



CHAPTER xc.

An Act to confer further powers on the Cardiff Gas Light and Coke Company. A.D. 1906.
[20th July 1906.]

WHEREAS by an Act (in this Act called "the Act of 1837") passed in the seventh year of the reign of His late Majesty King William the Fourth intituled "An Act for better lighting with gas the town of Cardiff in the county of Glamorgan" the Cardiff Gas Light and Coke Company (in this Act called "the Company") were incorporated with a share capital of twenty thousand pounds and authorised to light the town of Cardiff with gas and to acquire lands and construct works for the purposes of their undertaking: 7 Will. 4.
c. xix.

And whereas by the Cardiff Gas Light Act 1854 (in this Act called "the Act of 1854") the Act of 1837 was repealed but it was provided that notwithstanding such repeal the Company should for the purposes of the Act of 1854 remain and continue incorporated as from the passing of the Act of 1837 and the then existing share capital of the Company should continue to be the share capital of the Company and the undertaking of the Company immediately before such repeal should remain vested in the Company as if the Act of 1837 had not been repealed: 17 Vict.
c. xxxiii.

And whereas further powers were conferred upon the Company by the Cardiff Gas Light and Coke Company's Act 1870 and the Cardiff Gas Act 1887 (which are in this Act called respectively "the Act of 1870" and "the Act of 1887" and which together with the Act of 1837 and the Act of 1854 are in this Act called "the recited Acts"):

[Price 1s. 9d.]

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And whereas the capital of the Company authorised by and raised under the recited Acts is as follows:—

Description of Capital.	Maximum Dividend authorised.	Act of Parliament authorising Capital.	Amount.
Ordinary stock known as A stock.	10 per centum per annum.	1837	£ 20,000
Ordinary stock known as B stock.	8 per centum per annum.	1854	40,000
Ordinary stock known as C stock.	7 per centum per annum.	1854 (Borrowed money converted into capital.)	£ 20,000
		1870	100,000
Ordinary stock known as D stock.	5 per centum per annum.	1870 (Borrowed money converted into capital.)	25,000
		1887	131,620
Preference stock known as four and a half per cent. preference stock.	4½ per centum per annum.	1887	96,410
			Total <u>£ 433,030</u>

And whereas the whole of such capital has been created and issued and is fully paid up and premiums were paid upon the capital created under the Act of 1887 to the amount of twenty-one thousand nine hundred and seventy pounds making together with the ordinary and preference capital created under that Act the sum of two hundred and fifty thousand pounds by that Act authorised to be raised:

And whereas in pursuance of the powers conferred upon them by the Act of 1887 the Company have raised fifty-one thousand pounds by the issue of debenture stock:

And whereas it is expedient that the ordinary capital of the Company should be converted into one class of stock with a maximum dividend of five per centum per annum as in this Act provided:

And whereas the demand for gas within the Company's limits of supply has increased and is increasing and it is expedient that the Company should be authorised to raise additional capital:

And whereas it is expedient to extend the limits of the Company for the supply of gas and to confer further powers upon them:

And whereas the Taffs Well Gas and Water Company Limited (in this Act called "the limited company") are supplying gas within part of the area included by this Act within the Company's limits for the supply of gas and it is expedient to empower the Company to acquire by agreement the undertaking of the limited company and to acquire the freehold interests of the lands upon which that company's gasworks are constructed:

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

And whereas a plan of the lands required or which may be taken for the purposes or under the powers of this Act and a book of reference containing the names of the owners and lessees or reputed owners and lessees and of the occupiers of such lands were duly deposited with the clerk of the peace for the county of Glamorgan and are in this Act respectively referred to as the deposited plan and book of reference:

May it therefore please Your Majesty that it may be enacted and be it enacted by the 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 as follows (that is to say):—

PRELIMINARY.

1. This Act may be cited as the Cardiff Gas Act 1906 and the Cardiff Gas Light Act 1854 the Cardiff Gas Light and Coke Company's Act 1870 the Cardiff Gas Act 1887 and this Act may be jointly cited as the Cardiff Gas Acts 1854 to 1906.

Short and collective titles.

2.—(1) The following Acts and parts of Acts so far as the same are applicable for the purposes and are not inconsistent with the provisions of this Act are hereby incorporated with this Act (namely):—

Incorporation of Acts.

The Lands Clauses Acts:

The Gasworks Clauses Act 1847:

The Gasworks Clauses Act 1871:

The provisions of the Companies Clauses Consolidation Act 1845 with respect to the following matters (that is to say):—

The distribution of the capital of the Company into shares;

The transfer or transmission of shares;

The payment of subscriptions and the means of enforcing the payment of calls;

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The forfeiture of shares for non-payment of calls ;

The remedies of creditors of the Company against the shareholders ;

The borrowing of money by the Company on mortgage or bond ;

The consolidation of the shares into stock ;

The making of dividends ;

The giving of notices ; and

The provision to be made for affording access to the special Act by all parties interested :

And Part I. (relating to cancellation and surrender of shares)

Part II. (relating to additional capital) except sections 17 to 20 and Part III. (relating to debenture stock) of the Companies Clauses Act 1863 as amended by subsequent Acts.

(2) Section 13 (Power of the Company to contract for lighting streets &c.) of the Gasworks Clauses Act 1847 as incorporated with the recited Acts and with this Act shall be read as if the words "or any premises" were inserted after the words "private building."

Interpretation.

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

EXTENSION OF LIMITS AND PURCHASE OF TAFFS WELL COMPANY'S UNDERTAKING.

Extension of limits of supply.

4.—(1) From and after the passing of this Act the limits of supply of the Company shall include in addition to their existing limits the following parishes and part of a parish (that is to say):—

(A) In the county of Glamorgan—

(i) The parishes of Lavernock Lisvane Llanedarne Llanishen and Pentyrch all in the rural district of Llandaff and Dinas Powis ;

(ii) So much of the parish of Eglwysilan in the urban district of Caerphilly as is comprised within an imaginary line commencing in the centre of the River Taff at Willow Ford where the boundary of the said parish leaves the

river following such boundary in a north-easterly direction to the point where it meets the line dividing the watersheds of the Rivers Taff and Runney respectively thence following such last-mentioned line in a south-easterly direction to the boundary of the said parish and thence along that boundary first in a south-westerly and then in a northerly direction to the point of commencement hereinbefore referred to: A.D. 1906.

(B) In the county of Monmouth—

The parishes of Runney and Saint Mellons in the rural district of Saint Mellons.

(2)—(A) So much of the said parish of Eglwysilan as is referred to in subsection (1) of this section is comprised within a purple line delineated on an Ordnance map signed in triplicate by Alfred Emmott Esquire the Chairman of the Committee of the House of Commons to whom the Bill for this Act was referred one of which maps has been deposited in the Parliament Office of the House of Lords one in the Private Bill Office of the House of Commons and one in the principal office of the Company in Cardiff:

(B) Copies of the said map deposited in the principal office of the Company at Cardiff certified by the secretary to the Company to be true copies shall be received in all courts of justice and proceedings as *primâ facie* evidence of the contents of such map.

(3) The Company shall have and may exercise within the limits of supply as extended by this Act all and the like powers privileges and authorities for and in relation to the supply of gas and shall be subject to all and the like duties liabilities and obligations in respect thereof as they now have may exercise and are subject to within the limits of supply of the Company as defined by section 28 of the Act of 1854 and section 4 of the Act of 1870.

5.—(1) The agreement dated the sixth day of November nineteen hundred and five and made between the limited company of the one part and the Company of the other part and set forth in the First Schedule to this Act is hereby confirmed and made binding upon the parties thereto. Purchase of Taff's Well Gas and Water Company's undertaking.

(2) Upon the acquisition of the limited company's undertaking the provisions of the recited Acts and of this Act and of the Acts incorporated therewith respectively shall extend and apply to the

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(3) Nothing in this Act shall confer upon the Company any powers whatsoever for the supply of water.

Purchase of lands.

6. The Company may enter upon take and use the lands delineated on the deposited plan and described in the deposited book of reference.

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

7. If there be any omission misstatement or wrong description of any lands or of the owners lessees or occupiers of any lands shown on the deposited plan or specified in the deposited book of reference the Company after giving ten days' notice to the owners lessees and occupiers of the lands in question may apply to two justices acting for the county of Glamorgan for the correction thereof and if it appear to the justices that the omission misstatement or wrong description arose from mistake they shall certify the same accordingly and they shall in their certificate state the particulars of the omission and in what respect any such matter is misstated or wrongly described and such certificate shall be deposited with the clerk of the peace for the county of Glamorgan and a duplicate thereof shall also be deposited with the clerk to the Caerphilly Urban District Council and such certificate and duplicate respectively shall be kept by such clerk of the peace and clerk to the urban district council respectively with the other documents to which the same relate and thereupon the deposited plan and book of reference shall be deemed to be corrected according to such certificate and it shall be lawful for the Company to take the lands in accordance with such certificate.

Period for compulsory purchase of lands.

8. The powers of the Company for the compulsory purchase of lands for the purposes of this Act shall cease after the expiration of three years from the passing of this Act.

For protection of Great Western Railway Company.

9. For the protection of the Great Western Railway Company (hereinafter referred to as "the Great Western Company") the following provisions shall apply with regard to the works of the Company within the extended limits of supply by this Act prescribed:—

- (1) In laying down altering improving enlarging extending maintaining or renewing or in executing or effecting the repairs or renewals of any mains pipes or other works in the exercise of the powers contained in this Act upon across under or adjoining or in any way affecting the railways lands and property now or hereafter belonging to or used or occupied by the Great Western Company or the bridges approaches viaducts stations or other works or any level crossings over the railways of the Great Western Company the same shall be done under the superintendence and to the reasonable satisfaction of the principal engineer of the Great Western Company and only according to such plans and in such manner as shall be submitted to and as shall be previously reasonably approved by him in writing :
- (2) All such work shall be done by and at the expense of the Company except as in this section otherwise provided who shall also restore and make good to the reasonable satisfaction of the said engineer the roads over or under any bridge or over any level crossing of the railway of the Great Western Company or over the approaches to any such bridge or level crossing so far as the same may be disturbed or interfered with by or owing to any operations of the Company Provided always that should the Great Western Company elect so to do where any mains or pipes require to be laid under or across any level crossing of their railway they may themselves lay the same at the costs charges and expenses of the Company :
- (3) All such works and operations and all matters incidental thereto shall be constructed executed and done so as to cause as little injury as may be to such railways bridges level crossings approaches viaducts stations works lands or property and so as to cause no interruption to the passage or conduct of traffic over such railways or at to or from any station thereon :
- (4) If any injury or interruption as aforesaid shall arise from or in any way be owing to any of the acts works operations and matters aforesaid or the leakage or failure of any such mains pipes or works in under or near to any railway bridge level crossing embankment cutting approach viaduct station land works or

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property of the Great Western Company the Company shall make compensation to the Great Western Company in respect thereof the amount of such compensation unless agreed upon to be determined by arbitration in the manner hereinafter provided :

- (5) If the Great Western Company at any time or times hereafter require of which they shall be the sole judges to construct any additional or other works upon their lands or railways or to alter or repair their railways bridges viaducts or works upon across over or under which any of the works of the Company may have been constructed or laid the Great Western Company may on giving to the Company fourteen days' notice in writing under the hand of their secretary or general manager and in case of emergency of which their engineer shall be the sole judge without notice divert support or carry the said works of the Company across over or under their lands railways bridges or works at any other point or otherwise deal with the same in as convenient a manner as circumstances will admit and doing as little damage as may be without being liable to pay compensation in respect of such diversion supporting carrying or dealing with such works :
- (6) Except as in this section otherwise provided any dispute or difference which may arise between the Great Western Company and the Company with reference to the provisions of this section or in any way arising thereout or as to any works to be carried out in pursuance thereof shall be settled by arbitration by an engineer or other fit person to be appointed by the Board of Trade on the application of the Great Western Company and the Company or either of them.

CONSOLIDATION OF CAPITAL.

Consolidation of stock. **10.**—(1) On the first day of January nineteen hundred and seven all the stock in the existing ordinary capital of the Company shall be consolidated and converted into an equivalent amount of ordinary stock to be called consolidated ordinary stock and to bear a uniform maximum dividend of five per centum per annum and such consolidated ordinary stock shall

be divided amongst the holders of the stock in the existing ordinary capital of the Company according to the following scale (that is to say):—

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For every one hundred pounds of existing ordinary stock entitled to a maximum dividend of ten per centum per annum two hundred pounds of consolidated ordinary stock ;

For every one hundred pounds of existing ordinary stock entitled to a maximum dividend of eight per centum per annum one hundred and sixty pounds of consolidated ordinary stock ;

For every one hundred pounds of existing ordinary stock entitled to a maximum dividend of seven per centum per annum one hundred and forty pounds of consolidated ordinary stock ; and

For every one hundred pounds of existing ordinary stock entitled to a maximum dividend of five per centum per annum one hundred pounds of consolidated ordinary stock ;

and so in proportion for any less quantity than one hundred pounds of the existing ordinary capital of the Company.

(2) On the said first day of January there shall be by virtue of this Act created such a nominal amount of consolidated ordinary stock as shall be necessary to give effect to the provisions of this section and the amounts of stock to which the holders of existing stock become by virtue of this Act respectively entitled in substitution for such stock shall be vested in such holders on the said first day of January and shall be forthwith registered in their respective names in the books of the Company.

(3) Consolidated ordinary stock shall be held in the same rights upon the same trusts and subject to the same powers provisions charges and liabilities as those in upon or to which the existing stock for which the same is substituted was held immediately before the first day of January nineteen hundred and seven and shall be dealt with applied and disposed of accordingly and so as to give effect to and not to revoke any deed will or other instrument disposing of or affecting any such existing stock and trustees executors or administrators or incapacitated parties may accept consolidated ordinary stock in substitution for the existing stock held by them in the capital of the Company and may subject to the provisions of this Act retain dispose of or otherwise deal with the same as fully and freely in

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(4) In every case where under the provisions of this section a holder of existing stock would be entitled to any fractional part of a pound of consolidated ordinary stock the Company shall not be bound to register such fractional part of a pound of stock but may at the option of the Company pay to such holder such a sum in cash as shall be equal to the market value of such fractional part or receive from such holder such a sum in cash as will make up the amount of stock to be vested in him to an integral number of pounds and the amount of consolidated ordinary stock vesting in such holder shall thereupon be reduced or increased accordingly and the directors may raise the money necessary to enable the Company to make such cash payment as aforesaid by the issue and sale from time to time of such an amount of consolidated ordinary stock as may be requisite in that behalf.

Rights of holders of stock.

11. Holders of consolidated ordinary stock shall be entitled to participate in the dividends and profits of the Company according to the amount of their interests in that stock and subject to the provisions of this Act such interests shall in proportion to the amount thereof confer on the respective holders of such stock the same privileges and advantages as would have been conferred by the existing stock for which such stock is substituted.

Certificates of stock to be called in and others issued.

12. The Company shall call in the certificates of stock for which consolidated ordinary stock is substituted by this Act and shall issue in exchange for those certificates to the respective proprietors thereof free of charge certificates of consolidated ordinary stock of the respective amounts to which those proprietors are by this Act respectively entitled but no shareholder shall be entitled to a new certificate until he shall have delivered up to the Company to be cancelled the existing certificate for which such certificate is to be substituted or shall have proved to the reasonable satisfaction of the directors of the Company the loss or destruction thereof. Provided that until the issue of such new certificates the holders of the existing certificates shall (according to the amounts of consolidated ordinary stock to be substituted by virtue of this Act for the existing stock which they respectively represent) have and possess the same rights and advantages as if such existing certificates were certificates for those respective amounts of consolidated ordinary stock but if any such holder neglect or omit to send or deliver to the Company his existing certificate or certificates for the period of one year after

notice in writing sent by post to the address of such holder appearing in the books of the Company the Company may suspend the payment of any dividend declared or made payable upon or in respect of the stock so held by him until such existing certificate or certificates is or are sent or delivered to the Company or is or are proved to the reasonable satisfaction of the directors of the Company to have been lost or destroyed.

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13. All transfers or other dispositions of any stock or shares in the capital of the Company as existing up to the conversion thereof into consolidated ordinary stock by this Act shall after such conversion and notwithstanding this Act be valid and have due effect given to them respectively as transfers or dispositions of the respective amounts of consolidated ordinary stock which represent the stock thereby expressed to be transferred or disposed of and which are substituted for the same by this Act although the instrument transferring or disposing of the same shall describe the same by the name or denomination which the stock transferred or disposed of had before such conversion and the bequest of or any covenant or provision of any deed or agreement relating to any specific nominal amount of any such existing stock converted by this Act into stock of larger nominal amount shall be held to apply to a nominal amount of consolidated ordinary stock equal to that into which such existing stock shall have been converted by this Act.

Transfers of stock although by present name to be valid.

14.—(1) Any transfer of consolidated ordinary stock may be made in amounts of one pound or in multiples of one pound so long as thereby no holding of any stockholder of the Company is less than ten pounds of stock.

Multiples of stock.

(2) Notice of the effect of this enactment shall be stated in all stock certificates.

15. Subject to the provisions of this Act the provisions of the Companies Clauses Acts 1845 to 1889 shall extend and apply to the consolidated ordinary stock as if the same had been consolidated under the provisions of the Companies Clauses Consolidation Act 1845 with respect to the consolidation of shares into stock.

Application of Companies Clauses Acts to consolidated ordinary stock.

ADDITIONAL CAPITAL.

16. The Company may from time to time raise additional capital not exceeding in the whole three hundred thousand pounds by the creation and issue of consolidated ordinary stock or of new preference shares or stock or wholly or partially by one or

Power to raise additional capital.

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- (1) The Company shall not create and issue under the powers of this Act any greater nominal amount of additional capital than shall be sufficient to produce including any premium which may be obtained on the sale thereof the sum of three hundred thousand pounds:
- (2) The Company shall not raise by the issue of preference shares or stock a greater amount of such additional capital than two hundred thousand pounds:
- (3) All sums of money which shall be received by the Company by way of premium upon the issue of stock or shares under the powers of this Act shall be deemed to be part of the additional capital by this Act authorised to be raised and actually raised by the issue of such stock or shares for the purpose of determining the amount which the Company may borrow under this Act and to be part of the paid-up capital of the Company for the purpose of determining the amount which they may appropriate for the purposes of a renewal fund.

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

17.—(1) (A) Notwithstanding anything contained in this Act when any stock or shares created under the powers of this Act and forming part of the additional capital is or are to be issued the Company before offering the same to the holder of any other stock or shares in the Company and whether the consolidated ordinary stock of the Company is at a premium or not and before offering the same for sale by public auction or tender as hereinafter provided may (with the approval of the Board of Trade to be signified in writing under the hand of an assistant secretary of that Board) offer the same to consumers of gas supplied by and to persons in the employment of the Company at as near as may be the average market price of similar stock or shares in the capital of the Company in the six months immediately preceding such offer Provided that in no case shall the price at which such stock or shares shall be so offered be lower than five per centum below such market price:

(B) To ascertain the average market price of the stock or shares in the six months immediately preceding an offer to consumers or persons in the employment of the Company for the purpose of this subsection the mean price recorded in the Company's books shall be taken for the last six completed months and if no sales shall have taken place in such time then the period of two years shall be taken in lieu thereof. A.D. 1906.

(2) If and so far as the stock or shares so issued is or are not offered to consumers of gas or persons in the employment of the Company in pursuance of subsection (1) of this section or is or are not accepted by such consumers or persons the Company before offering the same to the holders of any stock or shares in the Company shall offer the same for sale by public auction or by tender in such manner at such times and subject to such conditions of sale as the Company shall from time to time determine Provided that at any such sale—

(A) No single lot shall comprise more than one hundred pounds nominal value of stock or shares :

(B) The reserve price put upon such stock or shares shall not be less than the nominal amount of such stock or shares :

(C) Notice of the amount of such reserve price shall be sent by the Company in a sealed letter to the Board of Trade not less than twenty-four hours before the day of auction or the last day for the reception of tenders as the case may be and such letter may be opened after such day of auction or last day for the reception of tenders and not sooner :

(D) No priority of tender shall be allowed to any holder of stock or shares in the capital of the Company except that if any bid or offer by tender of any such holder be the same in amount as any bid or offer made by any other person the bid or offer of such holder may be accepted in preference and preference may in like manner be given to any consumer of gas supplied by the Company or to any person in the employment of the Company whose bid or offer is the same in amount as any bid or offer made by any other person not being a holder of stock or shares in the Company.

18. It shall be one of the conditions of any sale of stock or shares under this Act that the full price thereof including any premium given by any purchaser at such sale shall be paid to the Company within three months after such sale. Purchase money of capital sold to be paid within three months.

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Notice to be given as to sale of stock or shares.

19. The intention to sell any such stock or shares to consumers of gas or to employees of the Company or by auction or tender shall be communicated in writing to the town clerk of the city of Cardiff and to the clerk to the council of every district wholly or partly included within the Company's limits for the supply of gas and to the secretary of the committee of the London Stock Exchange at least twenty-eight days before the day of sale or the last day for the reception of tenders (as the case may be) and notice of such intention shall be duly advertised once in each of two consecutive weeks in one or more local newspapers circulating within the said limits.

Disposal of stock or shares not sold by auction or by tender.

20.—(1) When any stock or shares created under the powers of this Act shall have been offered for sale by auction or tender and not sold the same may be disposed of by the directors at a price not less than the reserve price put upon the same for the purpose of sale by auction or tender.

(2) Any stock or shares not so disposed of may again at such time as the directors of the Company shall determine be offered for sale by public auction or by tender in the manner provided by and subject to the provisions of this Act with respect to the sale of stock or shares created under the powers of this Act except that the reserve price put upon such stock or shares may upon such second sale if the directors of the Company think fit be less than the nominal amount thereof and any stock or shares not then sold may be disposed of by the directors at not less than the last-mentioned reserve price and so from time to time until the whole of such stock or shares is or are sold.

Power to borrow in respect of additional capital.

21.—(1) The Company may subject to the provisions of this Act borrow in respect of the additional capital any sum or sums not exceeding in the whole one-third part of the amount of the additional capital by this Act authorised to be raised and at the time actually raised by the issue of stock or shares but no part thereof shall be borrowed until the whole of the stock or shares at the time issued together with the premium (if any) realised on the sale thereof shall have been fully paid up and the Company have proved to the justice who is to certify under section 40 of the Companies Clauses Consolidation Act 1845 before he so certifies that such stock or shares and premium (if any) have been issued and fully paid up and upon production to such justice of the books of the Company and of such other evidence as he shall think sufficient he shall grant a certificate that the proof

aforesaid has been given which certificate shall be sufficient evidence thereof. A.D. 1906.

(2) The sums to be borrowed under the powers conferred by this section shall be raised by debenture stock and the Company may accordingly create and issue debenture stock subject to the provisions of section 18 (Debenture stock) of the Act of 1887 and the provisions of Part III. (Debenture stock) of the Companies Clauses Act 1863 as amended by subsequent Acts shall apply as if the Company had been authorised to raise the said sums on mortgage or bond.

(3) Provided that the debenture stock to be created and issued under this Act shall carry interest at a rate not exceeding four per centum per annum and that such debenture stock shall be offered for sale by auction or tender in the manner and subject to the regulations prescribed by this Act with respect to the sale of stock or shares created and issued under the powers of this Act and the foregoing provisions of this Act with respect to such sale shall mutatis mutandis apply to the sale of any such debenture stock.

22. The provisions of section 19 (Priority of mortgages and debenture stock over other debts) of the Act of 1887 shall apply to all money to be raised by the Company under the provisions of this Act by the issue of debenture stock. Priority of debenture stock over other debts.

23. All money raised under this Act by the Company whether by stock shares or debenture stock shall be applied only to the general purposes of the Company being in all cases purposes to which capital is properly applicable. Application of money.

APPLICATION OF PROFITS.

24.—(1) The profits of the Company to be divided among the holders of such of the additional capital to be raised under the powers of this Act as shall be issued as preference capital shall not in any year exceed the rate of five pounds in respect of every one hundred pounds actually paid up of such capital. Profits of Company limited.

(2) The profits of the Company to be divided among the holders of consolidated ordinary stock in any year shall not exceed the rate of five pounds per annum in respect of every one hundred pounds of such stock unless a larger dividend be at any time necessary to make up the deficiency of any dividend which shall have fallen short of the said yearly rate:

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Provided that nothing in this subsection shall affect the deficiency of any dividend paid before the passing of this Act and that in the case of the deficiency of any dividend paid after the passing of this Act the amount of such deficiency shall only be made up within a period of six years from the actual payment of such dividend.

Amount of reserved fund.

25.—(1) Section 21 (Reserve fund) of the Act of 1887 is hereby repealed.

(2) The prescribed sum for the purposes of section 31 of the Gasworks Clauses Act 1847 shall be sixty-five thousand pounds.

Renewal fund.

26.—(1) The directors of the Company may if they think fit at any time after the expiration of a period of five years from the passing of this Act annually appropriate out of the revenue of the Company and as part of the expenditure on revenue account any sum not exceeding an amount equal to one per centum on the paid-up capital of the Company including premiums to be called “the renewal fund” for the purpose of providing for the renewal and repair of their gasworks mains and pipes and may from time to time appropriate as occasion may require any portion of such fund to such purposes.

(2) Such fund shall be invested in any securities in which trustees are for the time being authorised by law to invest trust money and the dividends and interest arising from such securities shall also be invested in the same or like securities in order that the same may accumulate at compound interest until the fund so formed amounts to a sum equal to ten per centum on the paid-up capital for the time being of the Company.

(3) When and so often as the said fund shall reach such sum the interest thereon shall be carried to the credit of the fund available for dividend.

(4) If such fund be at any time reduced below the said sum it may thereafter be made up in manner hereinbefore provided to that sum and so from time to time as often as such reduction shall happen.

(5) Resort may from time to time be had to such fund for the purposes aforesaid although the same may not have reached or may have been reduced below the full amount of ten per centum upon the capital of the Company as aforesaid.

(6) In this section the expression “paid-up capital” shall include all sums of money which shall have been received by the

Company by way of premium upon the issue of stock or shares under the recited Acts or this Act. A.D. 1906.

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

28. The directors may close the register of transfers for a period not exceeding fourteen days previous to the declaration of any interim dividend and they may fix a day for closing the same of which seven days' notice shall be given by advertisement in a newspaper published in the city of Cardiff and any transfer made during the time when the transfer books are so closed shall as between the Company and the person claiming under the same but not otherwise be considered as made subsequently to the declaration of any such dividend. Closing of transfer books previous to declaring interim dividend.

29. If any money is payable to a stockholder shareholder mortgagee or debenture stockholder being a minor idiot or lunatic the receipt of his guardian or of the committee of his estate (as the case may be) shall be a sufficient discharge to the Company. Receipt in case of persons not sui juris.

MISCELLANEOUS.

30. The Company may lay down and repair take up alter relay or renew mains pipes and culverts within the Company's limits for the supply of gas for the purpose of procuring conducting or disposing of any oil or other materials used by them in or resulting from the manufacture of gas or any residual products thereof or for any purpose connected with their business and the provisions of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes and for the protection of pipes when laid so far as they are applicable for the purposes of this section shall extend and apply mutatis mutandis to and for the purposes thereof Provided that nothing shall be done under this section except where the Company would have a right to construct works or lay pipes for the supply of gas Provided further that no public street within the city of Cardiff shall for the purposes of this section be broken up by the Company without the consent of the lord mayor aldermen and citizens of the city of Cardiff (in this Act called "the corporation") first had and obtained. Power to lay down pipes for ancillary purposes.

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Limiting
price of gas
in city of
Cardiff.

31. The Company shall not after the passing of this Act demand or receive for the supply of gas consumed within the city of Cardiff any greater sum than a sum after the rate of three shillings per one thousand cubic feet of such gas.

Price of gas
in rural
district of
Llandaff and
Dinas Powis.

32. Notwithstanding anything contained in section 31 of the Act of 1887 the Company shall not demand or receive for the supply of gas consumed within the rural district of Llandaff and Dinas Powis (except the parish of Pentyrch) any greater sum than at the rate of three shillings and threepence per one thousand cubic feet of such gas and the price charged for gas in the said rural district, (except as aforesaid) shall not at any time be more than threepence above the price for the time being charged by the Company for gas supplied to ordinary consumers in the city of Cardiff.

Quality of
gas.

33.—(1) Section 35 (Quality of gas) of the Act of 1887 is hereby repealed.

(2) The prescribed number of candles shall be fourteen.

Testing gas.

34.—(1) Section 38 (Burner) of the Act of 1887 is hereby repealed.

(2) Notwithstanding the provisions of Schedule A. to the Gasworks Clauses Act 1871 the photometer to be employed for testing the illuminating power of the gas shall be that known as the table photometer the standard light Harcourt's ten-candle Pentane.

(3) The prescribed burner shall be of the type known as Metropolitan No. 2 Argand and in making the test shall be so used as to obtain from the gas when consumed at the rate of five cubic feet an hour the greatest amount of light.

(4)—(A) Provided that on the application of the Company the Board of Trade may approve any other burner and the burner for the time being approved by the said Board in pursuance of this subsection shall be the prescribed burner in lieu of the burner named in subsection (3) of this section :

(B) On any such application reasonable notice thereof shall be given by the Company to the Corporation who shall be at liberty to appear in opposition to such application.

(5) Section 37 (Power to test gas) of the Act of 1887 shall have effect as if the photometer prescribed by this Act were substituted for the photometer prescribed by the Gasworks Clauses Act 1871 and as if the illuminating power prescribed by this

Act were substituted for the illuminating power prescribed by the Act of 1887. A.D. 1906.

35.—(1) The Company may sell let for hire or otherwise deal in fix repair and remove (but shall not manufacture) meters engines stoves ranges dynamos motors pipes and other apparatus appliances and fittings (all of which are in this Act called “fittings”) for lighting for motive power for the warming and ventilating of houses and buildings for the cooking of food and for all other purposes for which gas can or may be used and may provide all materials and do all work necessary or proper in that behalf and with respect thereto may demand and take such remuneration or rents and charges and make such terms and conditions as may be agreed upon between the Company and the persons to or for whom the fittings are sold let fixed repaired or removed:

Power to
supply gas
apparatus
&c.

Provided that in no case where such fittings are or have heretofore been let on hire on the prepayment system shall such remuneration or rents and charges exceed one shilling per one thousand cubic feet of gas supplied to through or for the use of such fittings And provided further that no dynamos motors or other electrical appliances apparatus or fittings shall be sold let for hire or otherwise dealt in fixed or repaired by the Company within the city of Cardiff nor within the parish of Eglwysilan if within three years from the passing of this Act the urban district council of Caerphilly have commenced to supply electricity in the part of that parish included within the Company’s limits of supply.

(2) Any fittings let for hire under the provisions of this section shall not be subject to distress or to the landlord’s remedy for rent or be liable to be taken in execution under any process of any court or any proceedings in bankruptcy against the persons in whose possession the same may be and shall notwithstanding that they be fixed or fastened to any part of any premises in which they may be situate or to the soil under such premises at all times continue to be the property of and removable by the Company Provided that such fittings have upon them respectively a distinguishing metal plate affixed to a conspicuous part thereof or a distinguishing brand or other mark conspicuously impressed or made thereon sufficiently indicating the Company as the actual owners thereof.

(3) Nothing in the preceding subsection of this section shall affect the amount of the assessment for rating of any premises upon which any such fittings are or shall be fixed.

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Anti-fluctuators for gas engines.

36.—(1) Every consumer of gas supplied by the Company who uses a gas engine shall use an effective anti-fluctuator of approved make or pattern and shall at all times at his own expense keep such anti-fluctuator in proper order and if any consumer shall make default in complying with the provisions of this section the Company may cease to supply him with gas.

(2) The Company shall have access to and be at liberty to take off remove test inspect and replace any such anti-fluctuator at all reasonable times such taking off removal testing inspecting and replacing to be done at the expense of the Company if the anti-fluctuator be found in proper order but otherwise at the expense of such consumer.

Gas consumers to give notice to Company before removing.

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

(2) Notice of the effect of this enactment shall be endorsed upon every demand note for gas rent payable to the Company.

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

38. If a person requiring a supply of gas for any premises occupies or has occupied other premises at which gas is being or has been supplied to him by the Company and has not paid all money due from him to the Company for the supply of gas or for the rent of a meter or fittings they may refuse to furnish to him a supply of gas until he pays the same.

Period of error in defective meters.

39.—(1) In the event of any meter used by a consumer of gas being tested in manner provided by the Sale of Gas Act 1859 and being proved to register erroneously within the meaning of the said Act such erroneous registration shall be deemed to have first arisen during the then last preceding quarter of the year unless it be proved to have first arisen during the then current quarter.

(2) The amount of the allowance to be made to or of the surcharge to be made upon the consumer by the Company shall be paid by or to the Company to or by the consumer as the case may be and shall be recoverable in the like manner as gas rents are recoverable by the Company.

40. The Company may contract with any local authority company or persons beyond the Company's limits of supply (but only with the consent in writing of the local authority of the district within which the supply is to be given and of any company or person supplying gas under parliamentary powers in that district) for the supply to them respectively of gas in bulk upon such terms and conditions and for such periods not exceeding in any case seven years from the making of the contract as shall be agreed upon.

A.D. 1906.
Company
may contract
for supply in
bulk.

41. The Company may erect and maintain dwelling-houses for persons in their employment upon the lands for the time being belonging or leased to the Company. Provided that nothing in this Act contained shall be deemed to exempt such dwelling-houses from any byelaws of the corporation or the provisions of any Act of Parliament in force within the city of Cardiff relative to dwelling-houses.

Dwelling-
houses for
persons in
Company's
employment.

42.—(1) The Company may sell and dispose of or may let on lease for such period as they may think fit any lands for the time being belonging to them and which may not at the time be required for the purposes of their undertaking and any such disposal or lease may be for such consideration and subject to such reservations stipulations and conditions as the Company may think fit.

Power to sell
and lease
lands.

(2) Notwithstanding anything in the Gasworks Clauses Act 1871 contained the provisions of sections 128 to 132 of the Lands Clauses Consolidation Act 1845 shall not apply to any lands sold or disposed of by the Company under the powers of this section.

(3) Nothing in this or the last preceding section contained shall authorise anything contrary to the stipulations of any existing lease or agreement.

43.—(1) As from the first day of January nineteen hundred and seven the prescribed scale of voting shall be as follows:—

Every holder of consolidated ordinary stock shall have one vote for any amount of such stock held by him up to and including one hundred pounds and he shall have an additional vote for every complete one hundred pounds beyond the first hundred pounds of such stock held by him.

Scale of
voting.

(2) No such holder shall be entitled to vote at any meeting in respect of any stock that he has acquired by transfer unless he has been possessed of such stock for at least three months previous to the time of holding the meeting.

A.D. 1906.

(3) Except as otherwise expressly provided by the resolution creating the same no person shall be entitled to vote in respect of any new shares or stock to which a preferential dividend shall be assigned.

Qualification of directors.

44.—(1) Section 53 (Qualification of directors) of the Act of 1870 is hereby repealed.

(2) The qualification of a director shall be the possession in his own right of not less than one thousand pounds of consolidated ordinary stock of the Company.

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

(4) If any of the directors shall be made bankrupt or shall go to reside abroad or shall become lunatic or of unsound mind or shall neglect to attend a meeting of directors for six months (unless such neglect to attend be occasioned by illness or by any other reasonable cause allowed by the directors) then in any of the cases aforesaid the office of such director shall become vacant.

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

As to election of directors.

45. No person not being a retiring director shall be eligible to be elected a director unless notice in writing be given to the secretary of the Company or left at the principal office of the Company ten days at least before the day of election that such person will be proposed to be elected a director and the secretary of the Company shall during such ten days and on the day of election fix a copy of every such notice in some conspicuous place in such office.

Power for directors to determine remuneration of secretary.

46. In addition to the powers which the directors may exercise under the Companies Clauses Acts 1845 to 1889 they may determine the remuneration of the secretary of the Company.

Recovery of demands under one hundred pounds.

47. Proceedings for the recovery of any demand made under the authority of this Act or of the recited Acts or of any incorporated enactment whether provision is or is not made for the recovery in any specified court or manner may be taken in the county court provided that the demand does not exceed the amount recoverable in that court in a personal action.

48.—(1) The Company shall deliver to the Registrar of Joint Stock Companies a printed copy of this Act and he shall retain and place the same on the file of the limited company and if such copy is not so delivered within three months from the passing of this Act the Company shall incur a penalty not exceeding two pounds for every day after the expiration of those three months during which the default continues and any director or manager of the Company who knowingly and wilfully authorises such default shall incur the like penalty. Every penalty under this section shall be recoverable summarily.

A.D. 1906.
 Copy of Act
 to be regis-
 tered.

(2) There shall be paid to the registrar by the Company on such copy being registered the like fee as is for the time being payable under the Companies Act 1862 on registration of any document other than a memorandum of association.

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

Costs of Act.

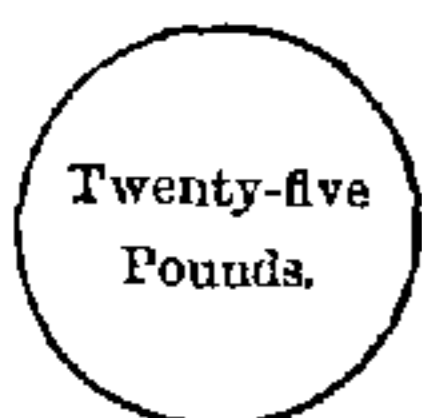
A.D. 1906.

SCHEDULES referred to in the foregoing Act.THE FIRST SCHEDULE.

AGREEMENT WITH LIMITED COMPANY.

MEMORANDUM OF AGREEMENT under seal made the sixth day of November nineteen hundred and five Between the TAFFS WELL GAS AND WATER COMPANY LIMITED having a registered office at Taffs Well in the county of Glamorgan (hereinafter referred to as "the vendors") of the one part and the CARDIFF GAS LIGHT AND COKE COMPANY incorporated under Act of Parliament with a perpetual succession and a common seal (hereinafter referred to as "the purchasers") of the other part.

Stamp duty.



WHEREAS the purchasers intend in the next ensuing session of Parliament to bring in a Bill and to endeavour to obtain an Act authorising them (inter alia) to acquire by private treaty upon the terms hereinafter contained the premises hereinafter described :

Now it is hereby witnessed that the vendors agree to sell and the purchasers to purchase the property described in parts one and two respectively of the Schedule hereunder written at the price of five thousand pounds subject as in the said Schedule is mentioned and to the special and general conditions of sale hereinafter contained so far as the latter are applicable to a sale by private treaty and are not inconsistent with the said special conditions and subject also to the provisions for rescission also hereinafter contained :

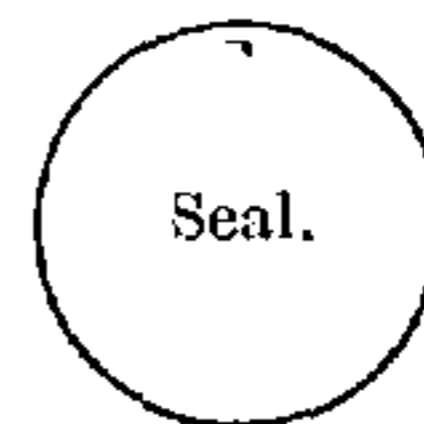
In witness whereof the vendors and the purchasers have hereunto severally caused their respective common seals to be duly affixed on the day and year first above written.

The common seal of the Taffs Well Gas and Water Company Limited was hereunto affixed in the presence of

W. SNAPE
DANIEL THOMAS EDWARDS
DAVID MORGAN
WALTER WILLIAMS
EVAN D. HORRELL

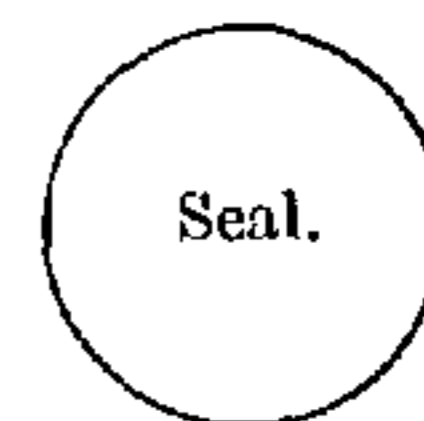
} Directors.

THOMAS THOMAS Secretary.



The common seal of the Cardiff Gas Company was hereunto affixed in the presence of

GEORGE CLARRY Secretary.



SPECIAL CONDITIONS.

A.D. 1906

1. These special conditions shall be deemed to incorporate the general conditions of the Incorporated Law Society for Cardiff and District but if there be any variance or inconsistency the special conditions shall prevail.

2. The purchase shall be completed on the twenty-ninth day of September which shall next follow the day on which the Royal Assent shall have been signified to the proposed Act and the same passed into law at the office of Messieurs James Morgan and Company the vendors' solicitors situate at the Morgan Arcade Saint Mary Street Cardiff in the said county of Glamorgan.

3. The abstract of title including copies of plans on the abstracted documents shall be delivered to the purchasers' solicitors within seven days from the date of the Royal Assent to the proposed Act.

4. All objections and requisitions in respect of the title evidence of title or any matter appearing in the abstract particulars or conditions shall be delivered to the vendors' solicitors within seven days after the delivery of the abstract Replies thereto shall be delivered to the purchasers' solicitors within four days after the delivery of such objections and requisitions and all further objections and requisitions arising out of such replies shall be delivered to the vendors' solicitors within three days after the delivery of such replies and in these respects time shall be deemed to be of the essence of the contract.

5. The draft of the assurance to the purchasers shall be delivered to the vendors' solicitors seven days and the engrossment three days before the day named for completion.

6. For the purposes of the 23rd general condition the bank shall be the National Provincial Bank of England Limited St. Mary Street Cardiff.

7. The title to such of the premises as are of leasehold tenure shall commence with the indenture of lease under which such premises are held as mentioned in the first part of the said Schedule hereto.

8. All assets of the vendors other than those specified by way of exception in the said second part of the Schedule hereto shall on completion be assigned or made over by delivery to the purchasers and shall become their property and the vendors shall out of such excepted assets and out of the said purchase money pay and discharge all the liabilities debts obligations and claims against them and shall by covenant in the assignment of the premises agreed to be sold indemnify the purchasers thereagainst.

9. The vendors shall with all convenient speed immediately after the completion of the purchase go into voluntary liquidation for the purpose of winding up and shall out of the last-mentioned assets and out of the

A.D. 1906. — said purchase money pay and satisfy the costs charges and expenses incurred in or about such liquidation and the said winding up.

10. This agreement shall be scheduled to the said Bill and incorporated in the said proposed Act of Parliament.

11. In the event of the said proposed Act of Parliament not being passed into law in the course of the next ensuing session of Parliament or such subsequent session as the consideration of the Bill therefor may in the ordinary course of business in Parliament be postponed to or of the failure of the vendors to obtain the consent of their shareholders to the proposed sale this agreement and everything herein contained shall cease determine and become void and of no effect and the vendors and purchasers shall each of them bear and pay their own costs charges and expenses of or incurred about the preparation of this agreement.

12. The vendors shall afford the purchasers all information which the purchasers may require for the purposes of their Bill and shall permit free access to the purchasers their agents officers and nominees at all reasonable times to the works premises books plans papers and accounts of the vendors.

13. The vendors shall if required under the direction and at the request and cost of the purchasers in all respects petition Parliament in such reasonable terms as the purchasers shall desire in one or both Houses in favour of the said proposed Bill and shall in like manner by their chairman secretary or other suitable person give evidence in favour thereof.

14. The rate of interest for the purpose of clause 23 of the general conditions shall be five pounds per cent. per annum in lieu of six pounds per cent. per annum as in the said clause printed and the general conditions shall where necessary be read as though "purchasers" and "vendors" had been printed therein throughout in lieu of "purchaser" and "vendor" respectively and all needful subsidiary changes in wording had been made.

15. This agreement and everything therein contained shall be subject to such alterations as Parliament may think proper to make therein but if any material alteration is made therein it shall be competent for either party to withdraw the agreement.

16. The vendors shall for the purpose of the said voluntary liquidation and winding up be entitled to retain possession of all their books and accounts so far and so long as the same are essential to the purposes of such liquidation and winding up delivering the same to the purchasers at the earliest possible moment and in no case at a later date than twelve calendar months after the completion of the purchase and affording the purchasers until such delivery all facilities by way of reference to and joint user of such books and accounts at some convenient place either on the said leasehold premises at Taffs Well aforesaid or in the said county borough of Cardiff.

17. The vendors shall as and from the day of the date hereof until the completion of the purchase maintain in as good working order and condition as the same are now in and of equal quality and amount to the present quality and amount thereof respectively all the assets of the vendors and shall for the purpose of enabling the purchasers to ascertain that this clause is from time to time being complied with permit inspection of all such assets by the purchasers and others authorised by them and shall in the event of any default being at any time discovered in complying herewith make good such default within fourteen days of the receipt of a notice in writing from the purchasers under the hand of their secretary specifying the nature of such default.

18. In the event of the vendors pending completion making with the consent in writing of the purchasers first had and obtained any extension of their works or mains or making with the like consent any expenditure for additional plant meters lamps or gas-stoves so as to increase their ultimate stock of plant meters lamps or gas-stoves at the time of completion beyond the amount thereof at the day of the date hereof the same shall be paid for by the purchasers at cost price in addition to the said purchase money of five thousand pounds.

The SCHEDULE above referred to.

PART 1.

All that piece or parcel of ground situate at Taffs Well in the parish of Eglwysilan in the county of Glamorgan bounded towards the north and west by lands of the Right Honourable Robert George Lord Windsor towards the south by the River Taff and towards the east by a lane or road leading from Eglwysilan to Pentyrch having a width on the northern side of 140 feet 6 inches and on the southern side 89 feet and a depth on the eastern side of 141 feet and on the western side of 134 feet 6 inches or thereabouts respectively together with the dwelling-house gasworks and other premises erected thereon and all and singular the premises (which are more particularly delineated and described in the plan hereto annexed) comprised in and held under an indenture of lease dated the twelfth day of December one thousand eight hundred and seventy-eight and made between the said Robert George Lord Windsor of the one part and the vendors of the other part Term ninety-nine years from the first day of May one thousand eight hundred and seventy-eight Ground rent ten pounds per annum.

PART 2.

All and singular the property and assets of the vendors whatsoever and wheresoever situate except only book and other debts and cash in hand or at the bank and including raw materials and manufactured

A.D. 1906. gas or residual products at the date of completion Stocks of meters stoves fittings of all descriptions mains pipes lamps lamp standards burners mantles easements, licences permissions whether verbal or in writing books accounts plans lists of consumers and all other matters and things whatsoever which at the said date of completion shall be in the possession or to the order or under the control of the vendors.

THE SECOND SCHEDULE.

ADDITIONAL GAS LANDS.

A piece of land (being the piece of land referred to in Part 1 of the Schedule to the agreement set forth in the First Schedule to this Act) containing one rood and sixteen perches or thereabouts upon which or upon part of which the existing gasworks of the limited company are constructed situate at Taffs Well in the parish of Eglwysilan in the urban district of Caerphilly in the county of Glamorgan forming part of the piece of land numbered 1962 on the $\frac{251}{100}$ Ordnance map (Glamorgan sheet XXXVI. 12 second edition 1900) bounded on the northerly and westerly sides by lands belonging or reputed to belong to the Right Honourable Robert George Windsor-Clive Earl of Plymouth on the southerly side by the River Taff and on the easterly side by a lane or road leading from the main road from Aberdare to Cardiff to the said river having a width on the northerly side of one hundred and forty feet six inches and on the southerly side of eighty-nine feet and a depth on the easterly side of one hundred and forty-one feet and on the westerly side of one hundred and thirty-four feet six inches or thereabouts respectively.

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