited Company to be void without prejudice to remedies for antecedent breaches thereof.

8. 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.

Nothing to affect previous rights and liabilities.

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Contracts
prior to
Act to be
binding.

9. 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 thereunto.

Actions &c.
not to abate.

10. 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 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 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.

Trustees of
Limited Com-
pany to be
indemnified.

11. 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.

Company to
satisfy
liabilities of
Limited
Company.

12. 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 respective representatives from all such obligations and liabilities and from all expenses and costs in that behalf.

13. All gas and water rates 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.

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Recovery of
gas and
water rents
&c.

14. 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.

As to pay-
ment of
debts owing
before pass-
ing of Act.

15. 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.

Certificates
&c. to
remain in
force.

16. 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.

17. 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.

Officers to
continue
until re-
moved.

18. 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 shareholders required to be kept by the Companies Clauses Consolidation Act 1845.

Present
registers of
members to
be continued.

19. The capital of the Company shall be forty thousand pounds whereof thirty thousand pounds is in this Act called the original

Capital.

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capital and ten thousand pounds is in this Act called the additional capital and shall be raised in manner herein-after mentioned and the original capital shall (except as herein-after provided with respect to half shares) be divided into two thousand A shares of ten pounds each and one thousand B shares of ten pounds each and the Company may convert into stock the whole or any part of their original or additional capital when fully paid up.

Creation of half shares for certain purposes.

20.—(1) If at the time of the passing of this Act a single old share is held separately or an odd old share would remain after appropriating to any member of the Limited Company a ten pounds share for every two old shares held by such member there shall be created such a number of ordinary shares (of each class A and B) to be called "half shares" of five pounds each in the original capital as shall be necessary in order to appropriate in respect of every such single or odd old share one such half share as aforesaid.

(2) Every two such half shares of the same class shall be deemed to represent and be in lieu of one ordinary share of ten pounds.

(3) Such half shares shall in the case of each class be numbered in arithmetical progression beginning with number one and every such half share shall be distinguished by its appropriate number and after the consolidation as herein-after mentioned of any half shares into shares of ten pounds each the last-mentioned shares shall be numbered in arithmetical progression next after the then existing shares of ten pounds each of the respective classes and shall thenceforth be distinguished by their appropriate numbers.

(4) In construing in connexion with this Act the clauses of the Companies Clauses Consolidation Act 1845 and of the Companies Clauses Act 1863 incorporated with this Act and in construing this Act unless there be something in the subject or context repugnant to such construction the word "share" shall include "half share."

Vesting of old shares in present share-holders.

21.—(1) The shares in the original capital shall be vested in the several persons and corporations who immediately before the passing of this Act were the registered members of the Limited Company in substitution for the existing shares of the Limited Company (that is to say) A shares for old A shares and B shares for old B shares one share of ten pounds being substituted for two old shares of five pounds and one half share of the respective class being substituted for a single or odd old share.

(2) If at any time two half shares of the same class shall become vested in the same person or corporation such two half shares shall immediately thereupon become ipso facto consolidated into one share of ten pounds and shall thereafter be dealt with accordingly.

(3) Every share or half share so vested 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 half share for which the same is substituted and every deed or other instrument or any testamentary or other disposition of the old shares shall take effect with reference to the whole or a proportionate part as the case may be of the shares substituted therefor.

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

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

23. The Company may from time to time raise additional capital not exceeding in the whole ten thousand pounds by the creation and issue of new ordinary shares or stock or new preference shares or stock or wholly or partially by one or more of those modes respectively but the Company shall not issue any share of less nominal value than ten pounds nor shall any such share or stock vest in the person or corporation accepting the same unless and until the full nominal amount of such share or stock (if such share or stock shall be issued at or above par) together with 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 premiums which may be obtained on the sale thereof the sum of ten thousand pounds.

Power to Company to raise additional capital.

24. The profits of the Company to be divided among the shareholders in any year shall not exceed the following rates (that is to say) On twenty thousand pounds (A shares) part of the sum of thirty thousand pounds described as the original capital the rate of ten pounds in respect of every one hundred pounds of such capital and upon ten thousand pounds (B shares) the remaining part of the original capital the rate of seven pounds in respect of every one hundred pounds and on the additional capital to be raised under the powers of this Act the rate of seven pounds in respect of every one hundred pounds actually paid up of such capital as shall be issued as ordinary capital and the rate of six pounds in respect of every one hundred pounds actually paid up of such capital as shall be issued

Profits of the Company limited.

A.D. 1898. as preference capital The shares issued in respect of so much of the additional capital as shall be raised as ordinary capital shall be called B shares.

Dividends on different classes of shares or stock to be paid proportionately.

25. In case in any half year the funds of the Company applicable to dividend shall be insufficient to pay the full amount of dividend at the prescribed maximum rate on each class of ordinary shares or stock in the capital of the Company a proportionate reduction shall be made in the dividend of each class.

New shares or stock to be offered by auction or tender.

26. Notwithstanding anything in this Act contained the Company shall when any shares or stock created under the powers of this Act are to be issued and before offering the same to the holder of any other shares or stock in the Company and whether the ordinary shares or ordinary stock of the Company are or 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 shares or stock and that the reserved price put upon such shares or 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 shares or stock in the Company.

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

27. It shall be one of the conditions of any sale of shares or 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 shares or stock.

28. The intention to sell any such shares or stock by auction or by tender shall be communicated in writing to the clerk to the Clacton Urban 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 Clacton.

Shares or stock not sold by auction or by tender to be offered to shareholders.

29. When any shares or stock created under the powers of this Act have 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 shares or ordinary stock of the Company in manner provided by the Companies Clauses Act 1863 Provided

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always that any shares or stock so offered and not accepted within the time prescribed by the said Act shall (if it is still desired to raise the further capital) 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 shares and 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 any stock or shares not then sold shall (subject as aforesaid) be again offered to the holders of ordinary shares or ordinary stock at the last-mentioned reserved price and so from time to time until the whole of such shares or stock is sold.

30. Any sum of money which shall arise from the issue of any such shares or 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 is made proportionate to the paid-up capital the premiums received from the sale of shares 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 shares or stock.

31. The Company may subject to the provisions of this Act borrow on mortgage of the Company's gas undertaking and the Company's water 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 shares or stock but no part thereof shall be borrowed until the whole of the shares or 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 shares and 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 Provided that nothing in this section shall prejudice or affect the existing mortgage debt of the Company of twelve thousand five hundred pounds or the power of the Company to re-borrow the same.

Power to borrow.

32. The mortgagees of the Company may enforce payment of arrears of interest or principal or principal and interest due on their

For appointment of a receiver.

A.D. 1898. 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 six hundred pounds in the whole.

Priority of principal moneys secured by existing mortgages.

33. All mortgages granted by the Limited Company in pursuance of the powers of any Order confirmed by Parliament before the passing of this Act and subsisting at the passing hereof shall during the continuance of such mortgages and subject to the provisions of the Order under which such mortgages were respectively granted have priority over any mortgages or the interest thereon granted by virtue of this Act.

Priority of mortgages over other debts.

34. All money raised or to be raised by the Company on mortgage 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 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 nor shall anything in this section contained affect any claim for land taken used or occupied by the Company for the purposes of the Company's undertaking and works or injuriously affected by the construction thereof or by the exercise of any powers conferred on the Company nor shall it affect any mortgage of the Limited Company existing at the passing of this Act.

Application of moneys.

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

Separate accounts.

36. The Company shall keep separate accounts of receipts and expenditure on capital and revenue account in respect of their gas undertaking and water undertaking and for that purpose shall apportion between those accounts the original capital and the amount borrowed on mortgage by the Limited Company and any expenditure common to both undertakings.

Ordinary meetings.

37. 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 months of February or March as the directors may appoint.

38. The number of directors shall be six but the Company may from time to time reduce and again increase the number provided that the number be not less than five nor more than nine.

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Number of directors.

39. The qualification of a director shall be the possession in his own right of not less than thirty shares.

Qualification of directors.

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

Quorum.

41.—(1) The present directors of the Limited Company namely Abel Penfold Thomas Sturmy Cave Frederic Croutel Dobbing George William Mitchell James Topp and James George White 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.
Election of directors.

(2) At that meeting the shareholders present in person or by proxy may either continue in office the directors appointed by this Act or any of them or may elect a new body of directors or directors to supply the place of those not continued in office the directors appointed by this Act being if 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 powers herein-before contained for reducing the number of directors) elect persons to supply the places of the directors then retiring from office agreeably to the provisions of the Companies Clauses Consolidation Act 1845 and the several persons elected at any such meeting being neither removed nor disqualified nor having died or resigned shall continue to be directors until others are elected in their stead in manner provided by the same Act.

42. The quorum of all general meetings whether ordinary or extraordinary shall be ten shareholders 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.

43. 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 maximum dividend.

Interim dividend.

44. 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

Closing of transfer books previous to declaring interim dividend.

A.D. 1898. 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.

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

Auditors need not hold shares.

46. 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 shareholder 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.

PART III.—GAS.

Gas limits.

48. The limits of this Act for the supply of gas by the Company shall be the urban district of Clacton in the county of Essex.

Powers as to construction and maintenance of gasworks &c.

49. Subject to the provisions of this Act the Company may from time to time maintain alter improve enlarge extend and renew or discontinue the existing gasworks upon the lands on which the same are erected or any part thereof and which are described in the First Schedule to this Act and they may also erect lay down provide and from time to time maintain alter improve enlarge extend and renew or discontinue the existing and any 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 oil and all other products or residuum of any materials employed in or resulting from the manufacture of gas and also meters fittings tubes pipes and other articles and things in any way connected with gasworks or with the supply of gas as they may think fit.

Power to purchase lands by agreement for gas purposes. Gas not to be manufactured except

50. The Company may for the purposes of their gas undertaking purchase take and hold (by agreement but not otherwise) in addition to the lands described in the First Schedule to this Act any lands and hereditaments not exceeding in the whole fifteen acres which the Company may from time to time require for the purposes of their gasworks 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 First Schedule to this Act. A.D. 1898.
on lands
scheduled.

51. The Company may manufacture purchase provide supply sell let for hire and otherwise deal in and fix set up alter repair remove and refix 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 for a distinguishing brand or other mark conspicuously impressed or made thereon sufficiently indicating the Company as the actual owners thereof. Power to
supply
apparatus
&c. for
heating
motive and
other
purposes.

52. 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. Supply of
gas for
other than
lighting
purposes.

53. If a person requiring a supply of gas has previously quitted premises at which gas was supplied to him by the Company without paying all gas or meter rent due from him the Company may refuse to furnish to him a supply of gas until he pays the same. Power to
refuse to
supply per-
sons in debt
for other
property.

54. 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 Gas con-
sumers to
give notice
to Company

[Ch. clxxxv.] *Clacton Gas and Water Act, 1898.* [61 & 62 VICT.]

A.D. 1898.
before
removing.

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 endorsed upon every demand note for gas rent.

Limiting
the price of
gas.

55. The price to be charged by the Company for gas supplied by them to persons who shall burn the same by meter shall not at any time exceed six shillings per one thousand cubic feet.

Pressure of
gas.

56. 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.

57. The prescribed number of candles shall be fifteen.

Testing
place.

58. 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.

Burner.

59. 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
&c.

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

Company
may contract
with local

61. The Company may contract with any local authority company or persons beyond the Company's limits of supply (but

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.

A.D. 1898.
—
authority for
supply in
bulk.

PART IV.—WATER.

62. The limits of this Act for the supply of water by the Company shall be the urban district of Clacton in the county of Essex.

Water
limits.

63. The Company may maintain alter enlarge and extend the existing engines machinery tanks wells pipes and other waterworks of the Limited Company and may use and employ the same for the purpose of taking water and may take any water which might have been taken by the Limited Company and may sell and supply water in accordance with the provisions of this Act.

Power to
maintain
existing
waterworks
and supply
water.

64. Subject to the provisions of this Act the Company may make and maintain in the lines and situations and upon the lands delineated upon the deposited plans and described in the deposited books of reference and according to the levels shown on the deposited sections the several works shown on the deposited plans together with all necessary or proper wells pumps engines tanks embankments sluices weirs outlets overflows washouts bridges roads approaches basins gauges filter beds discharge pipes adits shafts tunnels aqueducts culverts cuts channels conduits drains mains pipes junctions valves telegraphs telephones apparatus rails buildings and conveniences connected with or ancillary to the works or any of them or necessary for inspecting maintaining repairing cleansing managing working and using the same Provided that such telegraphs and telephones shall not be used for the purpose of transmitting telegrams in contravention of the exclusive privilege conferred on the Postmaster-General by the Telegraph Act 1869 The works shown on the deposited plans and sections and authorised by this Act comprise the following (that is to say) :—

Power to
make new
waterworks.

(A) So much of the aqueduct conduit or line of pipes (referred to on the deposited plans as Aqueduct No. 1) as lies between the junction of the road from Ardleigh to Saint Osyth with the road from Thorington Station to Great Bentley and the existing service tank of the Company in or adjoining Old Road in Clacton (which portion of aqueduct conduit or line of pipes is herein-after referred to as Aqueduct No. 1) :

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- (B) A well and pumping station (to be called the Great Bentley Pumping Station) situate in the parish of Great Bentley in the field numbered 185 on the $\frac{1}{2500}$ Ordnance map of the said parish (surveyed 1874):
- (C) An aqueduct conduit or line of pipes (to be called Aqueduct No. 2) commencing at the Great Bentley Pumping Station and terminating in the road leading from Ardleigh to Saint Osyth by a junction with Aqueduct No. 1:
- (D) A service reservoir (to be called the Clacton Service Reservoir) situate in the parish of Great Clacton in the field numbered 327 on the $\frac{1}{2500}$ Ordnance map of that parish (surveyed 1874):
- (E) An aqueduct conduit or line of pipes (referred to on the deposited plans as Aqueduct No. 6) commencing at the Clacton Service Reservoir and terminating by a junction with Aqueduct No. 1:
- (F) A service tank situate in the parish of Great Bentley in the field numbered 99 on the $\frac{1}{2500}$ Ordnance map of that parish (surveyed 1874).

Power to deviate.

65. In constructing the works by this Act authorised or any of them the Company may deviate from the lines thereof to any extent not exceeding the limits of deviation shown on the deposited plans and where the line of any work is shown on those plans as passing along any road and no limits of lateral deviation are marked thereon the Company may in making such work deviate laterally to any extent within the boundaries of such road and the Company may deviate from the levels shown on the deposited sections to any extent not exceeding four feet upwards and to any extent downwards Provided that such upward deviation do not cause any part of the aqueducts by this Act authorised to be raised above the surface of the ground.

For protection of Great Eastern Railway.

66.—(1) The Aqueduct No. 1 in so far as it shall be laid down in or over any railway belonging to the Great Eastern Railway Company (in this section referred to as "the Great Eastern Company") or any of the bridges or works thereof shall be laid down maintained and repaired under the superintendence and to the reasonable satisfaction of the principal engineer of the Great Eastern Company and according to plans to be reasonably approved by him but in all things at the expense of the Company and so as to cause no injury to such railway bridges and works or interruption to the passage or conduct of traffic over such railway and if in consequence of the laying down maintaining and repairing of such aqueduct any injury be caused to such railway bridges or works or any interruption be caused to such traffic the Company shall make full compensation to the Great Eastern Company in respect to such injury or interruption the amount of such compensation failing

agreement to be settled by arbitration in accordance with the Arbitration Act 1889. A.D. 1898.

(2) The Company shall not acquire any estate or interest in the lands and property of the Great Eastern Company but nothing herein contained shall interfere with the right of the Company to lay down repair or renew any aqueduct main or pipe under or along any road crossed (whether on the level or otherwise) by any railway of the Great Eastern Company.

67.—(1) If the Company construct the well and pumping station at Great Bentley (being Work B by this Act authorised) they shall if at any time after the completion of such well and pumping station the Tendring Rural District Council (herein-after called "the Tendring Council") by notice in writing under their common seal so require supply in bulk to the Tendring Council such an amount of water as that council may require for use at Great Bentley and with which they may by such notice require to be supplied. As to supply in bulk to Tendring Rural District Council.

(2) Such water shall be delivered at such point near the well and pumping station by this Act authorised as may be agreed upon between the Company and the Tendring Council or as failing agreement may be settled by arbitration.

(3) The Tendring Council shall pay to the Company for such supply after the rate of one shilling for every one thousand gallons or part of one thousand gallons supplied to them in accordance with such notice and such payment shall be made quarterly on the usual quarter days and shall be recoverable from the Tendring Council by the Company as water rates within the limits of the Company for the supply of water are recoverable.

(4) Such supply shall be used by the Tendring Council only for the purposes of supply to Great Bentley.

(5) Any matter by this section referred to arbitration and any difference arising under this section shall be determined by an arbitrator to be appointed on the application of either party by the Board of Trade.

68. Subject to the provisions of this Act the Company may enter on take and use such of the lands delineated and described in the deposited plans and books of reference as may be required for the purposes of this Act and they may for the purposes of their waterworks take collect use and appropriate all such underground springs and waters as can be taken or collected by the waterworks authorised by this Act and any waters which may be found in or under any lands acquired by them under this Act. Power to take lands and waters.

69. The powers of the Company for the compulsory purchase of lands under this Act shall cease after the expiration of five years from the passing of this Act. Period for compulsory purchase of lands.

A.D. 1898.

Power to take additional lands by agreement.

70. The Company may for any of the purposes of their water undertaking purchase by agreement any lands not exceeding twenty acres in addition to the lands which they are authorised by this Act to take by compulsion but the Company shall not create or permit the creation or continuance of any nuisance on any such lands or use such lands for any buildings except offices and dwellings for persons in their employ and such buildings and works as may be incident to or connected with their waterworks.

Power to take easements &c. by agreement.

71. Persons empowered by the Lands Clauses Acts to sell and convey or release lands may if they think fit subject to the provisions of those Acts and of this Act grant to the Company any easement right or privilege (not being an easement right or privilege of water in which other persons than the grantors have an interest) required for the purposes of this Act in over or affecting any such lands and the provisions of the said Acts with respect to lands and rentcharges as far as the same are applicable in this behalf shall extend and apply to such grants and to such easements rights and privileges as aforesaid respectively.

Reservation of water rights &c. on sale.

72. The Company on selling any lands acquired for or in connexion with their water undertaking and not required for that purpose may reserve to themselves all or any part of the water rights or other easements belonging thereto and may make the sale subject to such reservations accordingly and may also make any such sale subject to such other reservations special conditions restrictions and provisions with respect to use of water exercise of noxious trades or discharge or deposit of manure sewage or other impure matter and otherwise as they may think fit.

Power to hold lands for protection of works.

73. The Company may hold any lands acquired by them under the powers of this Act which they may deem necessary and so long as such lands shall be so held they shall not be deemed to be superfluous lands within the meaning of the Lands Clauses Acts.

Temporary discharge of water into streams.

74. For the purpose of sinking any well executing any necessary work of repair or of cleansing or examining any aqueduct conduit or reservoir by this Act authorised the Company may cause the water in any such well aqueduct conduit or reservoir to be temporarily diverted into any available stream or watercourse.

In the exercise of the power conferred by this section the Company shall do as little damage as may be and shall make full compensation to all persons for all damage sustained by them by reason or in consequence of the exercise of such power the amount of such compensation to be settled in case of difference by arbitration under and pursuant to the provisions of the Arbitration Act 1889.

75. The water supplied by the Company need not at any time be delivered at a pressure greater than that to be afforded by gravitation from the existing service tank of the Company nor need the water be constantly laid on under pressure. A.D. 1898.
Limit of
pressure.

76. The Company shall at the request of the owner or occupier of any dwelling-house or part of a dwelling-house entitled under the provisions of this Act to demand a supply of water for domestic purposes furnish to such owner or occupier a sufficient supply of water for such domestic purposes at rates not exceeding the rates per annum herein-after specified (that is to say):— Rates for
supply of
water for
domestic
purposes.

Where the gross estimated rental of the premises so supplied with water shall not exceed five pounds the sum of eight shillings and eightpence ;

Where such gross estimated rental shall exceed five pounds and not exceed ten pounds the sum of sixteen shillings ;

Where such gross estimated rental shall exceed ten pounds and not exceed fifteen pounds the sum of twenty-four shillings ;

Where such gross estimated rental shall exceed fifteen pounds and not exceed twenty pounds the sum of thirty-two shillings ;

Where such gross estimated rental shall exceed twenty pounds and not exceed twenty-five pounds the sum of thirty-nine shillings ;

Where such gross estimated rental shall exceed twenty-five pounds and not exceed thirty pounds the sum of forty-six shillings ;

Where such gross estimated rental shall exceed thirty pounds and not exceed thirty-five pounds the sum of fifty-three shillings ;

Where such gross estimated rental shall exceed thirty-five pounds and not exceed forty pounds the sum of sixty shillings ;

Where such gross estimated rental shall exceed forty pounds and not exceed forty-five pounds the sum of sixty-six shillings ;

Where such gross estimated rental shall exceed forty-five pounds and not exceed fifty pounds the sum of seventy-two shillings ;

Where such gross estimated rental shall exceed fifty pounds and not exceed fifty-five pounds the sum of seventy-eight shillings ;

Where such gross estimated rental shall exceed fifty-five pounds and not exceed sixty pounds the sum of eighty-four shillings ;

Where such gross estimated rental shall exceed sixty pounds and not exceed sixty-five pounds the sum of eighty-nine shillings ;

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Where such gross estimated rental shall exceed sixty-five pounds and not exceed seventy pounds the sum of ninety-four shillings ;

Where such gross estimated rental shall exceed seventy pounds and not exceed seventy-five pounds the sum of ninety-nine shillings ;

Where such gross estimated rental shall exceed seventy-five pounds and not exceed eighty pounds the sum of one hundred and four shillings ;

Where such gross estimated rental shall exceed eighty pounds and not exceed eighty-five pounds the sum of one hundred and eight shillings ;

Where such gross estimated rental shall exceed eighty-five pounds and not exceed ninety pounds the sum of one hundred and twelve shillings ;

Where such gross estimated rental shall exceed ninety pounds and not exceed ninety-five pounds the sum of one hundred and sixteen shillings ;

Where such gross estimated rental shall exceed ninety-five pounds and not exceed one hundred pounds the sum of one hundred and twenty shillings ;

Where such gross estimated rental shall exceed one hundred pounds at a rate per centum not exceeding five pounds ten shillings :

Provided that the Company shall in no case be entitled to demand for the water rate for any house or part of a house included in any division of the above scale a greater sum of money than they would be entitled to demand if such house or part of a house were of such higher annual value as would bring it within another division of the said scale :

The gross estimated rental of any such premises as aforesaid shall be ascertained by the valuation list in force at the commencement of the quarter for which the rate accrues or if there is no such list in force by the last rate made for the relief of the poor. Provided that where the water rate is chargeable on the gross estimated rental of a part only of any hereditament entered in the valuation list such gross estimated rental shall be a fairly apportioned part of the gross estimated rental of the whole tenement ascertained as aforesaid the apportionment in case of dispute to be ascertained by two justices.

Rates for
waterclosets
and baths.

77. In addition to the foregoing charges the Company may charge in respect of every watercloset beyond the first (for which no additional charge shall be made) on any premises within the water limits a sum not exceeding seven shillings and sixpence per annum

and for every fixed bath capable of containing not more than fifty gallons a sum not exceeding ten shillings per annum and for every fixed bath capable of containing more than fifty gallons such sum as the Company may think fit such additional sums to be paid quarterly in advance and to be recoverable in all respects with and as the water rate.

A.D. 1898.

78.—(1) Every watercloset and bath and the apparatus and pipes connected therewith respectively on any premises supplied or about to be supplied with water by the Company shall be so constructed and used as to prevent the contamination of the water of the Company and section 57 of the Waterworks Clauses Act 1847 shall extend to authorise any duly authorised officer or servant of the Company to enter any premises supplied with water by the Company for the purpose of inspecting every such watercloset bath and apparatus and pipes connected therewith and in the event of any such watercloset bath apparatus or pipe being found not to be so constructed or used as to prevent the contamination of the water of the Company the Company may after twenty-four hours' notice in writing enter on the premises and by and under the direction of their duly authorised officer or servant alter the same so as to effectually prevent the contamination by the user thereof of the water of the Company and the expense of such alterations shall be repaid to the Company by the person on whose credit the water is supplied and may be recovered by them as water rates are recoverable.

Closets
baths &c.
to be con-
structed so
as to pre-
vent con-
tamination.

(2) The Company shall not be compelled to supply with water any bath which shall be capable of containing when filled for use more than fifty gallons of water.

79. Where the rateable value of a house supplied with water does not exceed ten pounds or the house is let to monthly or weekly tenants or tenants holding for any other period less than a quarter of a year the owner instead of the occupier shall pay the rate for the supply but the rate may be recovered in the first instance from the occupier and may be deducted by him from the rent from time to time due from him to the owner Provided that no greater sum shall be recovered at any one time from any such occupier than the amount of rent owing by him or which shall have accrued due from him subsequent to a notice to pay the rate being given to him or left at his dwelling-house.

Rates pay-
able by
owners for
small
houses.

80. The Company shall not be bound to supply with water otherwise than by measure any building used by an occupier as a dwelling-house whereof any part is used by the same occupier for any trade or manufacturing purpose for which water is required.

Supply to
houses
partly used
for trade
&c.

A.D. 1898.

Supply of
water by
measure.

81. The Company may supply water for other than domestic purposes on such terms and conditions as the Company think fit and may by agreement supply water by measure either for domestic or other purposes and the moneys payable for the supply of water under this section shall be recoverable in the same manner as rates due to the Company for water Provided always that no person shall be entitled to a supply of water for other than domestic purposes if such supply would interfere with the sufficiency of the supply of water for domestic purposes.

Notice to
Company of
connecting
or discon-
necting
meters.

82. Before any person connects or disconnects any meter by means of which any of the water of the Company is intended to be or has been registered he shall give not less than twenty-four hours' notice in writing to the Company of his intention to do so and all alterations or repairs and the connecting and disconnecting of meters shall be done at his cost and under due superintendence of any officer of or person authorised by the Company and any person offending against this enactment shall for every such offence be liable to a penalty not exceeding forty shillings.

Register of
meter to be
primâ facie
evidence.

83. Where water is supplied by measure the register of the meter or other instrument for measuring water shall be primâ facie evidence of the quantity of water consumed and in respect of which any water rate or rent is charged and sought to be recovered by the Company Provided that if the Company and the person to whom the water is supplied differ as to the quantity consumed such difference shall be determined upon the application of either party by a court of summary jurisdiction who may also order by which of the parties any costs of the proceedings before them shall be paid and the decision of such court shall be final and binding on all parties.

Injuring
meters &c.

84. Every person who wilfully fraudulently or by culpable negligence injures or suffers to be injured any pipe meter or other instrument for measuring water or any fittings belonging to the Company or who fraudulently alters the index to any meter or other instrument for measuring water or fraudulently prevents any meter or other instrument for measuring water from duly registering the quantity of water supplied or fraudulently abstracts consumes or uses water of the Company shall (without prejudice to any other right or remedy for the protection of the Company or the punishment of the offender) for every such offence be liable to a penalty not exceeding five pounds and the Company may in addition thereto recover the amount of any damage by them sustained And the Company may also enter upon the premises occupied by the offender and repair such injury and do all such works matters and things as

may be necessary for insuring the proper registering of such meter or instrument of the quantity of water supplied by means thereof and the expenses so incurred by the Company shall be repaid to them by the offender. The existence of artificial means for causing such injury alteration or prevention or for abstracting consuming or using water of the Company when such pipe meter instrument or fittings is or are under the custody or control of the consumer shall be *prima facie* evidence that such injury alteration prevention abstraction consumption or use as the case may be has been wilfully and fraudulently caused by the consumer using such pipe meter instrument or fittings. A.D. 1898.

85. The Company may if requested by any person supplied or about to be supplied by them with water furnish to him and from time to time repair or alter any such pipes valves cocks cisterns baths meters soil-pans waterclosets apparatus and receptacles as are required or permitted by their regulations and may provide all materials and do all work necessary or proper in that behalf and the reasonable charges of the Company in providing such materials and executing such work shall be paid by the person requiring the same. Power to Company to supply materials.

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

87. Where several houses or parts of houses in the occupation of several persons are supplied by one common pipe the several owners or occupiers of such houses or parts of houses shall be liable to the payment of the same rates for the supply of water as they would have been liable to if each of such several houses or parts of houses had been separately supplied with water from the works of the Company by a distinct pipe. Provided that the Company shall not be compelled to supply water to the occupier of any part of a dwelling-house unless the water rate is paid for the whole of such dwelling-house and that the Company shall not be bound to supply more than one house by means of the same communication pipe but may if they think fit require that a separate pipe be laid from the main pipe into each house supplied by them with water. Several houses supplied by one pipe.

88. Any tenant or occupier of one or part of one of several houses or tenements supplied by a common pipe who takes or uses the water laid on by the Company to any other such house or tenement or allows the same to be taken or used contrary to the provisions of this Act shall for every such offence be liable to a penalty not exceeding five pounds. Misuser where supply to several houses is by a pipe common to all.

A.D. 1898.

Supply of
water in
bulk.

89. The Company may enter into and carry into effect agreements with any local authority or person within or beyond the water limits for the supply by the Company to such local authority or person respectively of water in bulk. Provided that it shall not be lawful for the Company to supply water under any such agreement as aforesaid beyond the water limits and within the limits of supply of any local authority or company without their consent nor if and so long as such supply shall interfere with the supply of water for domestic purposes within the limits of this Act.

As to pipes
crossing the
works of a
railway or
other com-
pany.

90. If any difference arises between the Company and any railway canal or other company whose land or works it may be necessary or convenient to cross for the purpose of meeting the demands for gas or water within the respective limits of supply as to the mode of laying down repairing altering or enlarging their pipes or conduits or the facilities to be afforded for the same the same shall be settled by an engineer to be appointed by the Board of Trade at the request of either party.

Guarantee
to Post-
master-
General.

91. The Company may undertake to pay to the Postmaster-General any loss he may sustain by reason of the establishment or maintenance at their request of any post or telegraph office or of any additional facilities (postal or other) in any rural district in connexion with the works authorised by this Act and any expenses incurred by the Company under such undertaking may be defrayed as part of the working and establishment expenses of the water undertaking.

PART V.—TRANSFER OF THE GAS AND WATER UNDERTAKING.

Confirma-
tion of
scheduled
agreement.

92. The agreement dated the thirteenth day of April 1898 made between the Limited Company of the one part and the Council of the other part as set forth in the Second Schedule to this Act is hereby confirmed and made binding upon the Company and the Council respectively and is in this part of this Act called "the scheduled agreement" and the Company shall sell to the Council and the Council shall purchase the undertaking at the time for the consideration in the manner and generally upon the terms and subject to the exceptions in the scheduled agreement set forth.

Transfer to
be by deed.

93. The sale of the undertaking of the Company shall be carried into effect by deed of conveyance duly stamped and truly stating the consideration which deed may be in the form set forth in the Third Schedule to this Act or to the like effect with such variations

and additions as circumstances may require and on the execution of that deed by the Company the undertaking shall by virtue of that deed and of this Act become and shall thenceforth be transferred to and vested in the Council subject and according to the provisions of this Act and the scheduled agreement and thenceforth the Council shall in their own name and for their own benefit have and hold the said undertaking Such transfer and vesting is in this part of this Act referred to as "the transfer."

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94. The mortgage or debenture debt of the Company amounting to twelve thousand five hundred pounds mentioned in the scheduled agreement and which is referred to in this part of this Act as "the mortgage debt" and the interest thereon shall after the transfer continue to be a first charge on the gas undertaking and water undertaking And the Council shall within eighteen months from the passing of this Act redeem and cancel the whole of the mortgage debt Provided always that the Council may by agreement with any holder of any mortgage or debenture created in respect of the mortgage debt at any time substitute for the mortgages held by him any mortgage debenture or debenture stock or other security of the Council Provided also that all moneys to be paid by the Council to the holders of such mortgage or debenture shall for the purposes of this Act be apportioned between the gas undertaking and the water undertaking in the same proportion as the purchase money of the undertaking of the Company according to their respective values.

As to mortgage debt.

95. From and after the transfer of the undertaking all the powers rights privileges authorities duties and liabilities of the Company under this Act shall be by virtue of this Act transferred to and vested in the Council and this Act shall be read and have effect as if the Council had been therein named instead of the Company subject nevertheless and according to the provisions of this Act and to the following exceptions and provisions namely:—

Transfer of powers of Company.

(1) The provisions of the Companies Clauses Consolidation Acts 1845 to 1889 incorporated with this Act shall not apply to the Council:

(2) None of the provisions of this Act or of any Acts incorporated therewith in any manner relating to the share and loan capital of the Company or to any limitation of the amount of profits to be received by the Company or undertakers or to the balancing of the books or the accounts of the Company or to the constitution meetings or directors of the Company shall apply to the Council.

96. All debts and liabilities of the Company other than the mortgage debt which remain unpaid or unsatisfied on the appointed day including all liabilities in respect of causes of action then

Liabilities of and actions &c. by or against Company.

A.D. 1898. — existing shall as between the Company and the Council be paid or satisfied by the Company and the Company shall indemnify the Council against the same and if at the time of the transfer any action or proceeding or any cause of action or proceeding is pending or existing by or in favour of the Company the same shall not abate or be discontinued or in anywise prejudicially affected by reason of the transfer or of anything in this Act but such action or proceeding (other than one for the recovery of money due or accruing due to the Company up to or on the appointed day) may be prosecuted and enforced by the Council as and when it might have been continued prosecuted and enforced by or in favour of the Company if this Act had not been passed.

Contracts of Company to be binding on Council.

97. Subject to the provisions of this Act all agreements conveyances contracts deeds and other instruments entered into or made with or by the Company and in force at the time of the transfer shall be as binding and of as full force and effect in every respect against or in favour of the Council and may be enforced as fully and effectually as if instead of the Company the Council had been a party thereto.

Receipt for purchase money.

98. The receipt in writing of three of the directors of the Company for any money to be paid to the Company by the Council shall effectually discharge the Council from the sum which in such receipt shall be acknowledged to have been received and from being concerned to see to the application thereof and from being answerable or accountable for the loss misapplication or non-application thereof:

Provided that if from any cause the Council are unable to obtain such receipt they may pay the amount under this Act into the Bank of England in the name of the Paymaster-General for and on behalf of the Supreme Court to an account to be opened in the matter of this Act and a receipt shall be given to the Council by the cashier of the Bank for the said sum which shall have the same effect as the receipt of such three directors.

Application of purchase money.

99. The purchase money to be paid by the Council and all other moneys belonging to the Company shall be applied and distributed in accordance with the scheduled agreement and the directors of the Company may exercise all powers and do all acts necessary or proper for the foregoing purposes and for winding up the affairs of the Company.

Where the directors of the Company are for twelve months after the transfer unable after diligent inquiry to ascertain the person to whom any part of the purchase money of the undertaking of the Company or other moneys are payable or when any part thereof is payable to a person by or on behalf of whom an effectual receipt

[61 & 62 Vict.] *Clacton Gas and Water Act, 1898.* [Ch. clxxxv.]

cannot be given the directors may pay the same into the High Court or if not exceeding five hundred pounds into the county court of Essex at Colchester under any Act for the time being in force for the relief of trustees. A.D. 1898.

100. When and as soon as the moneys aforesaid have been distributed by the directors of the Company and all debts and liabilities of the Company (other than the mortgage debt) have been paid and satisfied and the affairs of the Company have been completely wound up the Company shall be by virtue of this Act dissolved. Dissolution
of Com-
pany.

101. The Council may for the purposes herein-after mentioned from time to time (in addition to any other moneys which they are now authorised to borrow) borrow at interest on the security of the gas revenue and the water revenue respectively (so far as such purposes relate to gas undertaking or water undertaking as the case may be) and of the district fund and the general district rate as follows (that is to say) :— Power to
borrow.

Firstly For paying the costs charges and expenses referred to in the section of this Act the marginal note whereof is "Costs" such sum as may be required;

Secondly For the purpose of acquiring the undertaking of the Company including all sums of money payable to the Company by the Council under the scheduled agreement and for defraying the costs and expenses of the Council incident to such acquisition and to the transfer of the undertaking to the Council and for the redemption of the mortgage debt of the Company such sum as may be required;

Thirdly For the purpose of the purchase of land and the construction of waterworks by this Act authorised and for working capital for the water undertaking and for additions and alterations to the waterworks such sum or sums of money as the Council may from time to time think requisite not exceeding fifty thousand pounds;

Fourthly For working capital for the gas undertaking and for additions and alterations to gasworks such sum or sums as the Council may from time to time think requisite not exceeding ten thousand pounds:

In addition to the sums so authorised to be borrowed by the Council the Council may with the sanction of the Local Government Board borrow at interest on the security aforesaid such further sums as they may require for the purposes of the gas undertaking or the water undertaking.

The Council may with respect to the gas undertaking or with respect to the water undertaking from time to time mortgage the

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gas revenue or the water revenue respectively and also the district fund and the general district rate for securing the repayment of the moneys so borrowed with interest accordingly. Provided always that for the purposes firstly and secondly mentioned in this section the sum to be borrowed for the gas undertaking or the water undertaking respectively shall be apportioned between the gas undertaking and the water undertaking in the same proportion as the purchase money of the undertaking of the Company according to their respective values.

Power to borrow under Local Loans Act.

102. The Council if they think fit may borrow the moneys which they are by this Act authorised to borrow or any part thereof under the powers and subject to the provisions of the Local Loans Act 1875 as amended by the Local Loans Sinking Fund Act 1885 by means of a loan or loans to be raised by the issue of debentures debenture stock or annuity certificates or partly in one way and partly in another.

Any moneys borrowed in manner by this section authorised for the purposes of this Act shall be a charge upon and shall be paid out of the same funds and rates as they would be charged upon and paid out of if raised by mortgage under this Act and such funds and rates shall in each case be the local rate within the meaning and for the purposes of the Local Loans Act 1875.

Every such loan shall be discharged within the respective periods prescribed by this Act.

The section of this Act of which the marginal note is "Sinking fund" shall apply to any sinking fund provided by the Council for the repayment of any moneys borrowed by them under the Local Loans Act 1875 in lieu of the provisions of section 15 of that Act.

Powers of borrowing not to be restricted by provisions of Public Health Act 1875.

103. The powers of borrowing money by this Act given shall not be restricted by any of the regulations contained in section 234 of the Public Health Act 1875 and in calculating the amount which the Council may borrow under that Act any sums which they may borrow under this Act shall not be reckoned.

Provisions of Public Health Act 1875 as to mortgages to apply.

104. Sections 236 to 239 of the Public Health Act 1875 shall extend and apply mutatis mutandis to mortgages granted by the Council under this Act.

Protection of lender from inquiry.

105. A person lending money to the Council shall not be bound to inquire as to the observance by them of any provisions of this Act or be bound to see to the application or be answerable for any loss or non-application of the money lent or of any part thereof.

106. The Council shall pay off all moneys borrowed by them under this Act within the respective periods following (that is to say) :—

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—
Period for
payment off
of moneys
borrowed.

(a) As regards moneys borrowed for the purpose firstly mentioned in the section of this Act with the marginal note "Power to borrow" ten years from the date or dates of borrowing such moneys ;

(b) As regards the proportion of the moneys borrowed for the purposes secondly mentioned in the said section which is attributable to the water undertaking and moneys borrowed for the purposes thirdly mentioned in the said section sixty years from the date or dates of borrowing such moneys ;

(c) As regards the proportion of the moneys borrowed for the purposes secondly mentioned in the said section which is attributable to the gas undertaking and moneys borrowed for the purposes fourthly mentioned in the said section forty years from the date or dates of borrowing such moneys ;

(d) As to moneys borrowed with the sanction of the Local Government Board such period not exceeding sixty years as they may think fit to sanction.

107. The Council shall pay off all moneys borrowed by them on mortgage under the powers of this Act either by equal yearly or half-yearly instalments of principal or of principal and interest or by means of a sinking fund or partly by such instalments and partly by a sinking fund. The first payment by instalments or to a sinking fund shall be made within twelve months from the date of borrowing the money in respect of which such payment is to be made.

Mode of
payment off
of moneys
borrowed.

108. If the Council determine to pay off by means of a sinking fund any moneys borrowed under the authority of this Act the following regulations shall be observed :—

Sinking
fund.

The Council in every year shall appropriate and set apart out of the rate and revenue on the security of which such moneys shall have been borrowed such equal annual sums as will with the accumulations thereof by way of compound interest at a rate not exceeding three per centum per annum in this section referred to as "the prescribed rate" be sufficient to pay off the principal moneys borrowed (so far as the same are repayable by means of a sinking fund) within the periods respectively prescribed in that behalf by this Act :

Provided as follows (that is to say) :—

(a) The yearly sums so to be appropriated and set apart shall be invested from time to time and accumulated in the way of compound interest by investing the same and the dividends interest and annual income thereof respectively in securities in

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which trustees are for the time being authorised to invest or in mortgages debenture stock or other securities (not being annuities or securities transferable by delivery) duly created and issued by any local authority as defined by the Local Loans Act 1875 other than the Council and any such investments may be from time to time varied or transposed. Provided that if in any year the income arising from the investments of the sinking fund does not equal the prescribed rate any deficiency shall be made good out of the rate and revenue from which the annual payments to such fund are made and that if in any year such income exceeds the prescribed rate any excess may be applied in reduction of the annual payments which would otherwise be required to be made to such fund;

- (b) The Council may at any time apply the whole or part of the sinking fund in or towards the repayment of the borrowed moneys for the repayment of which it was set apart in such order and manner as they deem proper. Provided that in such case they pay into such sinking fund in each year afterwards and accumulate as herein-before prescribed until the whole of the borrowed moneys to which such sinking fund is applicable are discharged a sum equal to the interest produced by the sinking fund or part thereof so applied at the prescribed rate. Provided also that whenever and so long as the value of the securities standing to the credit of the sinking fund taken at the market price of the day shall be equal to the amount of the borrowed moneys then outstanding for the repayment of which it was set aside the Council may in lieu of investing the yearly income of such fund apply the same in payment of interest on moneys in respect of which the fund was set aside and may during such periods discontinue the payment to the sinking fund of the yearly sums required to be paid thereto.

Clerk to
transmit
annual
return to
Local
Government
Board.

109. The clerk to the Council shall within twenty-one days after the expiration of each year during which any sum is required to be set apart for a sinking fund or any instalment is required to be paid under this Act transmit to the Local Government Board a return in such form as may be prescribed by that Board and verified by statutory declaration of the clerk if so required by them showing the amount which has been paid as an instalment or invested for the purpose of such sinking fund during the year preceding the making of such return and the description of the securities upon which the same has been invested and also showing the purposes to which any portion of the moneys invested for the sinking fund and the interest thereof have been applied during the same period and the total amount remaining invested at the end of the year and in the event

of any wilful default in making such return the clerk shall be liable to a penalty not exceeding twenty pounds which shall be paid to the Local Government Board and shall be recoverable by that Board in a summary manner. If it appear to the Local Government Board by such return or otherwise that the Council have failed to pay any instalment or to set apart the sum required for the sinking fund under this Act or have applied any portion of the moneys set apart for that fund or any interest thereof to any purposes other than those authorised by this Act the Local Government Board may by order direct that a sum not exceeding double the amount in respect of which such default shall have been made shall be set apart and invested as part of the sinking fund and such order shall be enforceable by writ of Mandamus to be obtained by the Local Government Board out of the High Court and the provisions of this section shall apply mutatis mutandis to appropriations and annual repayments.

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110. If the Council pay off any part of any money borrowed by them under the powers of this Act otherwise than by means of instalments or a sinking fund or out of the proceeds of the sale exchange or disposition of lands or out of fines or premiums on leases or other moneys received on capital account not being borrowed moneys they may from time to time re-borrow the same but all moneys so re-borrowed shall be repaid within the period prescribed for the repayment of the moneys in lieu of which such re-borrowing shall have been made and any amounts from time to time re-borrowed shall be deemed to form the same loan as the moneys in lieu of which such re-borrowing shall have been made and the obligations of the Council with respect to the repayment of such moneys shall not be in any way affected by such re-borrowing.

Power to re-borrow.

111. The Council shall not be bound to see to the execution of any trust whether expressed or implied or constructive to which any loan or security for loan given by them may be subject but the receipt of the person in whose name any loan or security for loan stands in the register or books of the Council shall from time to time be a sufficient discharge to the Council in respect thereof notwithstanding any trusts to which such loan or security may be subject and whether or not the Council have had express or implied notice of any such trust or of any charge or incumbrance upon or transfer of such loan or security or any part thereof or interest thereon not entered in their register or books and the Council shall not be bound to see to the application of the money paid on any such receipt or be answerable or accountable for any loss misapplication or non-application of any such money.

Council not to regard trusts.

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Application
of moneys
borrowed.

112. All moneys borrowed by the Council under the powers of this Act shall be applied only to the purposes for which they are respectively authorised to be borrowed and to which capital is properly applicable.

Council to
keep sepa-
rate accounts
of gas and
water.

113. The Council shall keep separate accounts of their receipts and expenditure for gasworks and waterworks purposes respectively on capital and revenue account and they may apportion between those accounts any expenditure incurred for purposes common to both. The provisions of section 58 of the Local Government Act 1894 shall apply to the accounts of the Council and the accounts of their committees officers and assistants under this Act.

Application
of gas
revenue.

114. The Council shall apply the gas revenue as follows (that is to say) :—

Firstly In payment of the working and establishment expenses and costs of management and maintenance of the gas undertaking ;

Secondly In providing the moneys required to pay the interest on moneys borrowed by them under this Act for the gas undertaking ;

Thirdly In providing the requisite instalments or sinking fund under this Act or otherwise making provision for repayment of moneys borrowed under this Act for the gas undertaking ;

Fourthly In providing a reserve fund for the gas undertaking if they think fit by setting aside such money as they from time to time think reasonable and investing the same and the resulting income thereof in Government securities or any securities in which trustees are or may be authorised to invest trust moneys (except securities of the Council) and accumulating the same at compound interest until the fund so formed amounts to three thousand pounds which fund shall be applicable from time to time to answer any deficiency at any time happening in the income of the Council from the gas undertaking or to meet any extraordinary claim or demand at any time arising against the Council in respect of that undertaking or to the improving and extending thereof and so that if that fund is at any time reduced it may thereafter be again restored to the sum of three thousand pounds and so from time to time as often as such reduction happens ;

Fifthly In improving and extending the gas undertaking :

And the Council shall carry to the district fund any balance remaining in any year after retaining or setting aside such a sum as may in the opinion of the Council be required for carrying on their gas undertaking and paying the current expenses connected

[61 & 62 VICT.] *Clacton Gas and Water Act, 1898.* [Ch. clxxxv.]

therewith and shall also carry to the district fund the annual proceeds of the reserve fund when such fund amounts to the maximum amount herein-before prescribed. A.D. 1898.

115. The Council shall apply the water revenue as follows (that is to say):— Application of water revenue.

Firstly In payment of the working and establishment expenses and costs of management and maintenance of the water undertaking ;

Secondly In providing the moneys required to pay the interest on moneys borrowed by them under this Act for the water undertaking ;

Thirdly In providing the requisite instalments or sinking fund under this Act or otherwise making provision for repayment of moneys borrowed under this Act for the water undertaking ;

Fourthly In providing a reserve fund for the water undertaking if they think fit by setting aside such money as they from time to time think reasonable and investing the same and the resulting income thereof in Government securities or any securities in which trustees are or may be authorised to invest trust moneys (except securities of the Council) and accumulating the same at compound interest until the fund so formed amounts to three thousand pounds which fund shall be applicable from time to time to answer any deficiency at any time happening in the income of the Council from the water undertaking or to meet any extraordinary claim or demand at any time arising against the Council in respect of that undertaking or to the improving and extending thereof and so that if that fund is at any time reduced it may thereafter be again restored to the sum of three thousand pounds and so from time to time as often as such reduction happens ;

Fifthly In improving and extending the water undertaking :

And any balance remaining in any year as may in the opinion of the Council not be required for carrying on the water undertaking and paying the current expenses connected therewith and the annual proceeds for the reserve fund when such fund amounts to three thousand pounds shall be applied by the Council in increasing the district fund.

116. Any deficiency in the revenues and receipts of the Council on account of the gas undertaking or water undertaking shall in the absence of a reserve fund applicable to the purpose or so far as such reserve fund is not sufficient for the purpose be from time to time made good out of the district fund and the next general district rate to be made up by the Council shall be increased so far as may be Deficiency in gas or water revenue to be made good out of district fund.

A.D. 1898. necessary to recoup to the district fund the amount so made good out of that fund.

Contracts not to disqualify.

117. No person entering into any contract with the Council for the supply of gas or water to him or for any meter or apparatus to be furnished to him or for any work to be done for him for the purposes of such supply shall thereby be disabled from being a member officer or servant of the Council or incur any penalty by reason of such contract but any member of the Council concerned directly or indirectly by himself or any partner in any such contract except for a domestic supply shall not take part in any proceeding relative thereto at any meeting of the Council.

PART VI.—MISCELLANEOUS PROVISIONS.

Restriction on taking houses of labouring class.

118. 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.

For the purposes of this section the expression "labouring class" means mechanics artisans 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.

Several sums in one summons.

119. Any summons or warrant issued for any of the purposes of this Act may contain in the body thereof or in the schedule thereto several sums.

Liability to water rate not to disqualify justices &c.

120. No justice or judge of any county court or quarter sessions shall be disqualified from acting in the execution of this Act by reason of his being liable to the payment of any gas or water rate or charge under this Act.

Recovery of penalties.

121. Offences against this Act and penalties forfeitures costs and expenses imposed or recoverable by or under this Act or any regulations made thereunder may be prosecuted and recovered in a summary manner.

Repeal of Orders of 1876 and 1885.

122. So much of the Gas and Water Orders Confirmation Act 1876 No. 1 as confirms the Clacton-on-Sea Gas and Water Order

[61 & 62 Vict.] *Clacton Gas and Water Act*, 1898. [Ch. clxxxv.]

1876 and so much of the Gas and Water Orders Confirmation (No. 2) Act 1885 as confirms the Clacton-on-Sea Gas and Water Order 1885 and the said Orders are hereby repealed Provided that for the purpose of determining the value of the undertaking in accordance with the provisions of the scheduled agreement the said Acts and Orders shall be deemed to be in full force.

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123. The Company shall forward to the Registrar of Joint Stock Companies a printed copy of this Act and it shall be recorded by him and if such copy is not forwarded within three months from 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 copy is omitted to be forwarded and every penalty shall be recovered summarily.

Copy of Act to be registered.

124. Penalties recovered by the Council under this Act shall belong to the Council and shall be applied in the manner herein-before provided with respect to moneys from time to time received by them in respect of the gas revenue and water revenue.

As to penalties.

125. The costs charges and expenses of the Council in connexion with this Act (including the costs charges and expenses preliminary to and of and connected with the compliance with the provisions of the Borough Funds Act 1872 with respect to the Bill for this Act and the herein-before recited meeting of owners and ratepayers) as taxed by the taxing officer of the House of Lords or the House of Commons and the costs charges and expenses of the Council of and relating to the proposed arbitration proceedings under section 52 of the Public Health Act 1875 between the Company and the Council shall be paid by the Council primarily out of the district fund and general district rate or out of the moneys borrowed under the authority of this Act.

Costs.

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The SCHEDULES referred to in the foregoing Act.

THE FIRST SCHEDULE.

GAS LANDS.

A piece or parcel of land containing 3 roods and 7 poles or thereabouts forming the southerly end of a field called and known as "Way Pond Field" situate in the parish of Great Clacton in the county of Essex bounded on the north by the residue of the said field on the south and west by land now or formerly belonging or reputed to belong to John Yellolly Watson and now or formerly occupied by John Gilders and on the east by the public road leading from Clacton Wash and Clacton-on-Sea to Great Clacton.

THE SECOND SCHEDULE.

THE SCHEDULED AGREEMENT.

THIS AGREEMENT made the 13th day of April 1898 between THE CLACTON-ON-SEA GAS AND WATER COMPANY LIMITED (herein-after called "the Limited Company") for and on behalf of themselves and the Company proposed to be incorporated by the Bill herein-after referred to of the one part and THE CLACTON URBAN DISTRICT COUNCIL (herein-after called "the Council") of the other part.

WHEREAS there is now pending in Parliament a Bill promoted by the Limited Company with the short title "Clacton-on-Sea Gas and Water Bill" for the purpose of re-incorporating the Limited Company and for empowering that Company to make and maintain additional waterworks and to confer various powers upon the Company :

And whereas the Council have passed a resolution to oppose the said Bill and such resolution has been confirmed by the owners and ratepayers of the Clacton Urban District and a petition has since been presented by the Council against the Bill :

And whereas since the passing of the above resolutions negotiations have been entered into between the Limited Company and the Council which have resulted in this agreement :

Now it is hereby agreed and declared between the parties hereto as follows (that is to say) :—

1. In this agreement "the Company" shall mean and include the Limited Company and any company formed on the dissolution and re-incorporation of that Company as proposed by the said Bill.

2. The Company shall sell and the Council shall purchase as a going concern the undertaking of the Company and for purposes of this agreement the undertaking shall include the several gasworks and waterworks engines mains pipes machinery plant and works connected therewith respectively and all other the real and personal property and effects of the Company of whatsoever kind (freed and discharged (as between the Company and the Council) from all debts other than the mortgage and debenture debt herein after mentioned of the Company) and all easements rights powers authorities and privileges enjoyed or exerciseable by the Company as such works plant apparatus property easements rights powers authorities and privileges shall exist at the date appointed for the completion of such sale (herein-after called "the appointed day") and all contracts and the benefit of all contracts in subsistence on such date and all registers books accounts maps and documents relating to the Company's undertaking except the share registers and transfer books and minute books belonging to the Company and the purchase moneys and other moneys payable to or to be retained by the Company under this agreement.

3. There shall be excepted from such sale all moneys lying to the credit of the Company at their bankers or in hand or owing to the Company on the appointed day other than moneys received or receivable in advance from gas or water consumers in respect of any period subsequent to the appointed day and also all rights powers authorities and privileges of the Company relating or incident to their capital or to their character as a Company.

4. The consideration for the sale shall be (1) a sum of money the amount of which shall be determined in default of agreement by arbitration in accordance with the provisions of the Lands Clauses Acts with respect to the purchase and taking of lands otherwise than by agreement and on the basis of a compulsory sale (2) a further sum of 4,000*l.* in full discharge of all claims by the Company in respect of back dividends and compensation to directors officers and servants of the Company and (3) the taking over of the mortgage or debenture debt of the Company amounting to 12,500*l.*

5. The undertaking is sold subject to the taking over by the Council of the said mortgage or debenture debt of the Company amounting to 12,500*l.* from the appointed day and the Council shall as from the appointed day indemnify the Company from the same.

6. The purchase money hereunder shall upon completion be paid by the Council to the Company on the receipt of three directors whose receipt shall be a sufficient discharge for the same and shall be applied by the Company as follows (that is to say) (1) In the payment and satisfaction of the Company's debts and liabilities other than the said mortgage or debenture debt (2) The said sum of 4,000*l.* shall be applied as the Company may think fit in making compensation to the directors and officers of the Company and in making up so far as the same shall extend the back dividends of the Company to their maximum legal limits and (3) the balance of the purchase money shall be distributed among the shareholders of the Company in proportion to their several interests in the divisible profits of the Company.

7. The real and leasehold hereditaments of the Company are sold subject to all outgoing easements rents and incidents of tenure affecting the same

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respectively and the Company shall (if required by the Council) deliver to the Council an abstract of title to such hereditaments commencing with their respective conveyances leases and assignments to the Company and the Council shall not make any inquiry requisition or objection in respect of the earlier title. Save as aforesaid the Council shall accept such title as the Company have to the property agreed to be sold.

8. The Company shall be entitled to all rents and profits accrued due in respect of their undertaking up to the appointed day other than gas and water rents and rates payable in advance for any period subsequent to the appointed day and shall discharge all trade accounts outgoings and liabilities up to that day (except the said mortgage or debenture debt of 12,500*l.* and interest thereon from the appointed day) and including all liabilities in respect of causes of action then existing and the Company shall indemnify the Council therefrom and as from that day the Council shall be entitled to all such rents and profits and the said rents and profits outgoings and liabilities shall so far as may be necessary be apportioned.

9. From and after the date of this agreement until the appointed day the Company shall carry on and manage their undertaking according to their usual course of business and shall maintain uphold and keep the works and plant of the Company in their present state and condition (reasonable wear and tear excepted) and shall continue to keep proper accounts and shall not without the consent in writing of the Council under the hand of their chairman and clerk contract enter into undertake or otherwise incur any debt or liability contract agreement or other obligation in respect of the undertaking or alienate or dispose of any of the assets of the Company or expend any further moneys on capital account except such as may be necessary in the ordinary course of the proper conduct of the affairs of the Company and with a view to benefiting the undertaking.

10. Until the appointed day the Company shall be entitled out of the net profits of the Company to declare and pay dividends on the share capital of the Company at such rates as they may think fit not exceeding the authorised maximum dividends.

11. From and after the appointed day until completion the Company shall carry on the business of the Company as agents for and at the risk of the Council and the Council shall upon completion pay to the Company in respect of the same period interest at the rate of $4\frac{1}{2}$ *l.* per cent. per annum on the purchase price.

12. Upon the appointed day or so soon thereafter as the Council shall have paid to the Company the consideration moneys for such sale the Company shall execute and do all such instruments acts and things as shall be necessary or proper for vesting the undertaking and premises agreed to be sold in the Council and for letting the Council into possession thereof and shall procure the execution of such instruments by all necessary parties if any.

13. The Council and the Company shall unless the consideration for the sale be agreed within three months from the date at which all necessary powers of purchasing the undertaking and borrowing the money required for that purpose shall have been conferred upon the Council forthwith proceed to the appointment of an arbitrator or arbitrators for the settlement of such

consideration by arbitration as herein-before provided and the appointed day shall be the 24th day of March the 23rd day of June the 28th day of September or the 24th day of December which shall be next after the expiration of two months from the date of the agreement or award fixing the amount of such consideration.

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14. For the purpose of collecting and recovering all rents debts and moneys payable to the Company on the appointed day they shall have all the rights and remedies that they would have had if the undertaking had not been transferred and until the collection and recovery of such moneys the Company shall be entitled to the production free of cost of the account books and papers necessary for the collection and verification of such debts and moneys.

15. After the sale and purchase shall be completed and their outstanding debts collected the Company shall subsist only for the purpose of distributing the consideration and other moneys and winding up their affairs.

16. The Council shall be made joint promoters of such Bill but the active conduct thereof shall be in the hands of the agents for the Limited Company Provided that all alterations in the said Bill other than those solely affecting the Company or its shareholders shall be subject to the approval of the Council.

17. The Limited Company shall forthwith apply to Parliament for leave to make an "additional provision" in the said Clacton-on-Sea Gas and Water Bill for the purpose of authorising the sale and purchase of the undertaking upon the terms of this agreement and for confirming or giving effect to this agreement and making the same binding upon the Company to be incorporated under the said Bill and also for the winding up and dissolution of that Company and such additional provision and the consequential amendments to be made in the Bill shall be submitted for approval to the Council and be settled in case of difference by Mr. Claude Baggallay Q.C. on behalf of the parties hereto And such additional provision shall include such clauses as the Council may in their discretion think requisite for enabling the Council to carry on the undertaking and to borrow the moneys necessary for carrying into effect this agreement and the Company will use their best endeavours to secure the passing during the present session of Parliament of provisions for the purposes aforesaid and in such event and subject as aforesaid the Council at their own expense will use their best endeavours to assist in the passing of an Act containing such provisions.

18. In the event of the said Clacton-on-Sea Gas and Water Bill being passed into an Act the value of the undertaking shall not be deemed to be affected by reason of its passing but the actual cost of any new works executed under the powers of such Act with interest thereon at 5 per cent. per annum shall be paid by the Council to the Company on completion provided that such works shall not be undertaken without the sanction in writing of the Council under their common seal and a clause to this effect shall be inserted in any Bill for confirming or giving effect to this agreement.

19. In the event of this agreement not being confirmed in the present session of Parliament the Council shall (but subject as herein provided) promote and use their best endeavours to obtain the passing of a Bill in Parliament during the ordinary session of 1899 authorising the transfer of