



ANNO SEPTIMO

# GULIELMI IV. REGIS.

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## Cap. xiii.

An Act for forming and regulating a Company to be called "The Patent Dry Gas Meter Company," and to enable the said Company to purchase certain Letters Patent. [21st April 1837.]

**W**HEREAS by Letters Patent under the Great Seal of *Great Britain*, bearing Date at *Westminster* the Nineteenth Day of *March* in the Third Year of the Reign of His present Majesty King *William* the Fourth, His said Majesty did grant unto *Miles Berry*, his Executors, Administrators, and Assigns, the sole Privilege that he the said *Miles Berry*, his Executors, Administrators, and Assigns, or such others as he and they should agree with, and no others, during the Term of Fourteen Years from the Date of the same Letters Patent, should make, use, exercise, and vend an Invention of an Improvement or Improvements in the making or constructing of Gas Meters within *England, Wales, and Berwick-upon-Tweed*: And whereas by a Specification duly enrolled in the Court of Chancery in *England* the said *Miles Berry*, in pursuance of a Proviso in the said Letters Patent contained, did declare the Nature of the said Invention and the Manner in which the same was to be performed: And whereas by Letters Patent under the Seal by the Treaty of Union ordained to be used in *Scotland* in the Stead of the Great Seal thereof, and bearing Date at *Edinburgh* the Ninth Day of *December* in the Sixth Year of the Reign of His present Majesty, His said Majesty did grant unto the said *Miles Berry*, his Executors, Administrators, and Assigns, the sole Privilege that he the said *Miles Berry*, his Executors, Administrators, and Assigns, or such other Persons as he or they should agree with,

Letters Patent to Miles Berry, dated 19th March 3 Will. 4.

Letters Patent to Miles Berry, dated 9th Dec. 6 Will. 4.

[Local.]

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with,

with, and no others, during the Term of Fourteen Years from the Date of the same Letters Patent, should make, use, exercise, and vend the said Invention (therein described as an Improvement or Improvements in the making or constructing of Meters or Apparatus for measuring Gas, Water, and other Fluids) within that Part of the United Kingdom of *Great Britain and Ireland* called *Scotland*: And whereas by a Specification duly enrolled in the High Court of Chancery in *Scotland*, the said *Miles Berry*, in pursuance of a Proviso in the said last-mentioned Letters Patent contained, did declare the Nature of the said Invention and the Manner in which the same was to be performed: And whereas in each of the said several recited Letters Patent is contained a Condition or Proviso against the Assignment thereof respectively, or of the sole Privileges thereby respectively granted, to or in Trust for a greater Number of Persons than Twelve: And whereas the said Gas Meter comprised in the said several Letters Patent granted to the said *Miles Berry* as aforesaid is very greatly superior to every other, and the Manufacture and Sale thereof would confer a great Benefit upon the Public: And whereas the private Fortune of the said *Miles Berry* is not sufficient to enable him to undertake or carry on the Manufacture of the said Gas Meter comprised in the said several Letters Patent granted to him as aforesaid: And whereas the said *Miles Berry* is desirous of selling his said Letters Patent and Patent Rights, and is willing to sell, transfer, and assign the same several Letters Patent and Patent Rights unto the several Persons herein-after named, provided the said several Persons shall obtain the Authority of Parliament for the making of such Sale, Transfer, or Assignment, without rendering the said several Letters Patent void or voidable: And whereas *John Gyllyatt Booth*, *Francis Stedman*, Sir *Felix Booth* Baronet, *Banister Flight*, *Samuel Grimsdell*, *Francis William Staines*, *Thomas Edge*, *Richard William Sherwood*, *Charles Henry Stedman*, and many others, being Persons of Capital, and being satisfied of the great Utility of the said several Inventions and Improvements, and that the full Benefit thereof would be most advantageously exercised and afforded to the Public by a Joint Stock Company to be formed for that Purpose, have agreed, if the Sanction of Parliament can be obtained for that Purpose, to form a Company, to be called "The Patent Dry Gas Meter Company," for the Purpose of purchasing the said several Letters Patent and Patent Rights of the said *Miles Berry*, and undertaking and carrying on the Manufacture and Sale of Gas Meters made according to the said Inventions and Improvements as aforesaid: And whereas the said several Purposes aforesaid cannot be effected without the Aid and Authority of Parliament: May it therefore please Your Majesty that it may be enacted; and be it enacted by the King'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, That the said *John Gyllyatt Booth*, *Francis Stedman*, Sir *Felix Booth* Baronet, *Banister Flight*, *Samuel Grimsdell*, *Francis William Staines*, *Thomas Edge*, *Richard William Sherwood*, *Charles Henry Stedman*, and all and every other Persons and Person who shall for the Time being become and be Proprietors or Proprietor of any Share or Shares of the Capital or Joint Stock of the Company hereby established, shall (so long as they shall respectively continue to be Proprietors of such

Company  
formed.

Shares,

Shares, and no longer,) have full Power and Authority from Time to Time and at all Times hereafter to make, do, perform, and execute all such Acts, Deeds, Matters, and Things as shall or may be necessary or proper for the Manufacture, Trade, or Purposes mentioned or expressed in this Act, and shall for such Manufacture, Trade, and Purposes form and be, and are hereby established, constituted, and united into a Joint Stock Company by the Name, Style, and Description of "The Patent Dry Gas Meter Company."

II. And be it further enacted, That the said Company shall be established for the Purpose of purchasing the said several Letters Patent or some of them, and using, exercising, and vending the said Inventions in the same several Letters Patent or some of them mentioned or comprised, and undertaking and carrying the Manufacture and Sale of Gas Meters according to the Inventions and Improvements mentioned or comprised in the same several Letters Patent or some of them, and also for the Purpose of undertaking and carrying on any Manufacture, Trade, or Business connected therewith.

Purposes of the Company.

III. And be it further enacted, That it shall be lawful for the said *Miles Berry*, and his Executors, Administrators, and Assigns, at any Time after the passing of this Act, to sell, transfer, and assign the said several Letters Patent granted to him as aforesaid, or any of them, and all the Rights, Privileges, Benefits, and Advantages of the said *Miles Berry* therein, unto or to the Use of or in Trust for the said Company hereby established, or any other Company or Companies, Person or Persons, Body or Bodies Corporate; and also that it shall be lawful for any Patentee named in any Letters Patent heretofore or hereafter to be granted for the Invention of any Improvement or Improvements in the said Gas Meter at any Time hereafter to sell, transfer, and assign any such Letters Patent for any such Improvement or Improvements as last aforesaid, and all the Rights, Privileges, Benefits, and Advantages thereby granted, unto or to the Use of or in Trust for the said Company hereby constituted; and every such Sale, Transfer, or Assignment of any such Letters Patent as aforesaid, or of the Rights, Privileges, Benefits, or Advantages granted by any such Letters Patent as aforesaid, shall be good, valid, and effectual to and for all Intents and Purposes whatsoever, and shall not render any such Letters Patent in any Manner void or voidable, any Condition, Proviso, or Restriction in any such Letters Patent respectively expressed or contained to the contrary thereof in anywise notwithstanding.

Patents may be assigned to the Company without causing a Forfeiture.

IV. And be it further enacted, That after any such Sale, Transfer, or Assignment as aforesaid of any such Letters Patent as aforesaid, or of any of the Rights, Privileges, Benefits, or Advantages granted by any such Letters Patent as aforesaid, any such Letters Patent, Rights, Privileges, Benefits, or Advantages shall be and the same are hereby declared to be fully, absolutely, and effectually vested in the said Company hereby constituted, or the Company or Companies, Body or Bodies Politic or Corporate, Person or Persons, unto or to whom or in Trust for whom the same shall or may be sold, transferred, or assigned as aforesaid, to all Intents and Purposes whatsoever; and every such Letters Patent so as aforesaid which shall be sold, transferred, or assigned

After Assignment the Property in the Patents to vest in the Company.

assigned as aforesaid shall thenceforth be construed and considered in such and the same Manner to all Intents and Purposes whatsoever as if no such Condition, Proviso, or Restriction as herein-before mentioned or referred to had been inserted, expressed, or contained in such Letters Patent.

Power to  
grant Li-  
cences.

V. And be it further enacted, That after any such Sale, Transfer, or Assignment as aforesaid of any such Letters Patent as aforesaid unto or to the Use of or in Trust for the said Company hereby established, it shall be lawful for the same Company or the Board of Directors thereof, by any Writing or Writings under the Hands and Seals of Three of the Directors for the Time being of the said Company, from Time to Time to grant any Licence or Licences to any Person or Persons to use, exercise, or vend the Invention or Inventions comprised in such Letters Patent or any Part thereof, either generally, or under or subject to such Conditions, Limitations, or Restrictions as the said Company or Board of Directors may lawfully impose.

Company  
may sue and  
be sued in  
the Name of  
the Company  
or of a Direc-  
tor, &c.

VI. And be it further enacted, That from and after the passing of this Act all Actions and Suits, and also all Petitions to found any Commission or Fiat of Bankruptcy in *England* or *Ireland*, or any Sequestration in *Scotland*, against any Person or Persons indebted to the said Company, and liable to be made bankrupt by the Laws now or at any Time hereafter in force relating to Bankrupts and Traders, or to Sequestrations, and all Proceedings at Law or in Equity under any Commission or Fiat of Bankruptcy or under any Sequestration to be awarded in consequence of any such Petition, and all other Proceedings at Law or in Equity to be commenced, instituted, or carried on by or on behalf of the said Company, or wherein the said Company is or shall be concerned or interested, against any Person or Persons, Body or Bodies Politic or Corporate, whether such Person or Persons, Body or Bodies Politic or Corporate, is or are or shall be a Member or Members, Proprietor or Proprietors of or in the said Company hereby established, or not, shall and lawfully may be commenced, instituted, presented, and prosecuted or carried on in the Name of the same Company by the Name of "The Patent Dry Gas Meter Company," or in the Name of any Person who shall be a Director, Secretary, or other Officer of the said Company at the Time such Action, Suit, or Proceeding shall be commenced or instituted, as the nominal Plaintiff, Petitioner, or Party for or on behalf of the said Company; and all Actions, Suits, and Proceedings at Law or in Equity to be commenced or instituted against the said Company by any Person or Persons, Body or Bodies Politic or Corporate, whether such Person or Persons, Body or Bodies Politic or Corporate, is or are or shall then be a Member or Members, Proprietor or Proprietors of or in the said Company, or not, shall or may be commenced, instituted, and prosecuted against the same Company by the Name of "The Patent Dry Gas Meter Company," or against any Person who shall be a Director, Secretary, or other Officer for the Time being of the said Company, or when there shall be no such Director or Secretary for the Time being against any One of the Proprietors for the Time being of the said Company, as the nominal Defendant for on behalf of the said Company; and all Prosecutions to be brought, instituted, or carried on by  
or

or on behalf of the said Company for Fraud upon or against the said Company, or for Embezzlement, Robbery, or stealing any Money, Notes, Bills, Effects, Securities, or Property of the said Company; or for any other Offence against the said Company, shall and lawfully may be so brought, instituted, or carried on in the Name of the same Company by the Name of "The Patent Dry Gas Meter Company," or in the Name of any Director, Secretary, or Officer for the Time being of the said Company; and in all Indictments and Informations it shall be lawful to state the Property of the said Company to be the Property of "The Patent Dry Gas Meter Company," or of any Director, Officer, Secretary, or Proprietor for the Time being of the said Company; and any Offence committed with Intent to injure or defraud the said Company shall and lawfully may in such Prosecution be laid to have been committed with Intent to injure or defraud "The Patent Dry Gas Meter Company," or any Director, Secretary, or Officer of the said Company, and every Offender or Offenders may thereupon be lawfully convicted of any such Offence; and in all other Allegations, or Indictments, Informations, or other Proceedings, in which before the passing of this Act it would have been necessary to state the Names of Persons composing the said Company, or any One or more of them, it shall and may be lawful and sufficient to state the Name of the said Company as "The Patent Dry Gas Meter Company," or the Name of any Director, Secretary, or Officer for the Time being of the said Company; and the Death, Resignation, or Removal of any such Director, Secretary, or Officer for the Time being, or any Act or Proceeding of any such Director, Secretary, Officer, or Proprietor done without the Consent of the said Company, shall not abate or render defective any such Action, Suit, Proceeding, or Prosecution.

VII. And be it further enacted, That no Action, Suit, or Proceeding, either at Law, in Equity, or otherwise, which shall or may be brought or commenced against the said Company hereby established, or against any Director, Secretary, Officer, or Proprietor of the same Company, as a nominal Defendant for or on behalf of the same Company, under or by virtue of this Act, upon, for, or in respect of any Contract, Tort, Matter, or Thing whatsoever, shall be in anywise affected, defeated, or delayed for, by reason, or on account of the Plaintiff or Plaintiffs, Complainant or Complainants therein, or any Person or Persons in whom any Right, Interest, or Remedy shall or may be avowed, alleged, or vested, or who shall or may be in anywise interested or concerned in any such Action, Suit, or Proceeding, being a Proprietor or Proprietors, Member or Members of the same Company; but every or any Proprietor or Proprietors, Member or Members of the same Company shall and may have, possess, prosecute, and maintain all and every of the same Rights, Actions, Suits, Proceedings, and Remedies against the same Company, or against some Director, Secretary, Officer, or Proprietor of the same Company, as the nominal Defendant for or on the Behalf of the same Company, upon, for, or in respect of any Contract, Tort, Matter, or Thing whatsoever which he or they might or would have had, possessed, or maintained if he or they had been a Stranger or Strangers,

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and

No Action, Proceeding, &c. against the Company to be affected in consequence of the Plaintiff being a Proprietor.

and not a Proprietor or Proprietors, Member or Members of the same Company.

No Action commenced by the Company to be affected in consequence of the Defendant being a Proprietor.

VIII. And be it further enacted, That no Action, Suit, or Proceeding, either at Law, in Equity, or otherwise, which shall or may be brought, commenced, or prosecuted by or on behalf of the said Company hereby constituted, in the Name of the same Company, or in the Name of any Director, Secretary, or Officer of the said Company, as the nominal Plaintiff, Complainant, or Petitioner for or on behalf of the said Company, under or by virtue of this Act, upon, for, or in respect of any Contract, Tort, Matter, or Thing whatsoever, shall be in anywise affected, defeated, or delayed for, by reason, or on account of the Defendant or Defendants therein, or any Person or Persons from or against whom any Debt, Damages, Right, Interest, or Remedy shall or may be avowed or alleged, or sought to be pursued, prosecuted, or recovered, or any Person or Persons who shall or may or who otherwise should or might be lawful to any such Action, Suit, or Proceeding, being or having been a Proprietor or Proprietors, Member or Members of the same Company, but the same Company shall and may have, possess, pursue, prosecute, maintain, and recover all and every of the same Rights, Actions, Suits, Proceedings, and Remedies from and against every or any Proprietor or Proprietors, Member or Members of the same Company, and either alone or jointly with any other Person or Persons, upon, for, or in respect of any Contract, Tort, Matter, or Thing whatsoever which the same Company might, would, or could have had, possessed, pursued, prosecuted, maintained, or recovered if he or they had been a Stranger or Strangers, and not a Proprietor or Proprietors, Member or Members of the same Company.

Memorial of the Names of the Directors, Secretary, Proprietors, &c. of Company to be enrolled.

IX. And be it further enacted, That a Memorial of the Name and Description of every Director, Secretary, and Officer for the Time being of the said Company hereby established, and of the Names and Descriptions of the several Proprietors of the same Company, in the Form or to the Effect for that Purpose given or expressed in the Schedule to this Act, shall be verified by the Declaration of some Director, Secretary, or Officer for the Time being of the same Company, made before a Master or a Master Extraordinary in Chancery, and when so verified enrolled in the High Court of Chancery in *England* within Twelve Calendar Months after the passing of this Act; and when any new Director, Secretary, or Officer of the same Company shall be appointed, and when any Person or Persons shall cease to be a Proprietor or Proprietors of the same Company, and when any fresh Person or Persons shall become a Proprietor or Proprietors of the same Company, a Memorial of his, her, or their Name or Names and Description or Descriptions shall in like Manner be verified by some Director, Secretary, or Officer for the Time being as aforesaid, and enrolled as aforesaid within Three Calendar Months afterwards, in the Form or to the Effect expressed in the said Schedule for that Purpose; and when and so often as it shall be necessary and proper to memorialize the Name or Names and Description or Descriptions of any Person or Persons who shall have been appointed

Director or Directors, Secretary or Secretaries, Officer or Officers of the same Company, and also of any Person or Persons who shall have ceased to be a Proprietor or Proprietors of the same Company, and also of any Person or Persons who shall have become a Proprietor or Proprietors of the same Company, or to memorialize the Name of any Two or Three of the above Classes, the Names and Descriptions of such Person or Persons respectively may be contained in one and the same Memorial, in the Form or to the Effect expressed in the said Schedule, and be verified and enrolled as herein-before directed; and if any Declaration so made shall be false or untrue in any material Particular, the Person wilfully making such false Declaration shall be deemed guilty of a Misdemeanor.

X. Provided always, and be it further enacted, That until such Memorial as first herein-before mentioned shall have been enrolled in manner herein directed, no Action shall be brought or commenced by or on the Behalf of the said Company hereby constituted under the Power for that Purpose herein-before contained; and all the Proprietors whose Names shall be expressed in any Enrolment to be made in pursuance of this Act shall be and continue liable to all Actions, Suits and Proceedings, Judgments, Decrees, and Orders, until a Memorial or Memorials of their having ceased to have been Members shall have been enrolled as aforesaid.

No Action to be brought before Enrolment of Memorial.

XI. And be it further enacted, That every Judgment, Decree, and Order which shall at any Time be obtained, made, or pronounced in any Action, Suit, or Proceeding in Law or Equity against the said Company, or against any such Director, Secretary, Officer, or Proprietor of the said Company, as a nominal Defendant for or on the Behalf of the said Company, shall have the like Effect and Operation upon and against the Funds or Property of the said Company as if all the Parties of the said Company were Parties before the Court to and in such Actions, Suit, or Proceeding; and it shall be lawful for any Court in which such Judgment, Decree, or Order shall have been obtained, made, or pronounced, to cause any Judgment, Decree, or Order to be enforced against all or any or One of the Proprietors for the Time being of the same Company, in like Manner as if all the Proprietors of the said Company were Parties before such Court to and in such Action, Suit, or Proceeding.

Judgment in Actions against the Company or Director, &c. to bind the Property of the Company and the Proprietors.

XII. Provided always, and be it further enacted, That every Director, Secretary, and Officer in whose Name any Action, Suit, or other Proceeding, Prosecution, Indictment, or Information under this Act may be commenced, prosecuted, preferred, or defended, and every Person paying any Money or suffering any Loss or Damage by any Execution or otherwise, on account of the Debts, Engagements, Acts, Deeds, or Defaults of the said Company, shall be reimbursed and fully repaid out of the Funds and Property of the said Company all such Monies, Costs, Charges, Losses, Damages, and Expences as by reason of such Action, Suit, Proceeding, Prosecution, Indictment, Information, Payment, Execution, or otherwise he or they shall pay, incur, sustain, or be put unto.

Directors and others to be indemnified against Judgments, Costs, &c.

XIII. And

No Action to be brought for any Demand which has already been settled if the Settlement is pleadable in bar.

XIII. And be it further enacted, That no Person or Persons, Body or Bodies Politic, Corporate, or Collegiate, now or hereafter having or claiming to have any Demand upon or against the said Company, whether for any Debt, Damages, Tort, or otherwise, shall commence or institute any Action, Suit, or other Proceeding at Law or in Equity, or otherwise, in respect of such Demand, when the same Demand has already been determined so and in such Manner that the Determination or Settlement thereof may be pleaded in bar against such Person or Persons, Body or Bodies Politic, Corporate, or Collegiate; and such Determination or Settlement may be pleaded in bar of any Action, Suit, or Proceeding which may in respect of the same Demand be commenced or instituted against any Proprietor or Proprietors of the said Company, or against any Person or Persons, Body or Bodies Politic, Corporate, or Collegiate, who may have been a Proprietor or Proprietors of the said Company, or against any Persons or Person in the Employment of the said Company, or against any other Person or Persons, Body or Bodies whomsoever: Provided also, that the said Company having or claiming to have any such Demand as aforesaid upon or against any Person or Persons, Body or Bodies Corporate, Politic, or Collegiate, shall not commence or institute any Action, Suit, or Proceeding at Law, in Equity, or otherwise, under or by virtue of this Act, or otherwise, in respect of such Demand, when the same Demand has already been determined or settled so and in such Manner that the Determination or Settlement thereof may be pleaded in bar by such Person or Persons, Body or Bodies Politic, Corporate, or Collegiate; and such Determination or Settlement shall or may be pleaded in bar of any Action, Suit, or Proceeding which may in respect of the same Demand be commenced or instituted by the said Company, under or by virtue of this Act, or otherwise, against such Person or Persons, Body or Bodies Politic, Corporate, or Collegiate, or their respective Executors, Administrators, Successors, or Assigns.

Act to be valid during the Continuance of the Company.

XIV. And be it further enacted, That the Provisions herein contained shall extend and be construed to extend to the said Company hereby constituted and established, and called "The Patent Dry Gas Meter Company," at all Times during the Continuance of the same Company, whether the same Company shall from Time to Time be composed of all or some of the Persons, and Bodies Politic, Corporate, and Collegiate, who were the original Proprietors thereof, or of all or some of those Persons and Bodies together with some other Persons and Bodies, or shall be composed altogether of Persons and Bodies who were not original Proprietors thereof.

Act not to incorporate the Company.

XV. And be it further enacted, That nothing herein contained shall extend, or be deemed, construed, or taken to extend, to incorporate the said Company, or to relieve or discharge any of the Proprietors for the Time being in the said Company from any Responsibility, Contract, Duty, or Obligation whatsoever to which by Law they, he, or she now are or is or at any Time hereafter may be subject or liable, or from any Action, Suit, or Proceeding, either at Law or in Equity, or otherwise, in respect of such Responsibility, Contract, Duty, or Obligation.

XVI. And



XVI. And be it further enacted, That the Capital or Joint Stock of the said Company shall consist of the Sum of One hundred thousand Pounds, which Sum it shall be lawful for the said Company to raise amongst themselves, and such Capital or Joint Stock shall be divided into Two thousand Shares of Fifty Pounds each, and every Person possessing One or more of the said Shares of the same Capital or Joint Stock (so long as he shall possess the same, and no longer,) shall be considered a Proprietor of the said Company, and shall be entitled to and interested in such Capital or Joint Stock according to the Number of Shares which such Proprietor shall possess therein.

Capital to be 100,000*l.* in Shares of 50*l.*, and Persons possessing Shares to be Proprietors.

XVII. And be it further enacted, That in case the said Sum of One hundred thousand Pounds hereby authorized to be raised shall be found insufficient for the Purposes of this Act, then and in such Case it shall be lawful for the Board of Directors, with the Consent of any General Meeting specially called for that Purpose, to raise at One or more Time or Times any further Sum or Sums of Money, not exceeding in the whole the Sum of One hundred thousand Pounds, and which further Sum or Sums shall form Part of the said Capital or Joint Stock of the said Company, and shall be raised in Shares, at such Rate or Price *per* Share and under such Regulations as the Board of Directors shall think expedient; and every Person who shall for the Time being possess any such new Share or Shares (so long as he shall possess the same, and no longer,) shall be considered a Proprietor of the said Company in respect of such Share or Shares respectively, and shall from the Time only of his acquiring the same be entitled in like Manner as if such further Sum or Sums of Money hereby authorized to be raised as aforesaid had originally been Part of the Capital or Joint Stock of the said Company.

Power to raise additional Capital.

XVIII. And be it further enacted, That there shall be Nine of the said Proprietors who shall be and shall be called the Directors of the said Company, and there shall be Two other Persons who shall be the Auditors of the Company, and there shall be One other Person who shall be the Secretary of the said Company.

There shall be Directors, Auditors, and a Secretary of the Company.

XIX. And be it further enacted, That *John Gyllyatt Booth, Francis Stedman, Sir Felix Booth Baronet, Banister Flight, Samuel Grimsdell, Francis William Staines*, and such Three other Proprietors of the said Company as the Board of Directors shall appoint in manner herein-after mentioned, shall be the first Directors of the said Company; that *William Grellier* and *Charles Stephen Treppass* shall be the first Auditors of the said Company; and that *Charles Henry Stedman* shall be the first Secretary of the said Company; and such Directors, Auditors, and Secretary shall respectively continue to hold their respective Offices until the respective Times herein-after specified, unless they respectively shall previously die, resign, or be removed, or (in case of Directors) cease to be qualified.

First Directors, &c. appointed.

XX. And be it further enacted, That General Meetings of the Proprietors of the said Company shall be held in the Months of *January* and *July* in the Year One thousand eight hundred and thirty-eight, and in the Months of *January* and *July* in every succeeding Year;

General Meetings to be held in January and July.

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and every such General Meeting shall be called an Ordinary General Meeting, and shall be convened and held upon such Day (not being a *Sunday*) in the Month of *January* or *July* as the Board of Directors shall appoint.

Special General Meetings may be convened.

XXI. And be it further enacted, That a General Meeting of the Proprietors of the Company (other than an Ordinary General Meeting) may be held at any Time when duly convened, and every such General Meeting (other than an Ordinary General Meeting) shall be called a Special General Meeting; and it shall be lawful for the Board of Directors to convene a Special General Meeting whenever it shall seem expedient to them; and the Board of Directors shall also convene a Special General Meeting in pursuance of every Requisition in Writing signed by Ten Proprietors together possessing Two hundred Shares at the least in the Capital of the Company, provided that every such Requisition shall state the Reason or Business for which the Meeting is required; and in case the Board of Directors shall fail to comply with any such Requisition within Seven Days after Notice thereof, or in case there shall happen not to be Three Directors of the said Company, then or in either of the said Cases it shall be lawful for any Ten Proprietors together possessing Two hundred Shares at the least to convene such Special General Meeting.

Notice to be given of General Meetings.

XXII. And be it further enacted, That every General Meeting, whether ordinary or special, shall be convened by Advertisement in any Two or more of the *London* daily Newspapers, and by Notice in Writing sent by Post to every Proprietor of the Company, not less than Seven Days nor more than Twenty-one Days before the Time for holding such Meeting; and every such Advertisement and Notice shall specify the Day, Hour, and Place of Meeting, and every such Notice shall also specify the Business or Reason for which the Meeting is to be held.

As to Business at Special General Meeting.

XXIII. And be it further enacted, That no Business shall be transacted at any Special General Meeting except the Business for which it shall have been called.

Adjournments.

XXIV. And be it further enacted, That every General Meeting may adjourn from Time to Time, and (in case the Adjournment shall not be by reason of a Deficiency in the Number of qualified Proprietors present at such Meeting) any such Adjournment may be from Hour to Hour, from Day to Day, or in such Manner as the Meeting shall think fit; and every adjourned Meeting shall be considered as Part of the Meeting from which it was adjourned, and shall only have Power to transact the Business left unfinished at the Meeting from which it was adjourned.

Quorum at General Meetings, &c.

XXV. Provided always, and be it further enacted, That no General Meeting shall be held, except for the Purpose of adjourning, or shall be capable of doing any Act except adjourning, unless within an Hour from the Time for which such Meeting shall have been convened there shall be present at such Meeting and at every Act of such Meeting, in Person or by Proxy, Proprietors who shall together be possessed of at least

least One Fourth of the Number of Shares for the Time being in the Capital of the said Company; and in case there shall be a Deficiency in the Number of Proprietors present, in Person or by Proxy, at any General Meeting, at the Expiration of an Hour from the Time for which such Meeting was convened, or in case there shall be such a Deficiency as aforesaid at any Time after the Commencement of any such Meeting, then and in every such Case every such Meeting shall be forthwith adjourned to some Day and Hour to be then fixed, not less than Eight Days nor more than Twenty-one Days from such Adjournment, and so on from Time to Time as often as Occasion shall require.

*In case of Deficiency of Proprietors the Meetings to be adjourned.*

XXVI. And be it further enacted, That all Questions at every General Meeting shall be decided by a Majority of Votes of the Proprietors present, either in Person or by Proxy, and not declining to vote, according to their respective Shares in the said Capital of the said Company, in manner following; (that is to say,) every Proprietor possessing Five Shares and less than Ten shall have One Vote, and every Proprietor possessing Ten Shares and less than Twenty shall have Two Votes, and every Proprietor possessing Twenty Shares and less than Thirty shall have Three Votes, and every Proprietor possessing Thirty Shares and less than Forty Shares shall have Four Votes, and every Proprietor possessing Forty Shares or more shall have Five Votes; but no Proprietor shall vote in respect of any less Number of Shares than Five, nor shall any Proprietor be entitled to vote at any General Meeting unless all Arrears of Money which shall or may have become due or payable in pursuance of any Call or Calls made or to be made by the Board of Directors for and in respect of any such Shares shall have been fully paid up, nor shall any Proprietor vote at any of such Meetings upon any Question or Questions in which such Proprietor shall be individually interested in any other Manner than as a Proprietor of Shares in the Joint Stock of the said Company; and the Proprietors present entitled to vote, or any Five or more of them, possessing collectively One hundred Shares, may demand a Ballot, and the same shall be granted, and the Time of taking the same shall be thereupon fixed by such Meeting at an Interval not less than Three or more than Ten Days from the Day on which such Meeting shall be held; and Notice of such Ballot shall be given by the Board of Directors by Advertisement to be inserted in Two or more of the *London* daily Newspapers not less than Two Days before the Time fixed for holding such Ballot; and every such Ballot shall be conducted by Two Scrutineers, one of whom shall be appointed by the Meeting at which such Ballot shall be demanded, and the other shall be the Chairman of the same Meeting, or some other Person whom he shall appoint; and whenever there shall happen to be an Equality of Votes upon any Question at any General Meeting, or at any Ballot taken in consequence of being demanded at such Meeting, the Chairman of such Meeting shall have a second or casting Vote.

*Questions to be decided by Majority of Votes.*

XXVII. And be it further enacted, That every Proprietor of Shares in the said Capital or Joint Stock of the said Company entitled to vote in respect of such Shares at any General Meeting of the said Company shall, if absent from any such Meeting, have full Power and Authority

*Proprietors may vote by Proxy.*

Authority to vote by Proxy, every such Proxy being a Proprietor of the said Company duly constituted under the Hand of such absent Proprietor, or in the Case of a Corporation under their Common Seal; the Appointment of which Proxy shall be according to the Form or to the Effect following; *videlicet*,

Form of  
Proxy.

‘ I of Proprietor of Shares  
‘ in “ The Patent Dry Gas Meter Company,” do hereby appoint  
‘ of [*and in case it is intended to appoint*  
‘ *Two or more Proprietors as Proxies add the Words*, jointly and each  
‘ of them severally,] in my Name and in my Absence to vote and give  
‘ my Assent to or Dissent from any Business, Matter, or Thing rela-  
‘ tive to the said Company which shall be proposed at any General  
‘ Meeting of the Proprietors of the said Company, from Time to Time  
‘ and at all Times hereafter, until I shall revoke this Appointment by  
‘ Notice in Writing under my Hand [*or, in the Case of a Corporation,*  
‘ Seal,] to the Board of Directors or Secretary of the said Company.  
‘ In witness whereof I have hereunto set my Hand [*or, in the Case of*  
‘ *a Corporation, Seal,*] this Day of One thousand  
‘ eight hundred and .’

Revoking  
Proxies.

XXVIII. Provided always, and be it further enacted, That no Appointment of a Proxy or Proxies shall be revoked by reason of the Proprietors who shall have constituted the same afterwards voting or acting in Person, but every Proprietor holding a Proxy shall be entitled to vote in respect thereof until the Proprietor constituting such Proxy shall transfer his Shares, or shall revoke such Appointment by Notice in Writing under his Hand, or, in the Case of a Corporation, under their Common Seal, sent or given to the Board of Directors or Secretary of the said Company.

First of Two  
joint Proprie-  
tors to vote.

XXIX. And be it further enacted, That when any Shares in the said Company shall be held by Two or more Persons as joint Proprietors, the Person whose Name shall stand first in order on the Books of the said Company shall, in case such joint Shares amount to the requisite Number, be entitled to vote in respect of such joint Shares.

Chairman  
of General  
Meeting.

XXX. And be it further enacted, That at all General Meetings the Chairman of the Board of Directors shall take the Chair, and if he shall be absent then the Deputy Chairman of such Board shall take the Chair, and if he shall be absent then one other of the Directors for the Time being of the said Company present at such Meeting shall be appointed to take the Chair, and if all such Directors shall be absent then one of the Proprietors present shall be appointed to take the Chair; and the Person in the Chair at any General Meeting shall not only vote as a Proprietor, but in case of an Equality of Votes shall have the decisive or casting Vote.

Proceedings  
of General  
Meeting to  
be entered in  
a Book, and  
signed by the  
Chairman.

XXXI. And be it further enacted, That a full and correct Account, Transcript, and Minutes of all the Business, Proceedings, Resolutions, Regulations, Orders, Elections, Appointments, Matters, and Things done, performed, determined, made, transacted, or agitated by,

by, at, or in every General Meeting, shall be made, copied, taken down, or reduced into Writing by the Secretary of the said Company, or by some other Person to be appointed Secretary for that Purpose, (either by such General Meeting or by the Board of Directors,) and shall be entered and preserved in a Book to be kept solely for that Purpose, and shall be signed by the Chairman of such Meeting, and also by the Secretary or Person appointed Secretary as aforesaid, and such Chairman, Secretary, or other Person signing the same shall be responsible to the Company for the Accuracy and Truth of such Account, Transcript, and Minutes, and such Account, Transcript, and Minutes shall be read and submitted to the next succeeding General Meeting before any other Business is transacted, and such next succeeding General Meeting shall have Power to correct any Error or Mis-statement therein.

XXXII. And be it further enacted, That the Account, Transcript, or Minute of any Business, Proceeding, Resolution, Bye Law, Regulation, Order, Election, Appointment, Matter, or Thing done, performed, determined, made, or transacted by, at, or in any General Meeting, and so entered in a Book and signed or purporting to be signed as aforesaid, shall for all Intents and Purposes whatsoever be good and sufficient Evidence that such Business, Proceeding, Resolution, Bye Law, Regulation, Order, Election, Appointment, Matter, or Thing was done, performed, determined, made, or transacted by, at, or in the General Meeting by, at, or in which the same shall in or by such Account, Transcript, or Minutes purport to be or be expressed to have been done, performed, determined, or made a Transcript, and also that the Persons appearing to have signed the same Account, Transcript, or Minutes were the Chairman and Secretary respectively who are by this Act required to sign the same.

Minutes of Proceedings to be Evidence.

XXXIII. And be it further enacted, That (subject to the Restrictions herein-before contained as to the Business to be transacted at any Special General Meeting) every General Meeting of Proprietors to be holden according to the Provisions of this Act shall have Power and Authority to call for, audit, and settle all Accounts of Money received and laid out on account of the said Company, and shall have Power and Authority to appoint the Directors and Auditors of the said Company in the Manner provided by this Act, and also at any General Meeting convened for the Purpose to remove any Director or Auditor of the said Company for Negligence or Misconduct in Office or other reasonable Cause, and also to remove or displace any Treasurer, Secretary, or other Officer of the said Company, and to revoke, alter, amend, or change any of the Rules and Directions herein prescribed and laid down with regard to the Proceedings of the Directors, and also to make any Rules, Regulations, and Orders for the good Government of the said Company, their Directors, Auditors, Secretary, Agents, Officers, and Servants, and from Time to Time to alter and repeal the said Rules, Regulations, and Orders, or any of them, and to make others, and to impose any reasonable Fines, not exceeding the Sum of Five Pounds for any One Offence, upon the Breakers of any such Rules, Regulations, and Orders, and also to alter the Method of convening or holding Ordinary or Special General Meetings.

Power of General Meeting.

[Local.]

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XXXIV. And

Directors and  
Auditors to  
go out of  
Office, and be  
elected by  
Rotation.

XXXIV. And be it further enacted, That on the Day on which the General Meeting shall be holden in the Month of *January* One thousand eight hundred and forty Three of the said first Directors, to be determined by Lot amongst themselves, shall go out of Office, and on the Day on which the General Meeting shall be holden in the Month of *January* One thousand eight hundred and forty-one Three others of the said first Directors, to be in like Manner determined by Lot, shall go out of Office, and on the Day on which the General Meeting shall be holden in the Month of *January* of every subsequent Year Three of the Directors of the said Company who shall have been in Office longest shall go out of Office; and at such General Meeting to be holden in the Month of *January* One thousand eight hundred and forty, or some Adjournment thereof, and at every such General Meeting to be holden in the Month of *January* in every subsequent Year, or some Adjournment thereof, Three Proprietors of the said Company, duly qualified under this Act, shall be elected Directors of the said Company; and on the Day on which the General Meeting shall be holden in the Month of *January* One thousand eight hundred and forty One of the present Auditors, to be determined by Lot between themselves, shall go out of Office, and on the Day on which the Ordinary General Meeting shall be holden in the Month of *January* of every subsequent Year One of the Auditors of the said Company who shall have been in Office longest shall go out of Office; and at such General Meeting of the said Company to be holden in the Month of *January* One thousand eight hundred and forty, or some Adjournment thereof, and at every such General Meeting to be holden in the Month of *January* in every subsequent Year, or at some Adjournment thereof, some Person shall be elected an Auditor of the Accounts of the said Company: Provided always, that any Director or Auditor of the said Company going out of Office shall immediately on or at any Time afterwards be capable of Re-election.

Qualification  
of Directors.

XXXV. And be it further enacted, That no Person shall be eligible to act as a Director or Auditor of the said Company who shall at the Time of his Election hold any other Office or Place under the said Company, or be concerned or interested in any Contract for doing or causing to be done any Works for or on behalf of the said Company, or for supplying any Article or Thing to or for their Use, nor shall any Person be eligible as a Director unless he shall at the Time of his Election possess in his own Right Ten Shares at the least in the said Company; and in case any present or future Director shall cease to possess Ten Shares in the Capital of the said Company his Office shall thereupon become vacant.

Directors and  
Auditors to  
be elected  
by Ballot.

XXXVI. And be it further enacted, That, with the Exception of the Three Directors to be appointed by the first Board of Directors as herein-after is mentioned, all future Directors and Auditors of the said Company shall be elected by Ballot; and every Candidate for the Office of a Director shall have the Liberty of nominating One Scrutineer, such Scrutineer being a Proprietor qualified to vote: Provided nevertheless, that no Balloting Paper tendered by any Proprietor in any Election shall be deemed good or admitted as a Vote or Votes whereon any greater Number of Names of Candidates shall be inserted than

than the Number of Officers to be elected for the Time being, nor in case of a greater Number of Votes being tendered than the Proprietor shall be entitled to give at such Ballot; and in case any One or more Candidates for the same Vacancy in either of the said Offices shall have an Equality of Votes, the Election, as between them and all other Candidates for the same Vacancy or Vacancies having a smaller Number of Votes (but not as respects Candidates having a larger Number of Votes), shall be void, and a just Election of a Person to fill each such vacant Office shall be made at the same or some subsequent General Meeting of the Company.

XXXVII. And be it further enacted, That so often as any Director or Auditor shall die, resign, be removed, or become disqualified to continue in his Office, the Vacancy shall be filled up at the next General Meeting or at a Special General Meeting of Proprietors, which Special General Meeting may be convened by the Board of Directors for that Purpose, if they shall think it expedient; and any Person filling up such Vacancy shall only be a Substitute for the Person whose Place he may supply, and shall continue in Office only for the same Period as the Person whose Place he may supply would have continued if he had not vacated the Office before the Time at which he must necessarily have gone out: Provided always, that until such Vacancy shall be filled up as aforesaid it shall be lawful for the Board of Directors for the Time being (if they shall think fit so to do) to appoint a Person to act as a temporary Director or Auditor in the Place of the Person occasioning the Vacancy; and any Person so appointed shall and may, until such Vacancy shall be so filled up as aforesaid, but not longer, exercise the Office of Director or Auditor (as the Case may be), and have the like Powers and Authorities as any other Director or Auditor.

How Vacancies in the Office of Director and Auditor to be filled up.

XXXVIII. And be it further enacted, That the Directors of the said Company shall meet together at the Office of the said Company in *London* or elsewhere at least once in every Fourteen Days, and at such other Times and Places as they shall think proper; and every such Meeting shall be called a Board of Directors; and any One or more of the said Directors may at any Time call an extraordinary Board of Directors by causing Notice in Writing, signed by such Director or Directors, or the Secretary or any Clerk of the said Company, to be sent by the Post or otherwise to the Residence or Address or last known Residence or Address of any other Director: Provided always, that no such Notice shall be required to be sent to the Residence or Address of any Director who shall reside more than Ten Miles from the Office of the said Company in *London*, unless he shall leave with the Secretary of the said Company an Address within that Limit to which all such Notices may be sent; and at any Board Three Directors and not less shall be a Quorum, and no Business shall be transacted at any Board unless Three Directors shall be present when such Business shall be decided upon; and if on the Day appointed for holding any Board of Directors Three Directors shall not attend, then and in such Case the Board shall be adjourned to the next Day, if not a *Sunday*, and if the next Day shall be a *Sunday* then to the *Monday* following, by the Director or Directors then present, or if none be present,

Regulation of the Proceedings of the Board of Directors.

present, then by the Secretary or any Officer or Clerk of the said Company : Provided always, that any Board of Directors may in any other Case adjourn from Time to Time to such Day, Hour, and Place as they shall think proper ; and that Notice of all adjourned Boards of Directors adjourned from Day to Day shall be sent by the Secretary, by the Post or otherwise, to the Residence or Address or last known Residence or Address of every Director, but subject nevertheless to the Provision herein-after contained in reference to Directors whose Residence shall exceed Ten Miles from the Office of the said Company in *London*.

Three Directors to be appointed by the Board.

XXXIX. And be it further enacted, That within One Year after the passing of this Act the Board of Directors shall appoint Three other Proprietors to be Directors of the said Company, and the Three Directors so appointed shall, together with the Six Directors hereby appointed as aforesaid, be considered as the first Directors of the said Company.

Chairman and Deputy Chairman of Board to be elected.

XL. And be it further enacted, That there shall be Two of the Directors for the Time being of the said Company who shall respectively be Chairman and Deputy Chairman of the Board of Directors for the Time being, and the said *John Gyllyatt Booth* shall be the first Chairman, and the said *Francis Steadman* shall be the first Deputy Chairman of the Board of Directors, which said Chairman and Deputy Chairman shall respectively continue in Office until the first Board of Directors which shall be held after the Ordinary General Meeting of Proprietors to be holden in the Month of *January* One thousand eight hundred and forty, unless they shall respectively previously die, resign, be removed, or cease to be Directors, in any of which Cases their respective Offices of Chairman or Deputy Chairman (as the Case may be) shall immediately determine ; and at the first Board of Directors which shall be held after the Ordinary General Meeting of Proprietors to be holden in the Month of *January* One thousand eight hundred and forty, and at the first Board of Directors which shall be held after the Ordinary General Meeting of Proprietors in the Month of *January* in every succeeding Year thereafter, the Directors shall elect One of their Body to be the Chairman of their Board, and another of their Body to be the Deputy Chairman of their Board ; and every such Chairman and Deputy Chairman shall respectively continue in Office until the first Board of Directors which shall be held after the Ordinary General Meeting of Proprietors to be held in the Month of *January* ensuing the Election, unless he shall previously die, resign, be removed, or cease to be a Director, in any of which Cases his Office of Chairman or Deputy Chairman (as the Case may be) shall immediately determine.

Chairman may be re-elected.

XLI. Provided always, and be it further enacted, That any Chairman or Deputy Chairman of the Board of Directors going out of Office shall immediately or at any Time afterwards be capable of Re-election.

In case of Equality of Votes.

XLII. And be it further enacted, That if at any Election of the Chairman or Deputy Chairman of the Board of Directors the Votes shall



shall happen to be equal, the Election as between them shall be determined by Lot.

XLIII. And be it further enacted, That so often as any Chairman or Deputy Chairman of the Board of Directors shall die, resign, or be removed, or cease to be a Director, the Directors shall, as soon as conveniently may be after any such Vacancy, appoint another Chairman or Deputy Chairman (as the Case may be) out of their Body, and every such Chairman or Deputy Chairman so to be appointed shall only be a Substitute for the Person whose Place he may supply, and shall continue in Office only for the same Period as the Person whose Place he may supply would have continued if he had not vacated the Office before the Time at which he must necessarily have gone out.

Board to fill up occasional Vacancies in the Office of Chairman as soon as may be.

XLIV. And be it further enacted, That at all Boards of Directors the Chair shall be taken by the Chairman of the Board of Directors, and if he shall be absent then by the Deputy Chairman of such Board, and if he shall be absent then by any One of the Directors present to be appointed for that Purpose; and at all such Boards every Director shall have One Vote and no more, with the Exception of the Director in the Chair, who shall not only vote as a Director, but in case of an Equality of Votes shall have the deciding or casting Vote: Provided nevertheless, that if any Question shall be discussed in which any Director shall be interested in any other Manner than as a Director in common with the other Directors, such Director shall not be entitled to vote upon that Question; and that if the Director for the Time being in the Chair shall be so interested therein, during the Discussion of the Question, but not longer, he shall leave the Chair, and thereupon and during the Discussion the Chair shall be taken by any other Director to be appointed for that Purpose; and at every Board of Directors Minutes of all the Acts and Proceedings of such Board shall be taken down in Writing, and shall be entered in a Book to be provided and kept for that Purpose, and signed by the Director in the Chair.

Chairman or One of Directors to be in the Chair of the Board, and to have a casting Vote; but no Director to vote when interested.

XLV. And be it further enacted, That the Minutes in Writing of the Acts and Proceedings of every Board of Directors, signed by the Chairman thereof, shall for all Intents and Purposes whatsoever be good and sufficient Evidence of such Acts and Proceedings by such Board at the Time stated in such Minutes, and also that the Person appearing to have signed the same Minutes was the Director in the Chair by this Act required to sign such Minutes.

Minutes signed by the Chairman to be Evidence of Proceedings by the Board.

XLVI. And be it further enacted, That the Board of Directors shall have full Power and Authority to appoint the Time and Place for holding the General Meetings of the Proprietors, (subject nevertheless to the Limitations contained in this Act,) and also to expend, lay out, and issue all Sums of Money which may be required to be expended, laid out, and issued on account of the Affairs and Business of the said Company, and also to contract for, build, purchase, hire, fit out, and alter any Messuages, Lands, Tenements, Warehouses,  
[Local.] 40 Works,

Powers of Board of Directors.

Works, and other Materials, Goods, and Chattels, for the Use of the said Company, and to sell, dispose of, let, and manage all or any Messuages, Lands, Tenements, Warehouses, Hereditaments, Works, Materials, Goods, and Chattels of the said Company in such Manner as they shall think fit and expedient, and to make, enforce, and carry into effect, and rescind, compound, and compromise, all Contracts and Bargains in anywise concerning the said Company, and to institute, defend, and carry on, and also to compromise and discontinue, all or any Actions or Suits and other Proceedings concerning the said Company, and also to make any Application to Parliament on behalf of the said Company for any Purpose whatsoever relating or affecting the said Company or their Affairs or otherwise, and also from Time to Time to nominate and appoint such Treasurer or Treasurers, Banker or Bankers, Counsel, Solicitor or Solicitors, Secretary or Secretaries, Agent or Agents, Clerks, Workmen, and other Officers and Servants as the said Directors shall think proper and expedient for the Purposes of the said Company and of this Act, and also from Time to Time to revoke every or any such Appointment, and to discharge, dismiss, or suspend the present Bankers, Clerks, and Servants, or any of them, and to appoint others in their Stead, as they shall think fit; and it shall be lawful for the Board of Directors, if they shall think proper, to require any of the Parties so to be appointed and employed as aforesaid to give to the Directors or any of them such Security for their good Conduct while in the Service of the said Company as may be thought sufficient and proper; and also to declare Dividends out of the Profits of the said Company; and also to make Rules for regulating the Notices to be given by Persons of their Intention of becoming Candidates for the Offices of Director and Auditor, and the Notices to be given by the Chairman, Deputy Chairman, Directors, and Auditors of their Intention of resigning, and also to make any Rules or Orders for the Regulation of the Proceedings of the Board of Directors or of any of their Body, or of the Duties and Conduct of the Officers and Servants of the Company, or for the Regulation of any other Matters and Things whatsoever under their Control or Management; and to revoke and alter such Rules or Orders, and make others in lieu thereof, from Time to Time, as Occasion may require, and generally to direct, manage, and transact all other the Affairs and Business of the said Company, subject nevertheless (in all Cases to which the same may apply) to the special Provisions herein contained, and also to such Rules, Regulations, and Orders as may be made at any General Meeting of Proprietors in pursuance of the Powers and Provisions herein contained.

No Rules or Regulations shall be contrary to Law.

XLVII. And be it further enacted, That no Rule, Regulation, or Order which shall at any Time be made by any General Meeting of the Proprietors or by the Board of Directors, in pursuance of the Powers or Provisions in this Act expressed or contained, shall in anywise be repugnant or contrary to Law, any thing herein contained to the contrary notwithstanding.

Books to be balanced and audited every Year.

XLVIII. And be it further enacted, That the Board of Directors shall cause the Books of the said Company to be balanced up to the

Thirty-first Day of *December* One thousand eight hundred and thirty-eight, and up to the Thirty-first Day of *December* in every subsequent Year, or to such other Period of each Year as any General or Special Meeting of Proprietors shall from Time to Time appoint; and the said Books, being so balanced, shall from Time to Time be examined and signed by the Auditors and approved by the Board of Directors; and an Abstract of the said Balance, showing the State of the Receipts and Disbursements, and the Debts and Credits, Funds and Property of the said Company, shall from Time to Time be signed by the said Auditors, and shall be produced at the Ordinary General Meeting of the said Company to be held in the Month of *January* then next, so that any of the Proprietors attending such Meeting may have an Opportunity of inspecting the same; and every such Abstract (after the same, with any Alterations or Corrections which may have been made at any General Meeting at which it is to be produced, or at any subsequent or Special General Meeting,) shall be signed by the Chairman of the Meeting at which it shall have been approved of, in testimony of such Approval, and thereupon and thenceforth the same shall be binding and conclusive on all the Proprietors of the said Company, and their respective Executors, Administrators, Successors, and Assigns, unless some manifest Error or Errors to the Amount of Fifty Pounds or upwards be pointed out therein by any One or more of the Proprietors of the said Company within Three Calendar Months after such Approval, in which Case only such Errors shall be rectified by the Board of Directors without Delay, and the Abstract, so corrected, shall be produced at the first General Meeting which shall be thereafter held, and thereupon the said Abstract shall be in all respects binding and conclusive on all the Proprietors, and their respective Executors, Administrators, Successors, and Assigns.

XLIX. And be it further enacted, That the Receipt or Receipts in Writing of the Directors for the Time being of the said Company, or any Three or more of them, for any Monies which shall or may be payable to them, and the Receipt or Receipts of the Trustee or Trustees for the Time being of any Real or Personal Estate or Effects of the said Company, or of any Three of the said Directors, for the Purchase Money of the same Real or Personal Estate or Effects, shall be a good and sufficient Discharge or good and sufficient Discharges for the same; and the Party or Parties to whom such Receipt or Receipts shall be respectively given shall not be answerable or accountable for the Loss, Misapplication, or Nonapplication, or be in anywise bound or concerned to see to the Application of the Money in such Receipt or Receipts respectively acknowledged to be received, or to inquire into the Necessity or Regularity of any Sale or Sales, Disposition or Dispositions, which may be made by virtue of the said Act or otherwise.

Receipts of Directors to be good Discharges.

L. And be it further enacted, That the Directors shall have Power to make such Call or Calls for Money in respect of the Shares in the said Company (whether original or new) as the Directors shall from Time to Time think proper, for carrying into effect the Purposes of the said Company or of this Act, so as no such Call do exceed

Board empowered to make Calls.

in

in respect of any One Share the Sum of Five Pounds for any Instalment, and so that no Call be made but at a Distance of One Calendar Month at least from the previous Call; and the Sum or Sums of Money so to be called for shall be paid to such Person or Persons and at such Time and Place as the Directors shall by Notice order or direct; and every Notice of any such Call shall be given by Advertisement in any Two or more of the *London* daily Newspapers not less than Fourteen Days before the Time fixed for the Payment thereof.

Proprietors shall pay Instalments when called for, and in default Actions may be maintained.

LI. And be it further enacted, That the several Persons who now have or hold or shall at any Time hereafter have or hold any Share or Shares in the said Company, their respective Executors, Administrators, and Assigns, shall and they are hereby respectively required to pay the Sum or Sums which shall from Time to Time be called for pursuant to or under or by virtue of the Powers and Directions of this Act to such Person or Persons, and at such Time or Times, and Place or Places, and in such Manner as shall be ordered and directed by the Board of Directors pursuant to this Act; and in case any such Person or Persons, or their respective Executors, Administrators, and Assigns, refuse or neglect to pay any such Monies to such Person or Persons, at such Time or Times and Place or Places and in such Manner as shall be so ordered and directed by the said Directors as aforesaid, it shall be lawful for the said Company, in the Name of the said Company, or in the Name of any Director, Secretary, or Officer of the said Company, as herein-after provided, to sue for and recover the same by Action of Debt, Assumpsit, or otherwise in any of His Majesty's Courts of Record, together with lawful Interest for the same from such appointed Time of Payment, and all Costs of Suit as between Attorney and Client, from such Person or Persons, or their Executors, Administrators, or Assigns respectively: Provided always, that in Cases where Two or more Persons shall be jointly possessed of any One or more Share or Shares in the said Company, then the said Company shall and may in manner aforesaid sue for and recover the said Sum or Sums of Money so as aforesaid called for or required to be paid, with Interest and Costs as before-mentioned, from all or any One or more of such Persons.

Proceedings in Actions for Calls.

LII. And be it further enacted, That in any Action to be brought by the said Company against any Proprietor or Proprietors of any Share or Shares in the said Company, or his, her, or their Executors, Administrators, or Assigns, to recover any Sum or Sums of Money due and payable to the said Company for or by reason of any Call or Calls made by virtue of this Act, it shall be sufficient for the said Company to declare and allege that the Defendant or Defendants, or his, her, or their Testator, Intestate, or Predecessor, (as the Case may be,) being a Proprietor or Proprietors of such or so many Share or Shares in the said Company, became indebted to the said Company in such Sum or Sums of Money as the Call or Calls in arrear shall amount to, for such and so many Call or Calls of such and so many Sum or Sums of Money upon such and so many Share or Shares belonging to the said Defendant or Defendants, or his, her, or their Testator, Intestate, or Predecessor, (as the Case may happen to be,) whereby

whereby an Action hath accrued to the said Company, to demand, have, or recover such Monies, or to declare or allege that the said Defendant or Defendants, or his, her, or their Testator, Intestate, or Predecessor, (as the Case may be,) being a Proprietor or Proprietors as aforesaid, became or was indebted to the said Company in a Sum of Money (equal to Amount of the Call or Calls in arrear) for Money lent and advanced to the said Defendant or Defendants, or his, her, or their Testator, Intestate, or Predecessor, or as the Case may be, and at his, her, or their Request; and it shall not be necessary to set forth or allege the special Matter or any other Matter or Thing whatsoever, except as aforesaid; and on the Trial of such Action it shall only be necessary to prove that the Defendant or Defendants, or his, her, or their Testator, Intestate, or Predecessor, (as the Case may be,) at the Time of making such Call or Calls, was or were a Proprietor or Proprietors of the Share or Shares in the said Company in respect whereof such Action is brought, and that such Call or Calls was or were in fact made, and that such Notice thereof was given as is directed by this Act, without proving the Appointment of the Directors who made such Call or Calls, or any other Matter whatsoever, and the said Company shall thereupon be entitled to recover what shall appear due, unless it shall appear that Notice was not given as aforesaid.

LIII. And be it further enacted, That if any Call or Calls in respect of any Share or Shares in the said Company shall not be paid in the Manner and by the Time appointed for the Payment thereof respectively, then and in every such Case it shall and may be lawful for the Board of Directors (whether or not the same Call or Calls shall then have been sued for in any Court of Law or Equity) to declare that the Share or Shares in respect of which such Call or Calls shall not have been paid are forfeited, and such Share or Shares shall thereupon be forfeited accordingly for the Benefit of the rest of the Proprietors; and every Share so forfeited shall or may at any Time or Times after such Forfeiture be sold by or by the Order of the Board of Directors for the most Money that can be obtained for the same; and every such Sale shall be valid to all Intents and Purposes, and the Produce thereof shall form Part of the Monies of the Company; and the Proprietor or Proprietors of such forfeited Share or Shares shall have no Claim or Demand whatsoever in respect of such Share or Shares, or the Purchase Money thereof.

In case Calls are not paid, Shares may be forfeited and sold.

LIV. And be it further enacted, That it shall be lawful for the several and respective Proprietors of any Share or Shares in the Capital of the said Company, and his, her, and their respective Executors, Administrators, and Successors, by and with the Consent of the Board of Directors, testified by Writing under the Hands of Three of the Directors for the Time being of the Company, to sell, transfer, and dispose of any Share or Shares to which he, she, or they may be entitled, to any Person or Persons who shall or may be approved of by the Board of Directors, testified by Writing in manner aforesaid, as fit or proper to become the Proprietor or Proprietors of such Share or Shares, but under and subject to the Rules, Orders, Restrictions, and Conditions herein mentioned, or to be made in pursuance of this Act;

Shares may be assigned, with Consent of Board.

[*Local.*]

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and

and the Transfer thereof shall be by Writing duly stamped, and may be in the Form or to the Effect following :

Form of  
Transfer.

‘ I of in consideration of the Sum of  
 ‘ paid to me by of , do  
 ‘ hereby bargain, sell, assign, and transfer to the said  
 ‘ a Share [*or* Shares, *as the Case may be,*] in “The Patent  
 ‘ Dry Gas Meter Company,” numbered [*or* respectively num-  
 ‘ bered ], to hold same to the said , his  
 ‘ Executors, Administrators, and Assigns, [*or* their Successors and  
 ‘ Assigns, *as the Case may be,*] subject to the same Rules, Orders,  
 ‘ and Restrictions, and on the same Conditions, as I held the same  
 ‘ Share [*or* Shares] immediately before the Execution hereof; and I  
 ‘ the said do hereby agree to take and accept the said  
 ‘ Share [*or* Shares, *as the Case may be,*] subject to the same Rules,  
 ‘ Orders, Restrictions, and Conditions. As witness our Hands and  
 ‘ Seals this of One thousand eight hundred  
 ‘ and .’

Transfers to  
be registered.

And every such Transfer shall be produced to the Secretary or other Officer appointed for that Purpose at the Office of the said Company, and shall be registered in the Books of the said Company, by an Entry of the Dates and Names of the Parties and the Number or Numbers of the Share or Shares transferred; and such Secretary or Officer shall certify in Writing upon every such Transfer that the same has been registered in such Books, for which Entry or Register a Sum not exceeding the Sum of Five Shillings shall be paid to the Secretary or Officer by the Party requiring such Transfer, and which Certificate shall be Evidence of every such Register in any Court of Law or Equity or elsewhere; and until such Transfer shall be so registered as aforesaid no Purchaser or Purchasers of any Share or Shares, his, her, or their Executors, Administrators, Successors, or Assigns, shall be deemed a Proprietor or Proprietors, or have any Part or Share in the said Company, or in the Profits or Advantages thereof, or receive any Dividends for or in respect of any such Share or Shares, nor be entitled to any Vote at any Meeting or Meetings as a Proprietor or Proprietors of the said Company in respect of any such Share or Shares; provided that no Transfer shall be made of any such Share until Ten Pounds shall have been paid thereon.

Shares not to  
be sold after  
a Call until  
Call is paid.

LV. Provided always, and be it further enacted, That after the Day appointed for Payment of any Call no Share shall be sold by the Holder thereof until the Call upon such Share shall have been paid, and until such Call shall have been paid every such Sale or Transfer shall be void.

Shares to be  
Personal  
Estate.

LVI. And be it further enacted, That the Shares for the Time being in the Capital of the said Company shall be Personal Estate, and be transmissible as such, and shall be of the Nature of Real Property.

Shares not to  
be divided.

LVII. And be it further enacted, That no Person shall be a Proprietor of any Part or Fraction of a Share in the said Company, but any Share may be held by Two or more Persons as joint Proprietors thereof.

LVIII. And

LVIII. And be it further enacted, That whenever Two or more Persons shall be jointly possessed of or entitled to any Share or Shares in the said Company, the Person whose Name shall stand first in order in the Books of the said Company as Proprietors of such Share or Shares shall, as between such Persons and the said Company, for all the Purposes of this Act except for the Purpose of Liability, be deemed and taken to be the Proprietor of such Share or Shares.

First of Two joint Proprietors to be deemed the Proprietor.

LIX. And be it further enacted, That the said Company shall in no Case be bound or affected by virtue of any Trusts, but the Trustee or Trustees of any Share or Shares in the said Company shall, as between their respective Cestuique Trusts and the said Company, be considered to all Intents and Purposes as absolute Proprietor or Proprietors of such Share or Shares.

Company not to be bound by Trusts.

LX. And be it further enacted, That each of the Shares in the Capital for the Time being of the Company shall always be distinguished by a Number, and the same Shares shall be numbered in regular Progression, beginning with No. 1, and shall also be entered or registered in the Books of the Company.

Shares to be numbered and registered.

LXI. And be it further enacted, That the Names and Residences of Proprietors of Shares, and all Acts, Deeds, Wills, Probates, Administrations, Matters, Facts, and Things relating to such Shares or the Proprietorship thereof, shall be duly entered or registered in the Books of the Company; and further, that every Proprietor of a Share or Shares in the Capital of the Company shall cause and procure all such Acts, Deeds, Wills, Probates, Administrations, Matters, Facts, and Things respecting all and every of his or her Shares to be so entered or registered, and shall pay for every such Entry or Registry such a reasonable Fee as the Board of Directors shall appoint.

Names of Proprietors, &c. to be registered.

LXII. And be it further enacted, That the said Board of Directors shall and they are hereby required to provide and keep a Book or Books, and to enter or register or cause to be entered or registered therein the Names and Designations of the several Persons who now are or who shall hereafter become the Proprietors of any Share or Shares in the Capital of the said Company, and also all such Acts, Deeds, Matters, Facts, and Things as are or shall be registered to be entered or registered in the Books of the Company under and by virtue or in prosecution of this Act, or any of the Bye Laws, Rules, or Regulations for the Time being of the said Company.

Register Books to be kept.

LXIII. And be it further enacted, That a Certificate under the Common Seal of the said Company shall be made out in respect of every Share in the said Company, (for which the Secretary of the said Company shall be paid not exceeding the Sum of Two Shillings and Sixpence,) specifying therein the proper Number of such Share, and the Name and Designation of the Proprietor thereof; and every such Certificate shall be delivered to the Proprietor of such Share or Shares, his or her Executors, Administrators, or Assigns, upon Demand, and may be in the Words or to the Effect following; (that is to say,)

Certificate of each Share to be delivered to the Proprietor.

‘ Patent

Form of  
Certificate.

‘ Patent Dry Gas Meter Company.

‘ Number

‘ These are to certify, That \_\_\_\_\_ of \_\_\_\_\_ is a  
 ‘ Proprietor of the Share Number \_\_\_\_\_ the Capital or Joint  
 ‘ Stock of “The Patent Dry Gas Meter Company,” subject to the  
 ‘ Rules, Regulations, and Orders of the said Company, and that the  
 ‘ said \_\_\_\_\_ his or her Executors, Administrators, or their  
 ‘ Successors and Assigns, is and are entitled to such Proportion of the  
 ‘ Profits and Advantages arising or to arise to the said Company as  
 ‘ shall belong to such Share. Given under the Common Seal of the  
 ‘ said Company the \_\_\_\_\_ Day of \_\_\_\_\_ in the Year of our  
 ‘ Lord One thousand eight hundred and \_\_\_\_\_

And all or any or either of such Certificates shall be admitted in all Courts whatsoever as Evidence of the Title of such Proprietor, his or her Executors, Administrators, and Assigns, to the Share therein specified, and to the Profits and Advantages accruing in respect of the same; but the Want of such Certificate shall not deprive any Proprietor or Proprietors of any Share or Shares in the said Undertaking of his or her or their Right or Interest in or Claim to a due Proportion of the Profits and Advantages of the said Undertaking, nor to hinder or prevent the Proprietor or Proprietors of any Share or Shares from selling or disposing of any such Share or Shares; and in case such Certificate shall not be produced or forthcoming, the Entry or Registry of such Share or Shares, or a true Copy thereof certified by the Secretary of the said Company, shall be deemed *prima facie* Evidence of Title; and for which last-mentioned Certificate the Secretary shall be paid not exceeding the Sum of Five Shillings.

Board may  
require  
Deeds, &c.  
to be verified.

LXIV. And be it further enacted, That it shall be lawful for the Board of Directors, previous to the Sale or Transfer of any Share or Shares, to require the Proof or Verification of any Act, Deed, Matter, Fact, or Thing, by solemn Declaration or otherwise, as the Board of Directors may think fit or necessary.

Husbands,  
Executors,  
&c. not to be  
Proprietors,  
but may sell,  
with Consent  
of the Board.

LXV. And be it further enacted, That the Husband of any Female Proprietor, or the Executor or Administrator of any deceased Proprietor, or the Assignee of any bankrupt or insolvent Proprietor, or the Committee of Proprietors of unsound Mind, shall not in such Character be a Proprietor of any Share in the Capital of the said Company, but may sell, transfer, and assign the Share or Shares of such married Female Proprietor, or of such deceased, bankrupt, or insolvent Proprietor, or Proprietor of unsound Mind, (as the Case may be,) to any Person or Persons who shall or may be approved of by the Board of Directors in manner aforesaid, testified as aforesaid, as fit or proper to become the Proprietor or Proprietors thereof; or such Husband, Executor, or Administrator may himself become the Proprietor of any such Share or Shares respectively as aforesaid, in case he shall be approved of by the Board of Directors in manner aforesaid as fit or proper to become the Proprietor thereof.

Property to  
be vested in  
Trustees.

LXVI. And be it further enacted, That the Board of Directors shall cause the Purchases and Investment of any Real or Personal Estate



Estate or Effects on behalf of the Company to be made in the Names of Three or more fit and proper Persons in Trust for the Company, or in such other Manner as the Board of Directors shall deem most expedient, and may from Time to Time cause such Real or Personal Estate or Effects to be conveyed or transferred to new or other Trustees when the Board of Directors shall think expedient.

LXVII. And be it further enacted, That the Directors shall have full Power and Authority to reimburse themselves respectively out of all or any the Funds or Property of the said Company for all Losses, Damages, Costs, Charges, and Expences which they or any of them shall bear, expend, sustain, or be put to by reason of any Matter or Thing to arise or happen in the Execution of this Act, and the Confirmation by any General Meeting of the Acts and Proceedings of the said Directors shall at all Times hereafter be a full Indemnity and Discharge to such Directors. Indemnification of Directors.

LXVIII. And be it further enacted, That in all Actions, Suits, or other Proceedings at Law or in Equity respecting any Matter relating to the said Company no Person acting under the Authority of or in the Service of the said Company shall for that Reason alone be in any Manner incapacitated from giving Evidence in such Action, Suit, or other Proceeding. Persons in the Service of the Company not to be incompetent Witnesses.

LXIX. And be it further enacted, That in all Actions, Suits, or other Proceedings at Law or in Equity, and also in all Prosecutions commenced or instituted by or on behalf of the said Company, and in all Arbitrations, References, or other Proceedings in or consequent upon or arising out of any such Actions, Suits, or Proceedings, or otherwise, it shall be lawful for any Director for the Time being of the said Company, not being personally interested otherwise than as a Proprietor of Shares, to sign, execute, and deliver, for and on behalf of the said Company, any such general or other Release as may be deemed to be necessary for the Purpose of exonerating and releasing any Person who may be produced as a Witness in any such Action, Suit, Arbitration, Reference, or other Proceeding as aforesaid, from any Claim or Demand which may be necessary to be released by the said Company in order to qualify such Person to give Evidence as a Witness in any such Action, Suit, Prosecution, Arbitration, Reference, or other Proceeding, and also to do any other Act in any such Action, Suit, Prosecution, Arbitration, Reference, or other Proceeding which any Plaintiff, Defendant, or other Party may do in any Action, Suit, Prosecution, Arbitration, Reference, or other Proceeding; and every such Release and Act respectively shall be valid and effectual to all Intents and Purposes whatsoever; and that all Minutes, Orders, and Proceedings of any General Meeting or Board of Directors, signed by the Person in the Chair, shall be deemed and taken to be original Minutes, Orders, and Proceedings, and shall be allowed to be read in Evidence in all Courts, and before all Judges, Justices, and others. Any Director may release a Witness.

LXX. And be it further enacted, That in all Cases wherein it may be necessary for any Person to serve any Summons, Demand, or Notice, or any Writ or other Proceeding at Law or in Equity, or otherwise, How Notices, &c. may be served upon the Company.

[*Local.*]

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wise,

wise, upon the said Company, Service thereof respectively on the Secretary or any Director for the Time being of the said Company, or by leaving the same at the principal Office of the said Company, shall be deemed good and sufficient Service of the same respectively on the said Company.

How Notices  
may be given  
by the Com-  
pany.

LXXI. And be it further enacted, That in all Cases wherein it may be necessary for the said Company to give any Summons, Demand, or Notice of any Kind whatsoever to any Person or Corporation, such Summons, Demand, or Notice may be given in Writing, signed by the Secretary, Attorney, or Solicitor, or any Director for the Time being of the said Company.

How Debts  
to be proved  
in Cases of  
Bankruptcy,  
&c.

LXXII. And be it further enacted, That in case any Fiat or Commission of Bankruptcy shall be awarded against any Person who shall be indebted to the said Company, or against whom the said Company shall have any Claim or Demand, or in case any Person who shall be indebted to the said Company, or against whom the said Company shall have any Claim or Demand, shall petition to take the Benefit of any Insolvent Act, it shall be lawful for the Secretary or the Attorney or Solicitor or any of the Directors for the Time being of the said Company to appear and act on behalf of the said Company in respect of any such Debt, Claim, or Demand before the Commissioners under any such Fiat or Commission of Bankruptcy, or before the Court of Insolvent Debtors or any Commissioners thereof, either personally or by his Affidavit, to be sworn and exhibited in the usual Manner, in order to prove and establish any such Debt, Claim, or Demand under such Fiat, Commission, or Insolvency, and such Secretary or any such Director shall in all such Cases be admitted and allowed to make Proof or tender a Claim under any such Fiat, Commission, or Insolvency on behalf of the said Company in respect of any such Debt, Claim, or Demand, and shall have such and the same Powers and Privileges as to voting in the Choice of Assignees, (and as to signing Certificate in case of Bankruptcy,) and otherwise in respect of any Debt admitted to be proved on behalf of the said Company, as any other Person, being a Creditor of such Bankrupt or Insolvent in his own Right, would have in respect of the Debt proved by him under such Fiat, Commission, or Insolvency.

Directors  
may sign  
Releases.

LXXIII. And be it further enacted, That it shall be lawful for any Director of the said Company, or the Attorney or Solicitor of the said Company, to execute any Creditor Deed, Letter of Licence, Composition, or Release in his own Name on behalf of the said Company.

Directors  
may execute  
Powers of  
Attorney.

LXXIV. And be it further enacted, That it shall be lawful for any Three of the Directors for the Time being of the said Company from Time to Time, by any Deed or Deeds under their Hands and Seals, to nominate or appoint any Attorney or Attornies, and with or without any Power of Substitution, for the Purpose of making, doing, executing, or performing any Act, Deed, Matter, or Thing which may be necessary or expedient to be made, done, executed, or performed under or by virtue or in pursuance of this Act, or any Order or Resolution of any General Meeting of the Proprietors of the said Company.

LXXV. And be it further enacted, That every Letter or Notice in Writing relating to any Matter concerning the Company which shall be sent to any Proprietor by the Post from the Office of the Company, or from the Attorney or Solicitor, Secretary, or Board of Directors of the Company, shall be addressed to such Proprietor at the Place of his or her Residence, and by his or her Name, as such Name and Address shall or may be entered respectively in the Books of the Company, shall be deemed and considered a good and sufficient Notice of the Contents of such Letter or Notice in Writing, and the Proprietor shall be bound and concluded by such Notice; and the Husband of every Female Proprietor who may have married, and the Executors or Administrators of every deceased Proprietor, and the Assignees of every bankrupt or insolvent Proprietor, and the Committees of every lunatic Proprietor, shall also be bound and concluded by such Notice, until Information of the Marriage, Death, Bankruptcy, Insolvency, or Lunacy of every Proprietor shall have been given at the Office of the Company, and the Name or Names, Residence or Residences of the Person or Persons becoming the Holder or Holders of the Share or Shares of such married, deceased, bankrupt, insolvent, or lunatic Proprietor shall have been left at the Office of the Company; and further, that any such Letter or Notice in Writing relating to any Matter concerning the Company which shall be sent by Post as aforesaid to any Husband, Executor, Administrator, Assignee, or Committee of any Person who at the Time of his or her Marriage, Death, Bankruptcy, or Lunacy (as the Case may be) shall have been entitled to any Share or Shares in the Capital of the Company shall be addressed to such Husband, Executor, Administrator, Assignee, or Committee at the Place of his or her Residence, and by his or her Name as such Name and Address shall or may be entered respectively in the Books of the Company, and shall be deemed and considered good and sufficient Notice of the Contents of such Letter or Notice in Writing, and such Husband, Executor, Administrator, Assignee, or Committee shall be bound and concluded by such Notice.

As to Notices to Proprietors.

LXXVI. And be it further enacted, That it shall be lawful for the Board of Directors to cause any Deed or Deeds to be prepared and executed by the Proprietors for the further or better regulating the said Company; and every such Deed, when so prepared and executed, shall, whether the same Deed shall or shall not have been executed by all the Persons who on the Day of the Date or at the Time of the Execution of such Deed were Proprietors of the Company, be binding and conclusive upon all and every of the Persons who were the Proprietors of the said Company, and their and every of their Executors, Administrators, Successors, and Assigns, and all and every of the Proprietors for the Time being of the same Company, so long as the same Company shall continue; provided such Deed or Deeds shall have been executed by Proprietors of the said Company possessed of the major Part of the Shares for the Time being in the Capital of the said Company.

Deeds may be executed for the Regulation of the Company.

LXXVII. And be it further enacted, That all the Costs, Charges, and Expences attending the applying for, obtaining, and passing this Act, and preparatory or relating to the same, or to the Formation of the

Costs of Act to be paid out of first Monies.

the said Company, shall be paid and discharged out of the first Monies subscribed or to be subscribed for the Purposes of this Act.

Construction  
of Expres-  
sions in this  
Act.

LXXVIII. And be it further enacted, That in the Construction of this Act the Expression "Board," and also the Expression "Board of Directors," shall mean the Board of Directors for the Time being of the Company hereby constituted; and also that the Expressions "Proprietor" and "Number," and also the Expressions "Proprietors" and "Numbers," when used generally and without Qualification, shall respectively mean a Proprietor or Proprietors for the Time being of any Share or Shares in the Capital or Joint Stock for the Time being of the said Company; and also that the Expressions "Share" and "Shares," when used generally and without Qualification, shall respectively mean a Share or Shares for the Time being in the Capital or Joint Stock for the Time being of the said Company; and also that the Expressions "General Meeting" and "Meeting" shall mean a General Meeting, whether ordinary, special, or adjourned; and also that Words or Names in the Singular Number shall be held and considered to mean and include several Persons as well as one Person; and also that Words or Names in the Plural Number shall be held and considered to mean and include one Person as well as several Persons or any Number or Numbers of Persons; and also that Words or Names importing Males only shall be held and considered to include and mean Females as well as Males; and also that Words or Names importing Females only shall be held and considered to mean and include Males as well as Females; and also that Words or Names importing or meaning a Person or Persons or an Individual or Individuals only shall be held and considered to include and mean a Body or Bodies Politic, Corporate, or Collegiate, as well as a Person or Persons or an Individual or Individuals: Provided always, that no such Expressions, Names, or Words shall have or bear such Meaning or Construction when it is otherwise provided by this Act, or in any Case in which there shall be any thing, whether in the Subject Matter or Context or otherwise, inconsistent with or repugnant to such Meaning or Construction as aforesaid.

Public Act.

LXXIX. And be it further enacted, That this Act shall be deemed and taken to be a Public Act, and shall be judicially taken notice of as such by all Judges, Justices, and others.

SCHEDULE referred to by this Act.

MEMORIAL made the \_\_\_\_\_ Day of \_\_\_\_\_ One thousand eight hundred and \_\_\_\_\_ of the Names and Descriptions of the present Directors, Secretary, and Proprietors of "The Patent Dry Gas Meter Company," to be enrolled pursuant to an Act of Parliament passed in the \_\_\_\_\_ Year of the Reign of His Majesty King William the Fourth, intituled [*here set forth the Title of this Act*].

A. B. of	}	Directors.
C. D. of		
&c.		
E. F. of		Secretary.
G. H.	}	Proprietors.
I. K.		
&c.		

I \_\_\_\_\_ of \_\_\_\_\_ one of the Directors [*or Secretary or Officer*] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names and Descriptions of the present Directors, Secretary, and all the present Proprietors of the said Company, as the same appear in the Books of the said Company; and I make this solemn Declaration conscientiously believing the same to be true.

*In case of Appointment of new Directors or Secretary.*

MEMORIAL made the \_\_\_\_\_ Day of \_\_\_\_\_ One thousand eight hundred and \_\_\_\_\_ of the Names and Descriptions [*or the Name and Description*] of Persons [*or a Person*] who have [*or hath*] become Directors [*or Director or Secretary*] of "The Patent Dry Gas Meter Company," to be enrolled pursuant to an Act of Parliament passed in the \_\_\_\_\_ Year of the Reign of King William the Fourth, intituled [*here set forth the Title of this Act*].

L. M. of	}	Directors.
N. O. of		
&c.		
L. M. of	<i>or</i>	Director.
P. Q. of	<i>or</i>	Secretary.

I \_\_\_\_\_ of \_\_\_\_\_ one of the Directors [*or Secretary or Officer*] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Names and Descriptions [*or Name and Description*] of Persons [*or a Person*] who have [*or hath*] become Directors [*or a Director or Secretary*] of the said Company  
 [*Local.*] 4 R pany

7<sup>o</sup> GULIELMI IV. Cap. xiii.

pany in the Place of [*here state the Names or Name of the Persons or Person in the Place of whom the new Directors or Director or Secretary shall have succeeded to Office*]; and I make this solemn Declaration conscientiously believing the same to be true.

*In case of Persons or Corporations ceasing to be Proprietors.*

MEMORIAL made the \_\_\_\_\_ Day of \_\_\_\_\_ of the Name and Description [*or Names and Descriptions*] of the Person [*or Persons, or Body or Bodies Politic, Corporate, or Collegiate, as the Case may be,*] who hath [*or have*] ceased to be a Proprietor [*or Proprietors*] in "The Patent Dry Gas Meter Company" since the \_\_\_\_\_ Day of \_\_\_\_\_ One thousand eight hundred and \_\_\_\_\_ (being the Date of the Memorial last enrolled of the Names of Parties ceasing to be Proprietors of the said Company). Enrolled pursuant to an Act of Parliament passed in the \_\_\_\_\_ Year of the Reign of His Majesty King William the Fourth, intituled [*here set forth the Title of this Act*].

R. S. of  
T. U. of  
&c.

I \_\_\_\_\_ of \_\_\_\_\_ one of the Directors [*or Secretary or Officer*] of the said Company, do solemnly and sincerely declare, That the above-written Memorial contains the Name and Description [*or Names and Descriptions*] of the Person [*or Persons, or Body or Bodies Politic, Corporate, or Collegiate, as the Case may be,*] as the same appear in the Books of the said Company, who hath [*or have*] ceased to be a Proprietor [*or Proprietors*] of the said Company since the \_\_\_\_\_ Day of \_\_\_\_\_ One thousand eight hundred and \_\_\_\_\_ ; and I make this solemn Declaration conscientiously believing the same to be true.

*In case of Persons or Corporations becoming Proprietors.*

MEMORIAL made the \_\_\_\_\_ Day of \_\_\_\_\_ One thousand eight hundred and \_\_\_\_\_ of the Name and Description [*or Names and Descriptions*] of the Person [*or Persons, Body or Bodies Politic, Corporate, or Collegiate, as the Case may be,*] who hath [*or have*] become a Proprietor [*or Proprietors*] of "The Patent Dry Gas Meter Company" since the \_\_\_\_\_ Day of \_\_\_\_\_ One thousand eight hundred and \_\_\_\_\_ (being the Date of the Memorial last enrolled of the Names of Parties becoming Proprietors of the said Company). Enrolled pursuant to an Act of Parliament passed in the \_\_\_\_\_ Year of the Reign of His Majesty King William the Fourth, intituled [*here set forth the Title of this Act*].

V. W. of  
X. Y. of  
&c.

I \_\_\_\_\_ of \_\_\_\_\_ one of the Directors [*or Secretary or Officer*] of the said Company, do solemnly and sincerely declare,

declare, That the above-written Memorial contains the Name and Description [*or Names and Descriptions*] of the Person [*or Persons*], as the same appear in the Books of the said Company, who hath [*or have*] become Proprietor [*or Proprietors*] of the said Company since the                      Day of                      One thousand eight hundred and                      ; and I make this solemn Declaration conscientiously believing the same to be true.

*In case of memorializing several Changes at the same Time.*

MEMORIAL made the                      Day of                      One thousand eight hundred and                      of the Name and Description of the Persons [*or Person*] who have [*or hath*] become Directors [*or a Director*] of "The Patent Dry Gas Meter Company," and the Name and Description of the Person who hath become Secretary of the said Company, and of the Name and Description [*or Names and Descriptions*] of the Person [*or Persons, or Body or Bodies Politic, Corporate, or Collegiate, as the Case may be,*] who hath [*or have*] ceased to be a Proprietor [*or Proprietors*] of the said Company, and of the Name and Description [*or Names and Descriptions*] of the Person [*or Persons, Body or Bodies Politic, Corporate, or Collegiate, as the Case may be,*] who hath [*or have*] become a Proprietor [*or Proprietors*] of the said Company. Enrolled pursuant to an Act passed in the                      Year of the Reign of His Majesty King William the Fourth, intituled [*here set forth the Title of this Act*].

Names and Descriptions [*or Name and Description*] of the new Directors [*or Director*]:

A. A. of  
B. B. of  
&c.

Name and Description of the new Secretary:

C. C. of

Name and Description [*or Names and Descriptions*] of the Person [*or Persons, Body or Bodies Politic, Corporate, or Collegiate, as the Case may be,*] who hath [*or have*] ceased to be a Proprietor [*or Proprietors*] since the                      Day of                      One thousand eight hundred and                      being the Date of the Memorial last enrolled of the Names of Parties ceasing to be Proprietors of the said Company:

D. D. of  
E. E. of  
F. F. of  
&c.

Name and Description [*or Names and Descriptions*] of the Person [*or Persons, Body or Bodies Politic, Corporate, or Collegiate, as the Case may be,*] who hath [*or have*] become a Proprietor [*or Proprietors*] since

## 7° GULIELMI IV. Cap. xiii.

since the \_\_\_\_\_ Day of \_\_\_\_\_ One thousand eight  
 hundred and \_\_\_\_\_ being the Date of the Memorial last enrolled  
 of the Names of Parties becoming Proprietors of the said Company :

G. G. of  
 H. H. of  
 I. I. of  
 &c.

I \_\_\_\_\_ of \_\_\_\_\_ one of the Directors [*or* Secretary  
*or* Officer of the said Company] do solemnly and sincerely declare,  
 That the above-written Memorial contains the Names and Descriptions  
 of the Persons [*or* Person] who have [*or* hath] become Directors  
 [*or* a Director] in the Place of [*here state the Names or Name of the*  
*Persons or Person in the Place of whom the new Directors or Director*  
*shall have succeeded to Office*], and of the Person who hath become  
 Secretary in the Place of [*here state the Name of the Person in the*  
*Place of whom the new Secretary shall have succeeded to Office*], and  
 of the Person [*or* Persons, Body *or* Bodies Politic, Corporate, *or*  
 Collegiate, *as the Case may be,*] who hath [*or* have] ceased to be a  
 Proprietor [*or* Proprietors] of the said Company, and of the Person  
 [*or* Persons, Body *or* Bodies Politic, Corporate, *or* Collegiate, *as the*  
*Case may be,*] who hath [*or* have] become a Proprietor [*or* Pro-  
 prietors] of the said Company, as the same respectively appear in the  
 Books of the said Company; and I make this solemn Declaration  
 conscientiously believing the same to be true.

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