



CHAPTER lvii.

An Act for incorporating and conferring powers on the Titchfield District Gas Company.

[15th August 1913.]

WHEREAS the Titchfield Gas Consumers' Company Limited was formed in the year one thousand eight hundred and sixty-five for the purpose of lighting the town of Titchfield and the neighbourhood thereof with gas and the undertaking of such company is now vested in the Titchfield and District Lighting Company Limited who were incorporated under the Companies (Consolidation) Act 1908 in the year one thousand nine hundred and eleven (and are in this Act called "the limited company"):

And whereas the nominal capital of the limited company consists of five thousand pounds divided into two thousand five hundred ordinary shares of £1 each and two thousand five hundred preference of £1 each and the whole of such shares have been issued and are fully paid and the limited company have borrowed the sum of one thousand six hundred pounds by the issue of debentures:

And whereas the demand for gas in the district supplied by the limited company has increased and is increasing and other parishes and places adjacent thereto are wholly without a supply of gas:

And whereas it is expedient that the limited company be dissolved and re-incorporated with further powers and that the Company so re-incorporated should be authorised to improve and extend their mains and to supply gas within the limits defined by this Act:

And whereas it is expedient that the Company should be authorised to raise additional capital for the purposes of their

A.D. 1913. undertaking and that such further powers should be conferred upon the Company and such further provisions enacted as are contained in this Act:

And whereas the parishes of Titchfield Sarisbury and Hook-with-Warsash which are included within the limits of supply under this Act are within the limits for the supply of gas of the Gosport Gas and Coke Company (in this Act called "the Gosport Company") under the Gosport Gas Acts 1865 and 1908 but the Gosport Company are not supplying and never have supplied gas to any part of the said parishes or within any part of the limits of supply under this Act and it is therefore expedient that so much of the said Acts of 1865 and 1908 as relate to the supply of gas by the Gosport Company to the said parishes should be repealed:

And whereas the objects aforesaid cannot be attained without the 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 as follows (that is to say):—

PRELIMINARY.

Short title.

1. This Act may be cited as the Titchfield District Gas Act 1913.

Incorporation of general Acts.

2. The following Acts and parts of Acts are (subject to the provisions of and so far as applicable to the purposes of this Act) hereby incorporated with and form part of this Act (namely):—

The Companies Clauses Consolidation Act 1845 (except the provisions relating to the conversion of borrowed money into capital);

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

The Gasworks Clauses Acts 1847 and 1871 Provided that section 13 of the former Act shall be read as if the words "or any premises" were inserted after the words "private building" and as if the words "Provided also" "that every such contract entered into by the Company

“ shall be alike in terms and amount under like circumstances to all consumers ” were added at the end of that section ; and

A.D. 1913.

The Lands Clauses Acts (except the provisions thereof with respect to the purchase and taking of lands otherwise than by agreement).

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

Interpretation.

The expression “ the Company ” means the Titchfield District Gas Company incorporated by this Act ;

The expression “ the undertaking ” means the gas undertaking by this Act authorised ;

The expression “ the limits of supply ” means the limits within which the Company are by this Act authorised to supply gas.

RE-INCORPORATION.

4. From and after the passing of this Act the limited company shall be dissolved and the several persons who immediately before the passing of this Act were members of that company and all other persons who have already subscribed to or who shall hereafter become proprietors in the undertaking and their executors administrators successors and assigns respectively shall be and are hereby united into a Company for the purposes hereinafter mentioned and shall be and are hereby re-incorporated by the name of “ The Titchfield District Gas Company ” and by that name shall be a body corporate with perpetual succession and a common seal and with power to purchase take hold and dispose of lands and other property for the purposes of this Act and of their undertaking.

Re-incorporation of Company.

5. The Company shall be established for the purpose of manufacturing storing and supplying gas for lighting heating motive power and other purposes within the limits of supply as defined by this Act and may provide produce sell dispose of and deal in gas coke tar and all other residual products resulting from the manufacture of gas and generally may carry on any business usually carried on by gas companies.

General purposes of Company.

A.D. 1913.

Present property of limited company vested in Company.

6. Subject to the provisions of this Act all the lands gasworks erections buildings rights and easements which immediately before the passing of this Act were vested in the limited company or any person in trust for them or to which the limited company were in anywise entitled and all plant mains pipes retorts meters gas-stoves and fires gas-fittings lamp-columns and brackets syphons apparatus stock effects matters and things which have been by them purchased provided laid down erected or placed in any place or house within the limits of supply or which immediately before the passing of this Act were the property of the limited company and all moneys securities credits effects and other property whatsoever which immediately before the passing of this Act belonged to the limited company or to any trustee on their behalf and the benefit of all contracts and engagements entered into by or on behalf of the limited company and immediately before the passing of this Act in force shall as from the passing of this Act be and the same are hereby transferred to and vested in the Company to the same extent and for the same estate and interest as the same were previously to the passing of this Act vested in the limited company or any trustee on their behalf and may according to the provisions of this Act be held and enjoyed sued for and recovered maintained altered discontinued removed dealt with and disposed of by the Company as they think fit.

Memorandum and articles of association of limited company to be void.

7. Subject to the provisions of this Act the memorandum and articles of association of the limited company shall as to any prospective operation thereof be wholly void and the Company and the shareholders shall be exempted from all the provisions restrictions and requirements of any Act which applied to the limited company and the members thereof as such But nothing in this Act contained shall release or discharge any person from any liability or obligation in respect of any breach of the provisions of the said memorandum and articles of association incurred before the passing of this Act but such liability or obligation in respect of any such breach shall continue and save as in this Act otherwise provided may be enforced by or on behalf of the Company as nearly as may be in like manner as the same might have been enforced by or on behalf of the limited company if this Act had not been passed.

Saving of existing rights and liabilities.

8. Except as is by this Act otherwise expressly provided everything before the passing of this Act done or suffered by or with reference to the limited company or the members thereof

as such shall be as valid as if the Company had not been incorporated and the memorandum and articles of association had not been avoided by this Act and such incorporation and avoidance and this Act respectively shall accordingly be subject and without prejudice to everything so done or suffered and to all rights liabilities claims and demands both present and future which if the Company were not incorporated and the said memorandum and articles of association were not avoided by this Act and this Act were not passed would be incident to or consequent on any and every thing so done or suffered and with respect to all such rights liabilities claims and demands the Company and its shareholders and property shall to all intents and purposes represent the limited company and the members thereof as such and the property of the limited company as the case may be and the generality of this enactment shall not be restricted by any of the other clauses and provisions of this Act.

9. Except as is by this Act otherwise specially provided all purchases sales conveyances grants assurances deeds contracts bonds and agreements entered into or made before the passing of this Act by to or with the limited company or any trustees or persons acting on behalf of the limited company or by to or with any other person to whose rights and liabilities they have succeeded and at the passing of this Act in force shall be as binding and of as full force and effect in every respect against or in favour of the Company and may be enforced as fully and effectually as if instead of the limited company or the trustees or persons acting on behalf of the limited company the Company had been a party thereto.

Contracts
prior to Act
to be binding.

10. Nothing in this Act contained shall release discharge or suspend any action or other proceeding which was pending by or against the limited company or any member thereof in relation to the affairs of the limited company or to which the limited company or any member thereof in relation to such affairs were parties immediately before the passing of this Act but such action suit or other proceeding may be maintained prosecuted or continued by or in favour of or against the Company (as the case may be) in the same manner and as effectually and advantageously as the same might have been maintained prosecuted or continued by or in favour of or against the limited company or any member thereof if this Act had not been passed the Company and the shareholders therein being

Actions &c.
not to abate.

A.D. 1913. in reference to the matters aforesaid in all respects substituted for the limited company and its members respectively.

Indemnity.

11. Every person who (being authorised so to do) before the passing of this Act entered into any bond covenant contract or engagement on behalf of the limited company shall be indemnified out of the funds and property of the Company against all liability (including costs charges and expenses) which he may sustain or incur or be put unto by reason of his having entered into such bond covenant contract or engagement.

Company to satisfy liabilities of limited company.

12. From and after the passing of this Act and except as is by this Act otherwise expressly provided the Company shall in all respects be subject to and shall discharge all obligations and liabilities to which the limited company immediately before the passing of this Act were subject and shall indemnify the members directors officers and servants of the limited company and their respective representatives from all such obligations and liabilities and from all expenses and costs in that behalf.

Recovery of gas rents &c.

13. All accounts for gas supplied and sums of money which immediately before the passing of this Act were due or accruing to the limited company shall be payable to and may be collected and recovered by the Company in like manner as if they were due or accruing to the Company.

As to payment of debts owing before passing of Act.

14. All persons who immediately before the passing of this Act owed any money to the limited company or to any person on their behalf shall pay the same with all interest (if any) due or accruing upon the same to the Company and all debts and moneys which immediately before the passing of this Act were due or recoverable from the limited company or for the payment of which the limited company were or but for this Act would be liable shall be paid with all interest (if any) due or accruing upon the same by or be recoverable from the Company.

Certificates &c. to remain in force.

15. Notwithstanding the avoidance of the said memorandum and articles of association all certificates (until cancelled under the powers of this Act) sales transfers and dispositions heretofore made or executed under them for and with respect to any shares in the limited company shall remain in full force and continue and be available in all respects as if such memorandum and articles had not been avoided.

Books &c. continued evidence.

16. All documents books and writings which if the said dissolution and avoidance had not taken place would have been

receivable in evidence shall be admitted as evidence in all courts and elsewhere notwithstanding such dissolution and avoidance. A.D. 1913.

17. All officers and servants of the limited company who were in office immediately before the passing of this Act shall hold and enjoy their respective offices and employments together with the salaries and emoluments thereunto annexed until they shall resign the same or be removed therefrom by the Company and shall be subject and liable to the like conditions obligations pains and penalties and to the like powers of removal and to the like rules restrictions and regulations in all respects whatsoever as if they had been appointed under this Act. Officers to continue until removed.

CAPITAL.

18. The capital of the Company shall be fifteen thousand pounds being the aggregate of the following amounts:— Capital.

- (1) Two thousand one hundred pounds divided into two thousand one hundred ordinary shares of one pound each which is in this Act called "the original ordinary capital":
- (2) Two thousand five hundred pounds divided into two thousand five hundred preference shares of one pound each which is in this Act called "the original preference capital":
- (3) Ten thousand four hundred pounds which is in this Act called "the additional capital" and so much thereof as is raised by the creation and issue of ordinary shares or stock is in this Act called "additional ordinary capital" and so much thereof as is raised by the creation and issue of preference shares or stock is in this Act called "additional preference capital."

19.—(1) The shares in the original ordinary capital and the original preference capital shall be appropriated to and vested in the several persons and corporations who immediately before the passing of this Act were the registered members of the limited company in proportion to their respective holdings in and in substitution for their shares in the limited company one ordinary share being substituted for each ordinary share of the limited company and one preference share being substituted for each preference share of the limited company Provided nevertheless that no original ordinary capital shall be appropriated to Vesting of original capital in present shareholders.

A.D. 1913. or vested in the holders of the ordinary shares in the limited company numbered 827 to 1026 and 1593 to 1792 both inclusive in respect of such ordinary shares.

(2) Every share vested shall be deemed to be fully paid up and shall be held in the same rights on the same trusts and subject and liable to the same powers provisions declarations agreements charges liens incumbrances and liabilities as immediately before the passing of this Act affected the share or shares in the limited company for which the same is or are substituted and so as to give effect to and not revoke any agreement deed or other instrument or any testamentary disposition disposing of or affecting any shares in the limited company and every such agreement deed or other instrument or testamentary disposition shall take effect with reference to the shares created under or by virtue of this Act and substituted therefor and trustees executors or administrators and all other holders in any representative or fiduciary capacity of any shares in the limited company are hereby expressly authorised and required to accept any ordinary or preference shares allocated to and vested in them pursuant to the provisions of this Act and to hold dispose of or otherwise deal with the same as they might have held disposed of or otherwise dealt with the shares in the limited company for which such shares created under or by virtue of this Act are substituted and are hereby indemnified in respect of all acts bonâ fide done by them in pursuance of the provisions of this Act.

Exchange of
certificates.

20. The Company shall call in and cancel the existing certificates of shares in the limited company and issue in lieu thereof certificates in the form and under the conditions prescribed by the Companies Clauses Consolidation Act 1845 but no holder of any such shares shall be entitled to any certificate of proprietorship under this Act until he shall have delivered up to the Company to be cancelled the existing certificate of proprietorship of shares in the limited company issued to him before the passing of this Act or shall have proved to the reasonable satisfaction of the directors of the Company the loss or destruction thereof but if any holder of any existing shares in the limited company 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 shareholders' address book of the limited company the Company may retain any dividend

declared or made payable upon or in respect of the shares substituted under the provisions of this Act for the shares 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 Company to have been lost or destroyed and an indemnity is given against any claim in respect of such lost or destroyed certificate to the satisfaction of the directors of the Company. A.D. 1913.

21. The Company may raise additional capital not exceeding in the whole ten thousand four hundred pounds by the creation and issue at their option of new ordinary shares or stock or new preference shares or stock or wholly or partially by one or other of those modes but the Company shall not issue any share of less nominal value than one pound or multiples of one pound Provided that it shall not be lawful for the Company to create and issue under the powers of this section any greater nominal amount of capital than shall be sufficient to produce including any premium which may be obtained on the sale thereof the sum of ten thousand four hundred pounds Provided also that the Company shall not raise by the issue of preference shares or stock a greater amount of such additional capital than five thousand two hundred pounds. Power to raise additional capital.

22.—(1) All shares or stock created under the powers of the section of this Act of which the marginal note is "Power to raise additional capital" shall be issued in accordance with the provisions of this section. New shares or stock to be sold by auction or tender.

(2) All shares or stock so to be issued shall be offered for sale by public auction or tender in such manner at such times and subject to such conditions of sale as the Company shall from time to time determine Provided as follows:—

(A) Notice of the intended sale shall be given in writing to the clerk of each urban district council and rural district council whose district or any portion of whose district is within the limits of supply and to the secretary of the London Stock Exchange at least twenty-eight days before the day of auction or the last day for the reception of tenders as the case may be and shall also be duly advertised once in each of two consecutive weeks in one or more local newspapers circulating within the limits of supply:

A.D. 1913.

(B) A reserve price shall be fixed and notice thereof shall be sent by the Company in a sealed letter to be received by the Board of Trade not less than twenty-four hours before but not to be opened till after the day of auction or last day for the receipt of tenders as the case may be :

(c) No lot offered for sale shall comprise shares or stock of greater nominal value than one hundred pounds :

(D) In the case of a sale by tender no preference shall be given to one of two or more persons tendering the same sum. In the case of a sale by auction a bid shall not be recognised unless it is in advance of the last preceding bid :

(E) It shall be one of the conditions of sale that the total sum payable by the purchaser shall be paid to the Company within three months after the date of the auction or of the acceptance of the tender as the case may be.

(3) Any shares or stock which have been so offered for sale and are not sold may be offered at the reserve price to the holders of ordinary shares or stock of the Company in accordance with the provisions of sections 18 19 and 20 of the Companies Clauses Act 1863 and to the employees of the Company and to the consumers of gas supplied by the Company in such proportions as the Company may think fit or to one or more of these classes of persons only. Provided in the case of an offer to holders of share or stock that if the aggregate amount of shares or stock applied for shall exceed the aggregate amount so offered as aforesaid the same shall be allotted to and distributed amongst the applicants as nearly as may be in proportion to the amounts applied for by them respectively.

(4) Any shares or stock which have been offered for sale in accordance with subsection (2) or with subsections (2) and (3) and are not sold shall be again offered for sale by public auction or by tender in accordance with the provisions of this section and any such shares or stock then remaining unsold may be otherwise disposed of at such price and in such manner as the directors may determine for the purpose of realising the best price obtainable.

(5) As soon as possible after the conclusion of the sale or sales the Company shall send a report thereof to the Board of

Trade stating the total amount of the shares or stock sold the total amount obtained as premium (if any) and the highest and lowest prices obtained for the shares or stock. A.D. 1913.

23. Except as is otherwise by this Act provided the additional capital created by the Company under this Act shall be part of the general capital of the Company and the new shares therein and the holders thereof respectively shall be entitled to the like rights of voting and any other rights qualifications and privileges in proportion to the amount of their shares and be subject to the like provisions and liabilities as the holders of shares of the same class issued in substitution for existing shares under this Act. Privileges &c. of holders of additional capital.

LIMITATION OF PROFITS.

24. Except as is by this Act provided the profits of the undertaking to be divided among the holders of shares or stock of the Company in any year shall not exceed the following rates (in this Act referred to as "the standard rates of dividend") (that is to say):— Profits of Company limited.

On the original ordinary capital the rate of nine pounds in respect of every one hundred pounds of such capital and on the additional ordinary capital the rate of seven pounds in respect of every one hundred pounds actually paid up of such capital and on the existing preference capital and additional preference capital the rate of six pounds in respect of every one hundred pounds actually paid up of such capital.

25. If in any half-year the funds of the Company applicable to payment of dividends shall be insufficient to pay the full amount of dividend at the standard rates on each class of ordinary shares in the capital of the Company a proportionate reduction shall be made in the dividend of each such class. As to payment of dividends in certain events.

RESERVE AND SPECIAL PURPOSES FUNDS &C.

26. Where in any half-year the dividends which may be paid by the Company shall exceed the standard rates by reason of the price charged by the Company for gas in such half-year being below the standard price then out of the amount of the divisible profits of the Company applicable to the payment of such excess of dividend the Company may in such half-year set apart such sum as they shall think fit and all sums so set Power to create reserve fund.

A.D. 1913. apart by the Company and any reserve or other fund (other than the renewal fund) of the limited company existing at the passing of this Act shall be invested in any securities in which trustees are authorised by law to invest money or in such other securities as shall be authorised by a resolution of the Company other than the debentures or stocks of the Company and the dividends and income arising from such securities shall be invested in the same or the like securities in order that the same shall accumulate at compound interest and the fund so formed shall be called "the reserve fund" and shall be applicable to the payment of dividends in any half-year in which the clear profits of the Company shall be insufficient to enable the Company in such half-year to pay the dividends at the authorised rates on the ordinary capital of the Company and save as in this Act provided no sum shall in any half-year be carried by the Company to any reserve fund.

Power to
create a spe-
cial purposes
fund.

27.—(1) The directors of the Company may if they think fit in any half-year appropriate out of the revenue of the Company as part of the expenditure on revenue account any sum not exceeding an amount equal to one-half per centum of the paid-up capital of the Company including premiums to a fund to be called "the special purposes fund."

(2) The special purposes fund shall be applicable only to meet such charges as a chartered accountant or an incorporated accountant being an auditor of the Company or appointed for the purpose by the Board of Trade shall approve as being—

(A) Expenses incurred by reason of accidents strikes or circumstances which due care and management could not have prevented; or

(B) Expenses incurred in the replacement or removal of plant or works other than expenses requisite for maintenance and renewal of plant and works.

(3) The maximum amount standing to the credit of the special purposes fund shall not at any time exceed an amount equal to one-tenth part of the paid-up capital of the Company including premiums.

(4) The moneys forming the special purposes fund or any portion thereof may be invested in securities in which trustees are authorised by law to invest or may be applied for the general purposes of the Company to which capital is properly

applicable or may be used partly in the one way or partly in the other. A.D. 1913.

(5) Resort may from time to time be had to the special purposes fund notwithstanding that the sum standing to the credit of the fund is for the time being less than the maximum allowed by this section.

28. If the clear profits of the undertaking in any half-year (after appropriating and setting apart such sum or sums (if any) as may be determined upon under the powers of this Act to any fund or funds thereby authorised) amount to a larger sum than is sufficient to pay the dividends on the preference capital and the dividends at the authorised rates on the ordinary capital of the Company the excess shall be carried to the credit of the profit and loss (net revenue) account of the undertaking for the next following half-year: Application of excess of profits.

Provided that the sum standing to the credit of such profit and loss (net revenue) account to be carried forward to the next following half-year shall not at any time exceed the amount required to pay one year's dividends at the authorised rates on the preference and ordinary capital of the Company.

BORROWING POWERS.

29. The Company may subject to the provisions of this Act borrow on mortgage of the undertaking any sum or sums not exceeding in the whole (inclusive of the aggregate sum of one thousand six hundred pounds already borrowed by the limited company) one-third part of the amount of the capital of the Company which at the time of borrowing has been actually issued or raised by the Company under the powers or in pursuance of the provisions of this Act but no sum shall be borrowed in respect of any capital so raised until the Company have proved to a justice of the peace before he gives his certificate under the fortieth section of the Companies Clauses Consolidation Act 1845 that the whole of the stock at the time of issue together with the premiums (if any) realised on the sale thereof has been fully paid up. Power to borrow.

30. All mortgages bonds and debentures granted by the limited company before the date of transfer and subsisting at the passing of this Act shall during the continuance of such mortgages bonds and debentures and subject to the terms thereof have priority over all mortgages and debenture stock Priority of existing mortgages.

A.D. 1913. granted or created and issued by virtue of this Act but nothing in this section contained shall affect any priority of the interest of any debenture stock at any time created and issued by the Company.

Arrears to be enforced by appointment of a receiver.

31. The mortgagees of the undertaking may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than five hundred pounds in the whole.

Debenture stock.

32. The Company may create and issue debenture stock subject to the provisions of Part III. of the Companies Clauses Act 1863 but notwithstanding anything therein contained the interest of all debenture stock and of all mortgages at any time after the passing of this Act created and issued or granted by the Company under this or any subsequent Act shall subject to the provisions of any subsequent Act rank *pari passu* (without respect to the dates of the securities or of the Acts of Parliament or resolutions by which the stock and mortgages were authorised) and shall have priority over all principal moneys secured by such mortgages. Notice of the effect of this enactment shall be endorsed on all mortgages and certificates of debenture stock.

Priority of mortgages over other debts.

33. All moneys raised by the Company on mortgage or debenture stock under the provisions of this Act shall have priority against the Company and the property from time to time of the Company over all other claims on account of any debts incurred or engagements entered into by them after the passing of this Act. Provided always that this priority shall not affect any claim against the Company or their property in respect of any rentcharge which may be granted by them in pursuance of the Lands Clauses Acts or in respect of any rent or sum reserved by or payable under any lease granted or made to or vested in the Company which is entitled to rank in priority to or *pari passu* with the interest on their mortgages or debenture stock.

Application of moneys.

34. All moneys raised under this Act including premiums shall be applied only to purposes to which capital is properly applicable and any sum of money which may arise by way of premium from the issue of stock under the provisions of

this Act shall not be considered as part of the capital of the Company entitled to dividend. A.D. 1913.

MEETINGS.

35. The first ordinary meeting of the Company shall be held within six months after the passing of this Act at the Company's principal offices or at such other place as the directors shall appoint and all subsequent ordinary meetings of the Company shall be held half-yearly in the months of February or March and August or September in every year at the Company's principal office or at such other place and at such other time as shall be appointed for that purpose by an order of the directors. Ordinary meetings.

36. The quorum of general meetings (whether ordinary or extraordinary) of the Company shall be seven shareholders present in person or by proxy holding in the aggregate not less than one-twentieth of the paid-up capital of the Company. Quorum of general meetings.

37. The prescribed scale of voting shall be one vote for every ordinary share. Scale of voting.

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

DIRECTORS AND AUDITORS.

39. The number of directors shall be five but the Company may vary the number provided that the number be not at any time more than seven or less than four. Number of directors.

40.—(1) The qualification of a director shall be the possession in his own right of not less than two hundred pounds in the ordinary capital of the Company. Qualification of directors.

(2) 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 the meetings 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 and thenceforth he shall cease from voting or acting as a director.

A.D. 1913.

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

Quorum of
directors.

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

First
directors.

42. William Albert Schultz Sir Robert Thompson Henry King Hiller Herbert James Martin and Henry Claude Walker shall be the first directors of the Company and shall continue in office until the first ordinary meeting held after the passing of this Act.

Election of
directors.

43. At the first ordinary meeting held after the passing of this Act the shareholders present in person or by proxy may either continue in office the directors appointed by this Act or any of them or may elect a new body of directors or directors to supply the place of those not continued in office the directors appointed by this Act being if they continue qualified eligible for re-election and at the first ordinary meeting to be held in every year (other than the first ordinary meeting held after the passing of this Act) the shareholders present in person or by proxy shall (subject to the provisions hereinbefore contained allowing variation in the number of directors) elect persons to supply the places of the directors then retiring from office agreeably to the provisions of the Companies Clauses Consolidation Act 1845 and the several persons elected at any such meeting being neither removed nor disqualified nor having died or resigned shall continue to be directors until others are elected in their stead in manner provided by the same Act.

As to ap-
pointment of
managing
director.

44.—(1) The directors may appoint any one of their body to be a managing director of the Company either for a fixed term or without any limitation as to time and may remove or dismiss him from office and appoint another in his place.

(2) A managing director shall not while holding that office be subject to retirement by rotation and shall not be taken into account in determining the rotation of retirement of directors but if he ceases to hold the office of director from any other cause he shall ipso facto immediately cease to be a managing director.

(3) The remuneration of a managing director shall from time to time be fixed by the directors and may be by way of salary or commission or participation in profits or by any or all of those modes.

(4) The directors may entrust to and confer upon any managing director such of the powers exerciseable by the directors and subject to such conditions as they may think fit and may from time to time revoke withdraw alter or vary all or some of such powers Provided that the directors shall be responsible for the acts of any managing director acting under the powers of this section. A.D. 1913.

45. The prescribed number of auditors shall be one but the number may be increased to two by a resolution of the shareholders of the Company passed at a general meeting and such auditor or auditors shall be a member or members of the Institute of Chartered Accountants or the Society of Incorporated Accountants and Auditors and need not hold shares in the Company. Auditors.

WORKS AND LANDS.

46. Subject to the provisions of this Act the Company may in or upon the lands described in the Schedule to this Act maintain alter improve enlarge extend renew or discontinue the existing gas and other works of the limited company and may upon those lands or any part thereof erect construct maintain alter improve enlarge extend renew or discontinue gasworks retorts gasholders drains sewers mains pipes machinery and other works and apparatus and conveniences and may do all such acts as they may think proper for making and storing gas and for supplying gas for public and private purposes in bulk or otherwise for lighting heating motive power or other purposes within the limits of supply and may make store and supply gas accordingly and may manufacture and convert all residual products resulting from the manufacture of gas by them. Construction and maintenance of gasworks &c.

47. The Company may for the purposes of the undertaking purchase and take (by agreement but not otherwise) and may hold in addition to the lands described in the Schedule to this Act any lands and hereditaments not exceeding in the whole three acres which they may require for the purposes of their works and the undertaking but the Company shall not create or permit a nuisance on any such lands and no lands shall be used by the Company for the purpose of manufacturing gas or residual products except the lands described in the Schedule to this Act. Power to purchase lands by agreement.

48. Persons empowered by the Lands Clauses Acts to sell and convey or release lands may if they think fit subject to Persons under disability may

A.D. 1913.
grant ease-
ments &c.

the provisions of those Acts and of this Act grant to the Company any easement right or privilege (not being an easement right or privilege of water in which persons other than the grantors have an interest) required for the purposes of this Act in over or affecting any such lands and the provisions of the said Acts with respect to lands and rentcharges so far as the same are applicable in this behalf shall extend and apply to such grants and to such easements rights and privileges as aforesaid respectively.

Power to
sell and
lease lands.

49. The Company may subject to the provisions of the Lands Clauses Consolidation Act 1845 sell or let on lease for such periods as they think fit any lands for the time being belonging to them and which may not at the time be required for the purposes of the undertaking and may retain and hold sell and dispose of any interest in or reversion to any lands so let and any such sale disposal or lease may be for such consideration and subject to such reservations stipulations restrictions and provisions and generally upon such terms and conditions as the Company think fit.

Power to
utilise
pipes for
ancillary
purposes.

50. Subject to the provisions of this Act the Company may lay down place repair alter remove and renew mains pipes and culverts within the limits of supply for the purpose of procuring conducting or disposing of any oil or other materials used by them in or resulting from any 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 shall so far as applicable extend and apply to the laying down and placing repairing altering or removing and protection of such mains pipes and culverts.

Power to lay
pipes in
private
streets.

51. The Company may on the application of the owner or occupier of any premises within the limits of supply abutting on or being erected in any street laid out but not dedicated to public use supply those premises with gas and for that purpose the Gasworks Clauses Acts 1847 and 1871 shall apply as if the street were a street within the meaning of those Acts.

For protec-
tion of South
Hants
Waterworks
Company.

52.—(1) Whenever the Company in exercise of the powers of this Act require to execute any work over under or within three feet of any main pipe or apparatus belonging to the South Hants Waterworks Company (in this section referred to as

"the water company") or whenever the water company in the exercise of their statutory powers require to execute any work over under or within three feet of any main pipe or apparatus of the Company the Company or the water company as the case may be (in this section referred to as "the operators") shall unless otherwise agreed between the parties interested give to the water company or the Company as the case may be (in this section referred to as "the owners") not less than three days' notice before commencing to execute any such work as aforesaid except in cases of emergency and then so soon as is possible after the beginning of the work or the necessity for the same shall have arisen and the owners shall be entitled by their officer to superintend the work and the operators shall conform with such reasonable requirements as may be made by the owners or such officer for protecting from injury every such main pipe or apparatus and for securing access thereto and shall also if required so to do by the owners repair any damage that may be done thereto whether directly or by disturbance of the ground wherein the same is laid or by subsequent settling of the said ground or by any other means whatsoever.

A.D. 1913.

(2) Where the operators find it necessary to undermine any such main pipe or apparatus they shall temporarily support the same in position during the execution of their works and before completion provide a suitable and proper foundation for the same where so undermined.

(3) If the operators make default in complying with any of the requirements or restrictions of this section they shall make full compensation to the owners affected thereby for any loss damage penalty or costs which they may incur by reason thereof.

(4) Any question or difference which may arise between the Company and the water company under this section shall be determined by an arbitrator to be appointed on the application of either party by the President of the Institution of Civil Engineers and subject thereto the provisions of the Arbitration Act 1889 shall apply to any such reference to arbitration.

53. In executing the works and exercising the powers by this Act authorised so far as they affect main roads and county or main road bridges repairable by the county council of the administrative county of Southampton (in this section referred to as "the county council") the following provisions for the

For protection of Southampton County Council.

A.D. 1913. protection of the county council shall unless otherwise agreed have effect (that is to say):—

- (1) All pipes and other works to be laid in or along any main road or in upon or across any county or main road bridge (which expression shall in this section include the approaches to such bridge) shall be laid in such position and if under the metalled portion thereof at such depth not exceeding two feet as the county council in writing under the hand of their clerk may reasonably require or as in case of difference may be determined by arbitration:
- (2) In the application of the provisions of the Gasworks Clauses Act 1847 with respect to the breaking up of streets for the purpose of laying pipes the notice required by section 8 of that Act shall in the case of any county or main road bridge be not less than seven days instead of three days:
- (3) The plan required by section 9 of the Gasworks Clauses Act 1847 shall in the case of any county or main road bridge be accompanied by a section and shall be delivered to the county council or their surveyor by the Company not less than fourteen days before they commence to open or break up any county or main road bridge for the purpose of executing the works:
- (4) Nothing in this Act shall authorise the Company to interfere with the structural part of any county or main road bridge without the consent in writing of the county council which consent shall not be unreasonably withheld and may be given upon such conditions as the county council may reasonably determine:
- (5) Any alteration repair or improvement of any main road or any county or main road bridge or any alteration of or in the position of the same may be made as if this Act had not passed and if any such alteration repair or improvement necessitates any alteration either temporary or permanent in the level or position of any of the works by this Act authorised to be made or placed in over or through any of the roads or bridges aforesaid or necessitates any support either temporary or permanent to any such works the

Company shall after fourteen days' notice in writing by the clerk of the county council forthwith make such alteration or afford such support at their own expense and all expense incurred by the Company in pursuance of this subsection shall in the case of the alteration repair or improvement of a county or main road bridge be borne by the Company and in other cases by the county council or by the Company or by both parties jointly as may be agreed between them or as failing agreement shall be determined by arbitration: A.D. 1913.

(6) All works of the Company so far as they affect any main roads and county or main road bridges shall be so executed by the Company as not to stop the traffic and so far as reasonably practicable as not in any way to impede or interfere with the traffic on any main road over any county or main road bridge and the Company shall not open or break up at any one time a greater length than one hundred yards of any road:

(7) If any difference arise at any time between the county council and the Company touching this section or anything to be done or not to be done thereunder or the giving or withholding of any consent or the conditions of giving the same or any direction such difference shall be settled by an engineer to be agreed on between the county council and the Company and failing agreement to be appointed by the President of the Institution of Civil Engineers on the application of either party and the provisions of the Arbitration Act 1889 shall apply to such arbitration.

54. For the protection of the London and South Western Railway Company (in this section called "the South Western Company") the following provisions shall unless otherwise agreed between the South Western Company and the Company apply and have effect:—

For protection of London and South Western Railway Company.

(1) In laying down repairing or renewing any main pipes or other works in the exercise of the powers contained in this Act upon across over under or in any way affecting the railways lands and property now or hereafter belonging to the South Western

A.D. 1913.

Company or the bridges approaches viaducts stations or other works or any level crossings over the railways of the South Western Company (hereinafter referred to as "the railway works") the same shall be done under the superintendence and to the reasonable satisfaction of the chief engineer of the South 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 or in case of difference as may be determined by arbitration in manner hereinafter provided. Provided that if the said engineer shall not signify his disapproval of any plans or proposals so submitted to him within twenty-one days after the same are delivered to him he shall be deemed to have approved thereof and that if the said engineer shall refuse or neglect to superintend any operations the Company may execute the work without his superintendence:

(2) All such works shall be done by and at the expense of the Company who shall also restore and make good to the reasonable satisfaction of the said engineer the roads over any bridge or over any level crossing of the railways of the South 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 South Western Company elect so to do where any mains or pipes require to be laid under or across any level crossing of their railways they may themselves lay the same at the costs charges and expenses of the Company but so nevertheless that any mains or pipes so laid by the South Western Company shall be laid under the superintendence and to the reasonable satisfaction of the Company's engineer:

(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 the railway works 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 over or near to the railway works the Company shall make compensation to the South Western Company in respect thereof the amount of such compensation unless agreed upon to be determined by arbitration in the manner hereinafter provided: A.D. 1913.
- (5) The Company shall give seven days' notice in writing to the South Western Company before commencing any works affecting the railway works:
- (6) All mains or pipes and other works of the Company upon across over under or in any way affecting the railway works shall be at all times maintained in good repair by the Company and in default of their being so maintained the South Western Company may from time to time by notice in writing signed by their said engineer and delivered at the principal office for the time being of the Company require the Company forthwith to put the same into good repair and if the Company for seven days after the receipt of such notice refuse or neglect to proceed with the repair of the same and do not dispute the necessity thereof the South Western Company may without any further notice to the Company repair the same and all expenses reasonably and properly incurred by them in or about such repair shall be repaid to them by the Company. Provided that in case of accidents happening or immediate danger being apprehended to the railway works by reason of any such main pipe or other work as aforesaid being in want of repair the South Western Company may without giving such notice as aforesaid execute such repairs as may be immediately necessary and the reasonable expenses which the South Western Company may incur in executing any such repairs shall be repaid to them by the Company:
- (7) The Company shall bear and pay to the South Western Company all reasonable costs of the superintendence by them of the construction of the works and repairs thereof and all reasonable costs of watching lighting

A.D. 1913.

and protection of the railway works with reference to and during such construction and repair so far as such costs may be in case of difference determined by the arbitrator to have been necessary but such superintendence by the South Western Company shall not relieve the Company from liability for any accident which may be occasioned by or through the operations of the Company or by their contractors agents or workmen:

- (8) Any dispute or difference which may arise between the South 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 President of the Institution of Civil Engineers on the application of the South Western Company and the Company or either of them and the provisions of the Arbitration Act 1889 shall apply to such arbitration.

SUPPLY PRICE AND TESTING OF GAS.

Limits for supply of gas.

55. The limits within which the Company may supply gas under this Act shall be the parishes of Titchfield Sarisbury Hook-with-Warsash and Curdridge.

Repeal of power of Gosport Company to supply gas within certain limits.

56. So much of the Gosport Gas Act 1865 and the Gosport Gas Act 1908 as authorises the Gosport Company to supply gas within the parishes of Titchfield Sarisbury and Hook-with-Warsash which are within the limits of supply is hereby repealed and from and after the passing of this Act all the powers and obligations of the Gosport Company with reference to the supply of gas within the said parishes shall cease and determine Provided that such repeal shall not take effect if the Gosport Company purchase the undertaking of the Company in accordance with the provisions of the section of this Act of which the marginal note is "For protection of Gosport Gas and Coke Company."

Dividend dependent on price charged.

57.—(1) The price to be charged by the Company for gas supplied by them within the limits of supply shall be four shillings and sixpence per one thousand cubic feet and such price is in this Act referred to as "the standard price":

Provided that the Company may increase or reduce the price charged by them for gas above or below the standard price subject to a reduction or increase in the dividends payable by the Company on the ordinary capital as follows:—

A.D. 1913.

In respect of any half-year during any part of which the price charged by the Company for any gas supplied by them shall have been one penny or part of a penny above the standard price the dividends payable by the Company shall in respect of each penny or part of a penny by which the standard price shall have been so increased be reduced below the standard rates of dividend by two shillings and threepence on every one hundred pounds of ordinary capital with a nine per centum standard rate of dividend and by one shilling and ninepence on every one hundred pounds of such capital with a seven per centum standard rate of dividend and so in proportion for any fraction of one hundred pounds :

In respect of any half-year during the whole of which the price charged by the Company for gas supplied by them shall have been one penny or more below the standard price the dividends payable by the Company may in respect of each penny by which the standard price shall have been so reduced be increased above the standard rates of dividend by two shillings and threepence upon every one hundred pounds of ordinary capital with a nine per centum standard rate of dividend and by one shilling and ninepence on every one hundred pounds of such capital with a seven per centum standard rate of dividend and so in proportion for any fraction of one hundred pounds.

(2) If in any half-year the dividends payable on the ordinary shares shall comprise a fractional amount less than one-quarter per centum the directors may in their discretion add such fractional amount to the reserve fund or may defer the payment of such fractional amount until the payment of the next or some succeeding dividends and shall in their discretion either add such fractional amount to and pay the same with such succeeding dividends accordingly or add the same to the reserve fund.

58.—(1) The Company may demand for any gas supplied through a prepayment meter a not greater charge than for gas

Charge for
gas supplied
by means of

A.D. 1913. supplied to private consumers within their limits of supply through any other kind of meter or by any other method of supply.
prepayment
meters.

(2) The charge for the hire of any prepayment meter and fittings to be used therewith shall be a sum of money calculated according to the quantity of gas supplied through the prepayment meter and the maximum charge shall be at the rate of tenpence per one thousand cubic feet supplied in manner aforesaid such sum to include the hire of meter and the fittings used therewith or at the rate of one shilling per one thousand cubic feet if such fittings include a cooking stove.

(3) The charge for the hire of any prepayment meter without fittings shall be a sum of money calculated according to the quantity of gas supplied through the prepayment meter and the maximum charge shall be at the rate of sixpence per one thousand cubic feet supplied in manner aforesaid or at the rate of ten per centum per annum on the cost of the meter whichever shall be the higher.

(4) The said charges shall include the providing letting fixing and repairing and maintenance of the meters and fittings or of the meters (as the case may be) and the cost of collection and other costs incurred by the Company in connection therewith.

(5) For the purpose of this section the expression "prepayment meter" means any meter or appliance by which the quantity of gas supplied is regulated according to the amount of money prepaid therefor.

Quality of
gas.

59. The prescribed number of candles shall be fourteen.

Testing
place.

60. For the purposes of the Gasworks Clauses Act 1871 the prescribed testing place shall be a testing place which shall be provided by the Company at their works within three months after the passing of this Act.

Testing for
quality.

61.—(1) The quality of the gas supplied by the Company shall with respect to its illuminating power be such as to produce at any testing place when burned at the rate of five cubic feet per hour a light equal in intensity to the light produced by fourteen sperm candles of six to the pound each, consuming one hundred and twenty grains of sperm per hour and shall be in all respects in accordance with the provisions of the Gasworks Clauses Act 1871.

(2) For testing the illuminating power of the gas the burner to be used shall be that known as the Metropolitan Argand No. 2 the photometer shall be the bar photometer or the table photometer the standard light shall be that supplied by Harcourt's ten-candle pentane lamp and in making the test the burner shall be so used as to obtain from the gas when burned at the rate aforesaid the greatest amount of light Provided that the Board of Trade may on the application of the Company or the local authority approve the use of any other burner photometer or standard light which may appear to the Board to be equally or more suitable for the testing. A.D. 1913.

(3) The Company shall provide all the apparatus required by this Act for the testing of gas and shall at all times keep the same in proper order and repair.

62.—(1) All gas supplied by the Company to any consumer of gas shall be supplied at such pressure as to balance a column of water not less than eight-tenths of one inch in height at the main or as near as may be to the junction therewith of the service-pipe supplying the consumer. Pressure of gas.

(2) Any gas examiner appointed under the Gasworks Clauses Act 1871 may for the purposes of this Act subject to the terms of his appointment at the testing place or at any public lamp as and when he thinks fit test the pressure at which the gas is supplied The Company shall afford to the examiner all reasonable facilities for making the test.

63. No penalty shall be incurred by the Company for insufficiency of pressure defect of illuminating power or excess of impurity in the gas supplied by them in any case in respect of which it is proved that such insufficiency defect or excess was produced by any circumstance beyond the control of the Company Provided that the want of sufficient funds shall not be held to be a circumstance beyond the control of the Company. Saving as to penalties.

64.—(1) The Company may purchase sell let for hire fix repair and remove but shall not manufacture engines stoves ranges pipes and other gas-fittings (in this section referred to as "fittings") for lighting motive power heating ventilating cooking or any other purposes and may provide all materials and 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. Power to supply gas fittings &c.

A.D. 1913.

(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 process of any court or proceedings in bankruptcy against the person in whose possession the same may be provided that such fittings are marked or impressed with a sufficient mark or brand indicating the Company as the actual owners thereof.

Engines &c.
of Company
let on hire
though fixed
to premises
to remain
property of
Company.

65.—(1) All gas engines apparatus fittings and appliances let by the Company on hire under the provisions of this Act 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 any such premises at all times continue to be the property of and removable by the Company Provided that such gas engines apparatus fittings and appliances 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.

(2) Nothing in this section shall affect the amount of assessment for rating of any premises upon which any gas engines apparatus fittings and appliances are or shall be fixed.

Gas con-
sumers to
give notice
to Company
before re-
moving.

66. At least twenty-four hours' notice shall be given to the Company by every gas consumer either personally at the office of the Company or in writing before he shall quit any premises supplied with gas by meter by the Company and in default of such notice the consumer so quitting shall be liable to pay to the Company the money accruing due in respect of such supply up to the next usual period for ascertaining the register of the meter on such premises or the date from which any subsequent occupier of such premises shall require the Company to supply gas to such premises whichever shall first occur Notice of the effect of this enactment shall be endorsed upon every demand note for gas charges payable to the Company.

Power to
take licences
for use of
patents rela-
ting to gas.

67. The Company may acquire take and use any leave licence or authority to work use exercise and put in practice any invention under letters patent made or to be made granting any right or privilege of working using exercising or vending any invention in relation to the production manufacture utilisation or distribution of gas or materials used in or resulting from the manufacture of gas or any residual products thereof but not so as to acquire any exclusive right to the working using exercising or putting in practice of any such invention.

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

A.D. 1913.
Company
to pay interest on money deposited as security for gas.

69. If a person requiring a supply of gas from the Company has previously quitted premises at which gas was supplied to him by the Company without paying to them all gas charges and meter rent due from him to the Company they may refuse to furnish to him a supply of gas until he pays the same.

Company may refuse to supply gas in certain cases.

70. Where any person has for the purposes of a stand-by only a supply of gas laid on by the Company to any premises for which he has at the same time a separate supply of electricity or gas for power or other purposes (not being domestic purposes) the Company shall be entitled to charge and receive from him in respect of the supply of gas so laid on such minimum sum as shall be fixed by them not exceeding twenty-five shillings for any one quarter of a year notwithstanding that the ordinary charge for the gas actually consumed in such quarter would amount to a lower sum. Provided that in fixing the amount of such minimum charge the Company shall have regard to the probable maximum supply of gas which might at any time be required for such premises. Provided also that in respect of any premises for which the whole supply of gas afforded by the Company is taken through a meter having a nominal capacity of less than ten lights the amount of the minimum charge shall not exceed five shillings for any one quarter of a year.

Minimum charge for gas laid on to premises having a supply of electricity or power gas.

71. In order to enable the Company to ensure a satisfactory supply of gas to their consumers the following provisions shall have effect:—

As to construction and placing of pipes &c. between mains and meters.

- (1) The Company may specify the size and material of the pipes with the fittings thereof which are to be laid by the consumer on his own premises either in the first instance or on the occasion of any renewal between the Company's mains and the meter so far as such pipes and fittings are intended to be covered over:

A.D. 1913.

- (2) The Company may if they think fit make different specifications for different classes of premises having regard to the probable maximum consumption of gas thereon at any one time:
- (3) The specification shall be published twice in some newspaper or once in each of two newspapers circulating within the limits of supply and a copy thereof shall be kept exhibited in the office or offices of the Company:
- (4) Every meter to be used in a new building or a building not previously supplied with gas or in connection with a new or substituted pipe laid by the consumer between the main and the consumer's meter shall be placed as near as reasonably practicable to the Company's main but within the outside wall of the building:
- (5) When any such pipe or meter as aforesaid has been laid or placed notice thereof shall be given to the Company and the pipe shall not be covered over until after the expiration of twenty-four hours from the service of such notice on the Company. Any officer of the Company duly appointed may between nine o'clock in the morning and five o'clock in the afternoon attend and inspect such pipes (with their fittings) and meter and if the officer is not permitted to make the inspection or if the pipes or fittings are not according to the Company's specification or if the meter is not placed as required by this section the Company may refuse to supply gas to the premises until the provisions of this section have been complied with:
- (6) Any person to whom the Company refuses a supply of gas under the provisions of this section may appeal to a petty sessional court against such refusal and the court may after hearing the parties and considering any questions as to the reasonableness of the Company's specification make such order as seems to them proper in the circumstances and may order by which of the parties the costs of and incident to the appeal shall be paid.

72. Every consumer of gas supplied by the Company who uses a gas engine shall if required to do so by the Company use an effective anti-fluctuator together with an effective non-return valve and shall at all times at his own expense keep such anti-fluctuator and valve in proper repair and in default of his so using or keeping such anti-fluctuator and valve in proper repair the Company may cease to supply gas to such consumer. The Company shall have access to and be at liberty to take off remove test inspect and replace any such anti-fluctuator and valve at all reasonable times such taking off removing testing inspecting and replacing to be done at the expense of the Company if the anti-fluctuator and valve be found in proper order but otherwise at the expense of the consumer.

A.D. 1913.
Power to require use of anti-fluctuators for gas engines.

73. The power to enter premises and to remove pipes meters fittings or apparatus conferred upon the Company by section 22 of the Gasworks Clauses Act 1871 shall extend to all cases in which any person entering into occupation of any premises previously supplied with gas by the Company shall not require to take a supply of gas from the Company or to hire from the Company all or any of the pipes meters fittings or apparatus belonging to the Company and let by them on hire to any former occupier of such premises.

Power to enter premises and remove fittings.

74. In the event of any meter used by the 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. 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 charges are recoverable by the Company.

Period of error in defective meters.

75. The Company may contract with any local authority company or persons authorised to supply gas under parliamentary powers in any district adjacent to the limits of supply 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 may be agreed upon but nothing in this section shall authorise the Company to lay any mains or interfere with any street beyond the limits of supply.

Company may enter into contracts for supply of gas.

A.D. 1913.

On failure of
Company
other under-
takers may
apply for
powers.

76. If after the expiration of five years from the passing of this Act the Company have not laid down mains for the supply of gas in the parishes of Sarisbury Hook-with-Warsash or Curdrige nothing in this Act shall prevent any company person or local authority having statutory power so to do from supplying gas in all or any of the said parishes in which the Company are not either supplying gas or prepared to furnish a supply on demand and the Company shall not oppose any application by the council of any urban district in which any of such parishes or any part thereof may be comprised or any company or person for an Act of Parliament or Provisional Order for the purpose of providing such a supply.

MISCELLANEOUS.

Dwelling-
houses for
Company's
employees
offices
showrooms
&c.

77. The Company may purchase or take on lease houses cottages and buildings for persons in their employ and offices showrooms and other buildings for the purposes of their undertaking and may erect maintain and let any such buildings upon any lands for the time being belonging or leased to the Company.

Notice to
discontinue
supply of
gas.

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

Power for
directors to
determine
remunera-
tion of
secretary.

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

Authentica-
tion and
service of
notices by
Company.

80. Any notice to be served by the Company on a person supplied with gas shall be sufficiently authenticated by the signature of the secretary of the Company or other officer of the Company for the time being authorised in writing by the directors thereof being affixed thereto in writing or by a stamp or if it be a notice to pay any charge in respect of a supply of gas or gas-fittings or appliances by the name either of the secretary or such other officer as aforesaid being affixed thereto in writing or in print or by a stamp and any such notice may be served on such person either personally or by sending the same through the post by a prepaid letter addressed to him by name at his last-known or usual place of abode or of business or by delivering the same to some inmate at his last-known or

usual place of abode or business or to any inmate of the premises supplied or if such premises be unoccupied and the place of abode of the person to be served is after proper inquiry unknown it shall in the case of any notice not being a notice to pay any charge be sufficient to affix such notice or a copy thereof upon some conspicuous part of such premises. A.D. 1913.

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

82. Proceedings for the recovery of any demand made under the authority of this Act or any incorporated enactment whether provision is or is not made for the recovery in any specified court or manner may be taken in any county court having otherwise jurisdiction in the matter provided that the demand does not exceed the amount recoverable in that court in a personal action. Recovery of demands.

83. Save as otherwise by this Act expressly provided all offences against this Act and all penalties forfeitures costs and expenses imposed or recoverable under this Act or any byelaw made in pursuance thereof may be prosecuted and recovered in a summary manner. Provided that costs or expenses except such as are recoverable along with a penalty shall not be recovered as penalties but may be recovered summarily as civil debts. Recovery of penalties &c.

84. For the protection of the Gosport Gas and Coke Company (in this section referred to as "the Gosport Company") the following provisions shall unless otherwise agreed in writing between the Company and the Gosport Company apply and have effect (that is to say):— For protection of Gosport Gas and Coke Company.

- (1) If within two months after the passing of this Act the Gosport Company give notice in writing to the Company requiring them to sell their undertaking the Company shall sell and the Gosport Company shall purchase that undertaking on the terms of paying to the Company the sums of money actually expended by them upon the undertaking or by the limited company in the acquisition or development of the undertaking belonging to the limited company prior to the passing of this Act and in addition thereto
 - (a) the sum of four hundred and fifty pounds and
 - (b) the amount of the costs charges and expenses referred to in the section of this Act of which the marginal note is "Costs of Act":

A.D. 1913.

(2) The Gosport Company shall take over all liabilities and assets of the Company as from the date of purchase:

(3) Until the expiration of the said two months or if the notice be given until the completion of the purchase the Company shall carry on the undertaking in the ordinary course of business and shall not expend any moneys on capital account or incur any liability on capital account without the consent of the Gosport Company which shall not be unreasonably withheld:

(4) If any difference shall arise between the Company and the Gosport Company touching this section or anything to be done or not to be done thereunder such difference shall be referred to and determined by a chartered accountant or other proper person to be agreed upon or failing agreement to be appointed on the application of either party by the President of the Institute of Chartered Accountants and subject as aforesaid the provisions of the Arbitration Act 1889 shall apply to any such reference to arbitration.

Winding up
of Company.

85.—(1) If the undertaking shall be purchased by the Gosport Company under the section of this Act the marginal note of which is "For protection of Gosport Gas and Coke Company" then from and after the completion of the purchase the Company shall subsist only for the purpose of paying their debts and liabilities and of receiving and recovering the sums payable to them as provided by this Act and distributing the same and the purchase money and other moneys payable to the Company in accordance with the provisions of this Act and for winding up the affairs of the Company and carrying into effect the purposes of this Act so far as they relate to the Company and the directors of the Company who are in office at the completion of the purchase and the survivors or survivor of them shall continue in office without re-election and they or a majority of them shall have full power and authority to take all necessary proceedings for the carrying into effect the several purposes of this section.

If the number of directors of the Company be reduced by death resignation or otherwise below three before the completion of such winding up the continuing directors shall from time to time choose a shareholder or shareholders of the Company to fill the vacancy or vacancies so caused.

(2) On the completion of the purchase the Company shall subject to the provisions of this Act be wound up under and in accordance with the provisions of and in the same manner and with the same incidents as if the Company were a company registered under the Companies (Consolidation) Act 1908 and had on the completion of the purchase duly passed a special resolution requiring the Company to be wound up voluntarily and for the purposes of such winding up the Company shall from and after the passing of this Act be deemed to be registered in England under the said Act and for the purpose of calling and holding meetings and passing resolutions and other matters incident to such winding up resolutions of meetings of the Company convened and held in pursuance of and in accordance with the provisions contained in this Act may and shall take effect as resolutions of a company duly registered and all moneys paid by the Gosport Company to the Company shall be applied by the liquidator as part of the assets of the Company.

A.D. 1913.

(3) On the completion of the winding up of the affairs of the Company in accordance with the provisions of this Act the Company shall by virtue of this Act be dissolved.

86. The Company shall deliver to the Registrar of Joint Stock Companies a printed copy of this Act and he shall retain and register the same 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 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 (Consolidation) Act 1908 on registration of any document other than the memorandum or the abstract required to be filed with the Registrar by a receiver or manager or the statement required to be sent to the Registrar by the liquidator in a winding up in England.

Copy of
Act to be
registered.

87. 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 and may in whole or in part be charged against revenue.

Costs of Act

A.D. 1913.

The SCHEDULE referred to in the foregoing Act.

DESCRIPTION OF GAS LANDS.

All those pieces or parcels of land situate in the parish of Titchfield in the county of Southampton having a frontage on the south-west to Bridge Street of 73 feet and on the north-west to Frog Lane of 150 feet together with the gasworks and cottages and other buildings erected thereon or on some part thereof and which said premises belong to and are in the occupation of the limited company and contain in the whole by admeasurement 2 roods 1 perch or thereabouts.

Printed by EYRE and SPOTTISWOODE, Ltd.,

FOR

FREDERICK ATTERBURY Esq., C.B., the King's Printer of Acts of Parliament.

And to be purchased, either directly or through any Bookseller, from
WYMAN AND SONS, LTD., FETTER LANE, E.C., and 54, ST. MARY STREET, CARDIFF; or
H.M. STATIONERY OFFICE (SCOTTISH BRANCH), 23, FORTH STREET, EDINBURGH; or

E. PONSONBY, LTD., 118, GRAFTON STREET, DUBLIN;
or from the Agencies in the British Colonies and Dependencies,
the United States of America, the Continent of Europe and Abroad of
T. FISHER UNWIN, LONDON, W.C.