



## CHAPTER xii.

An Act to confirm a Provisional Order under the Private Legislation Procedure (Scotland) Act 1899 relating to Dunfermline and District Traction. A.D. 1929.  
—  
[26th July 1929.]

**W**HEREAS the Provisional Order set forth in the schedule hereunto annexed has after inquiry held before Commissioners been made by one of His Majesty's Principal Secretaries of State under the provisions of the Private Legislation Procedure (Scotland) Act 1899 as read with the Secretaries of State Act 1926 and it is requisite that the said Order should be confirmed by Parliament : 62 & 63  
Vict. c. 47.  
16 & 17  
Geo. 5. c. 18.

Be it therefore 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 :—

**1.** The Provisional Order contained in the schedule hereunto annexed shall be and the same is hereby confirmed. Confirma-  
tion of  
Order in  
schedule.

**2.** This Act may be cited as the Dunfermline and District Traction Order Confirmation Act 1929. Short title.

A.D. 1929.

SCHEDULE.

DUNFERMLINE AND DISTRICT TRACTION.

*Provisional Order to confer further powers upon the Dunfermline and District Tramways Company to change the name of the Company and for other purposes.*

WHEREAS the Dunfermline and District Tramways Company (hereinafter called "the Company") were incorporated by the Dunfermline and District Tramways Order 1906 and under the powers of the Dunfermline and District Tramways Orders 1906 to 1926 the Company have constructed and work a system of tramways and are authorised to construct additional tramways all in the county of Fife :

And whereas it is expedient that the name of the Company be changed and that such other powers be conferred upon the Company and such other provisions be made as are in this Order more particularly set forth :

And whereas the purposes aforesaid cannot be effected without an Order confirmed by Parliament under the provisions of the Private Legislation Procedure (Scotland) Act 1899 :

Now therefore in pursuance of the powers contained in the last-mentioned Act as read with the Secretaries of State Act 1926 the Secretary of State orders as follows :—

PRELIMINARY.

Short title  
and  
citation.

1.—(1) This Order may be cited as the Dunfermline and District Traction Order 1929.

(2) The Dunfermline and District Tramways Orders 1906 to 1926 and this Order may be cited together as the Dunfermline and District Traction Orders 1906 to 1929.

Commence-  
ment of  
Order.

2. This Order shall come into operation at the date of the passing of the Act confirming the same which date is hereinafter referred to as "the commencement of this Order."

3. Part IV (relating to change of name) of the Companies Clauses Act 1863 as amended by subsequent Acts is incorporated with and forms part of this Order. A.D. 1929.  
—  
Incorporation of Act.

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

“ The Order of 1906 ” means the Dunfermline and District Tramways Order 1906;

“ The directors ” and “ the secretary ” mean respectively the directors and the secretary of the Company.

#### CHANGE OF NAME.

5. The name of the Company shall be the Dunfermline and District Traction Company. Change of name.

#### MEETINGS DIRECTORS &C.

6. The ordinary general meeting of the Company shall be held in each year at such time and place as the directors may from time to time appoint. Annual meeting.

7. Any meeting of the Company whether ordinary or extraordinary may be convened by notice delivered at or sent by post to the registered address or other known address of each proprietor of the Company Provided that the notice if delivered shall be delivered at such address as aforesaid not less than six clear days or if sent by post shall be prepaid and posted not less than seven clear days before the date of the meeting In proving that any such notice has been sent by post it shall be sufficient to prove that the notice was properly addressed and put into the post and prepaid not later than the time hereby prescribed. Notice of meetings.

8.—(1) At all general meetings of the Company whether ordinary or extraordinary every holder of ordinary shares shall on a show of hands be entitled to one vote and on a poll to one vote in respect of each one pound ordinary share held by him Provided always that no shareholder shall be entitled to vote at any meeting in respect of any share on which any call remains unpaid. Voting.

A.D. 1929.

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

Appoint-  
ment of  
proxies.

9. Notwithstanding anything in the Companies Clauses Consolidation (Scotland) Act 1845 the attorney of any holder of ordinary or preference shares in the capital of the Company duly authorised in writing may appoint a proxy to vote for and on behalf of such holder and for that purpose may execute on behalf of the holder the necessary form of proxy Provided that the instrument appointing the attorney shall be transmitted to the secretary at the same time as the instrument appointing the proxy.

Joint  
holders.

10. Notwithstanding anything in the Companies Clauses Consolidation (Scotland) Act 1845 where several persons are jointly entitled to and registered as holders of any ordinary or preference shares in the capital of the Company any one of those persons may vote at any meeting (at which holders of shares of the same class are entitled to vote) either personally or by proxy in respect of the shares as if he were solely entitled thereto but if more than one of the joint holders be present at any meeting personally or by proxy that one of the said persons so present whose name stands first on the register in respect of the shares shall alone be entitled to vote in respect thereof Several executors or administrators of a deceased member in whose name any shares stand shall for the purposes of this section be deemed joint holders thereof.

Quorum of  
directors.

11. Notwithstanding anything in section 72 (Quorum of meetings) of the Order of 1906 the quorum of a meeting of directors shall be two or such greater number as may from time to time be fixed by the directors.

As to  
qualifica-  
tion of  
directors.

12. Notwithstanding anything in the Companies Clauses Consolidation (Scotland) Act 1845 no person shall be disqualified from being a director by reason of his holding any office or place of trust or profit under the Company or by reason of his being interested in any contract with the Company nor shall any director be required to cease from voting or acting as a director by

reason of his accepting any such office or place of trust or profit or becoming interested in any such contract. Provided that in the case of his being or becoming interested in any contract with the Company whether such interest shall arise before or after his appointment as a director the nature of his interest in the contract shall be disclosed by him at the meeting of the directors at which the contract is agreed upon if his interest then exists or in any other case at the first meeting of the directors after the acquisition of his interest or after his appointment and that no such director shall as a director vote in respect of any such contract and if he does so vote his vote shall not be counted but this prohibition shall not apply to any contract by or on behalf of the Company to give to the directors or any of them any security by way of indemnity. A.D. 1929.

13. The continuing directors may act notwithstanding any vacancy in their body but so that if at any time the number of the directors shall be less than three the directors shall not act as such except for the purpose of filling vacancies among the directors and allotting shares to any proposed director or directors. Continuing directors.

14. Except in the case of a director retiring by rotation and offering himself or being proposed for re-election no person shall be capable of being elected at a general meeting a director of the Company unless notice in writing that such person intends to offer himself or will be proposed for the office of director shall have been given to the secretary or left at the office of the Company fourteen days at least before the day of election. Notice of candidature for office of director.

15. Section 98 of the Companies Clauses Consolidation (Scotland) Act 1845 shall be deemed to authorise the directors to appoint any one or more of their body as a committee for the purpose of passing transfers and sealing certificates of any shares or other securities of the Company and of executing any minor powers exercisable by the directors. Committee of directors.

16. If and so long as the ordinary meetings of the Company shall be held once only in each year— Interim dividends and annual accounts.  
 (a) It shall be lawful for the directors to declare and pay in any year an interim half-yearly dividend



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out of the profits of the Company without the sanction or direction of a general meeting;

- (b) The balance sheet and accounts made up by them in accordance with section 119 of the Companies Clauses Consolidation (Scotland) Act 1845 shall relate to the transactions of the Company in the course of the preceding year.

Closing of  
transfer  
books.

17.—(1) The directors may close the register of transfers of shares for a period not exceeding fourteen days previous to the payment of any interim dividend and they may close the register of transfers of mortgages for a period not exceeding fourteen days previous to each date at which the interest thereon shall be payable and in the case of any such register they may fix a day for closing the same of which seven days notice shall be given either by circular to each proprietor or by advertisement in a newspaper published in Edinburgh.

(2) Any transfer of shares or mortgages made during the time when the register of transfers of such security is so closed shall as between the Company and the person claiming under the same but not otherwise be considered as made subsequently to the payment of any such dividend or interest as the case may be.

Indemnity  
may be  
required  
before  
issue of  
substituted  
certificates  
&c.

18. Notwithstanding anything in section 13 of the Companies Clauses Consolidation (Scotland) Act 1845 or in any other enactment the Company shall not be under any obligation to issue a new debenture or mortgage or a new certificate of any shares or a new warrant in respect of interest or dividend in lieu of any debenture bond certificate or warrant lost or destroyed or alleged to be lost or destroyed until they have received from the person to whom such new debenture or mortgage certificate or warrant is to be issued such indemnity as the directors may require against any and every claim or expense which may be made against the Company or which the Company may incur in respect of such lost or destroyed debenture bond certificate or warrant or the debenture mortgage shares dividend or interest represented thereby.

As to share-  
holders  
register.

19. Notwithstanding anything in the Companies Clauses Consolidation (Scotland) Act 1845 it shall not be necessary after the commencement of this Order to

authenticate the register of shareholders of the Company by affixing the common seal of the Company to the register. A.D. 1929. —

20. Any deed to which the Company is a party and any other document requiring to be sealed by the Company shall be held to be validly executed on behalf of the Company if it is sealed with the common seal of the Company and subscribed on behalf of the Company— Execution of deeds.

(a) by any two of the directors; or

(b) by any one of the directors and the secretary;

and such subscription on behalf of the Company shall be equally binding whether attested by witnesses or not.

21. Notwithstanding anything in any Act relating to the Company any contract or agreement required to be in writing and not under seal may be signed on behalf of the Company by the secretary or other person appointed in that behalf by the directors. As to contracts.

22. In addition to the powers which the directors may exercise under the Companies Clauses Consolidation (Scotland) Act 1845 they may determine the remuneration of the secretary. Remuneration of secretary.

23.—(1) The directors may grant such gratuities pensions or allowances or make such other payments as they may think fit to any employee of the Company or where in their opinion adequate provision is not otherwise made to the widow or family or any dependant of any such employee and may if they think fit establish and maintain a fund for that purpose. Power to grant pensions &c.

(2) The directors may enter into and carry into effect agreements with any insurance company or other association or company for securing to any such employee widow family or dependant as aforesaid such gratuities pensions allowances or payments as are by this section authorised to be granted or made and may for all or any of the purposes of this section apply set aside and accumulate the funds and revenues of the Company.

(3) In this section the word "employee" includes any officer workman or servant.

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MISCELLANEOUS.

Repeal.

24. The following sections of the Order of 1906 are hereby repealed (that is to say) :—

Section 69 (First and subsequent ordinary meetings);

Section 75 (Interim dividend);

Section 76 (Closing of transfer books previous to declaring interim dividend).

Application  
of moneys.

25. The Company may apply to the purposes of this Order any moneys which they have already raised or are authorised to raise and which may not be required by them for the purposes for which the same were authorised to be raised.

Costs of  
Order.

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

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