



CHAPTER lvi.

An Act to extend the powers of the West Yorkshire Gas Distribution Company to authorise that company to construct gasworks and to raise further money and for other purposes. [1st August 1946.]

WHEREAS by the West Yorkshire Gas Distribution Act 1 & 2 Geo. 6. 1938 (in this Act referred to as "the Act of 1938")^{c. c.} the West Yorkshire Gas Distribution Company (in this Act referred to as "the Company") were incorporated and by that Act authorised (inter alia) to purchase distribute and supply gas (including gas produced at coking plants) to the undertakers and within the limits of supply therein described:

And whereas the Company in pursuance of the powers of the Act of 1938 have constructed a network of mains within the said limits of supply and by means of the said network are distributing and supplying large quantities of gas (including gas produced at coking plants) to some of the undertakers within the said limits and are also affording supplies in bulk to other undertakers for use outside the said limits:

And whereas the requirements of the undertakers to whom the Company are supplying gas have increased and are increasing:

And whereas for the purpose of enabling the Company to meet the said requirements and to enable fluctuations in the demand for gas to be met in the most economical and efficient manner it is expedient to authorise the Company to manufacture gas and to construct gasworks:

And whereas by the Act of 1938 the share capital of the Company is limited to four hundred thousand pounds of

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which one hundred and sixty-seven thousand pounds have been issued as follows:—

Description of capital.	Rate of dividend.	Total paid up.	Premiums received less discounts.	Remaining to be issued.	Total amount authorised.
		£	£	£	£
Ordinary shares ...	10%	117,000	Nil	83,000	200,000
Preference shares ...	4½%	50,000	500	149,500	200,000

And whereas the Company have raised by the creation and issue of debenture stock sums amounting in the aggregate to seventy thousand pounds:

And whereas it is expedient that the Company should be authorised to raise further money for the purposes of their undertaking:

And whereas it is expedient that such other provisions should be made as are in this Act contained:

And whereas the purposes of this Act cannot be effected 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):—

Short and collective titles.

1.—(1) This Act may be cited as the West Yorkshire Gas Distribution Act 1946.

(2) The West Yorkshire Gas Distribution Act 1938 and this Act may be cited together as the West Yorkshire Gas Distribution Acts 1938 and 1946.

Incorporation of Acts.

2. The following enactments so far as the same are applicable to the purposes of this Act and are not inconsistent with the provisions of the West Yorkshire Gas Distribution Acts 1938 and 1946 are hereby incorporated with this Act (namely):—

8 & 9 Vict.
c. 18.

The Lands Clauses Acts except the provisions thereof with respect to the purchase and taking of lands otherwise than by agreement and with respect to the entry upon lands by the promoters of the undertaking and except sections 127 to 132 of the Lands Clauses Consolidation Act 1845 relating to the sale of superfluous lands;

The Companies Clauses Consolidation Act 1845 except 8 & 9 Vict. the provisions thereof with respect to the conversion c. 16. of the borrowed money into capital;

Part I (relating to cancellation and surrender of shares);

Part II (relating to additional capital); and

Part III (relating to debenture stock) of the Companies 26 & 27 Vict. Clauses Act 1863 as amended in its application to c. 118. the Company and by subsequent Acts;

The Gasworks Clauses Act 1847 (except the provisions 10 & 11 Vict. with respect to the supply of gas and the recovery c. 15. of the rent to be paid for the same and except the provisions of sections 18 35 36 37 and 38):

Provided that in the application to the Company of the incorporated provisions of the Gasworks Clauses Act 1847—

(a) Section 6 of that Act shall be read and have effect as if the words “to the inhabitants of the district included” were omitted therefrom;

(b) Section 31 of that Act shall be read as if the words “investments in which trustees are authorised by law to invest” were substituted for the words “government or other securities” and the word “investments” were substituted for the word “securities” wherever that word occurs elsewhere in the said section.

3. In this Act—

Interpretation.

The several words and expressions to which meanings are assigned by the Acts wholly or partly incorporated herewith or by the Gas Undertakings Acts 1920 to 1934 shall have the same respective meanings unless there be something in the subject or context repugnant to such construction;

“The Company” means the West Yorkshire Gas Distribution Company;

“The directors” means the directors of the Company;

“The undertaking” means the undertaking of the Company for the time being authorised;

“The limits of supply” means the limits within which the Company are for the time being authorised to supply gas (including gas produced at coking plants);

“The Act of 1938” means the West Yorkshire Gas Distribution Act 1938;

“The Minister” means the Minister of Fuel and Power.

Extension
of powers of
Company.

4. In addition to the powers conferred on the Company by the Act of 1938 the Company may manufacture gas and may produce purchase store sell dispose of and deal in gas coke patent fuel tar pitch asphaltum ammoniacal liquor sulphate of ammonia and all other products refuse or residuum arising from or produced by the manufacture of gas or the materials used therein and may manufacture and sell such articles as can be produced from or by means of the several matters or things aforesaid or any of them and may purchase and store coal oil and other materials employed in the manufacture of gas and generally may carry on any business usually carried on by a gas company or which is or may become incidental thereto:

Provided that nothing in this section shall authorise the Company in contravention of the provisions of the West Riding of Yorkshire Rivers Act 1894 to discharge into any watercourse within the meaning of the Land Drainage Act 1930 any solid or liquid matter.

As to
manufacture
and storage
of gas.

5. The Company shall not manufacture gas or any residual products or store gas upon any lands acquired by them unless the lands are described in some Act of Parliament or Order having the force of an Act being an Act or Order authorising the Company to manufacture gas or such products or to store gas as the case may be on those lands:

Provided that the Company may upon any lands acquired by them store gas with the previous consent in writing of the owner lessee and occupier of every dwelling-house situate within three hundred yards of the site where such gas is intended to be stored.

Construction
of gasworks.

6. Subject to the provisions of this Act the Company may upon the lands described in the schedule to this Act so long as they are possessed of the same erect maintain alter improve and renew gasworks with all necessary machinery and apparatus and do all such acts as may be proper for making and storing gas and (subject to the provisions of the Act of 1938) for supplying gas (including gas produced at coking plants) and may also upon the said lands work up and convert the residual products arising directly therefrom.

Saving for
town and
country
planning.

7. The provisions of the Town and Country Planning Acts 1932 and 1943 and the Town and Country Planning Act 1944 and of any order scheme or regulation made under those Acts or under any enactment repealed by those Acts so far as those provisions are from time to time in force in respect of the land on which any development within the meaning of those Acts is carried out under this Act shall apply to that development.

8.—(1) The Company may from time to time raise additional capital not exceeding in the whole nine hundred and fifty thousand pounds by the creation and issue of new ordinary shares or new preference shares of one pound each or wholly or partly by either of those modes respectively:

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 share capital than shall be sufficient to produce including any premiums and allowing for any discounts which may be obtained or allowed on the issue thereof the sum of nine hundred and fifty thousand pounds.

(2) Notwithstanding anything in section 7 (Capital) of the Act of 1938 the Company may after the passing of this Act create and issue any capital which by the Act of 1938 they are authorised to issue but have not issued at the passing of this Act by the creation and issue of ordinary or preference shares or wholly or partly by either of those modes respectively.

9. The additional capital created by the Company under this Act shall form part of the general capital of the Company and save as is otherwise expressly provided by this Act the holders thereof respectively in proportion to the amount of their shares shall be subject to the same powers provisions liabilities rights privileges and incidents in all respects as holders of share capital of the Company of the same class or description existing at the date of the passing of this Act.

10.—(1) Subject to the provisions of the Gas Undertakings Act 1934 as applied to the Company all share capital created and issued under this Act shall be issued in accordance with the provisions of this section.

(2) All share capital 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 directors shall from time to time determine:

Provided as follows:—

(a) Notice of the intended sale shall be given in writing to the clerk of the council of every county borough borough and urban and rural district wholly or partly included within the limits of supply and to the secretary of the Stock Exchange London at least seven 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;

- (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 Minister not less than twenty-four hours before but not to be opened until after the day of auction or last day for the reception of tenders as the case may be;
- (c) In the case of a sale by auction no lot offered for sale shall comprise share capital of greater nominal value than one hundred pounds and a bid (other than the first bid) shall not be recognised unless it is in advance of the last preceding bid;
- (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 except that the offer by tender of any holder of share capital of the Company may be accepted in preference to the offer of the same sum by any person not such a holder and preference may in like manner be given to the offer of any employee of the Company;
- (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 share capital which has been so offered for sale and is not sold may be offered at the reserve price to the holders of share capital of the Company in accordance with the provisions of sections 18 19 and 20 of the Companies Clauses Act 1863 and to employees of the Company in such proportions as the directors may think fit or to either or both of those classes of persons only:

Provided that in the case of an offer to holders of share capital if the aggregate amount of any class of share capital applied for shall exceed the amount thereof 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) As soon as possible after the conclusion of the sale or sales the Company shall send a report thereof to the Minister stating the total amount of each class of share capital sold the total amount (if any) obtained as premium or allowed as discount in each case and the highest and lowest price obtained for each class of share capital.

11. The Company may create and issue debenture stock subject to the provisions of Part III of the Companies Clauses Act 1863 as amended in its application to the Company and of section 15 (Debenture stock) of the Act of 1938.

12. All money to be raised by the Company on mortgage or by the issue of 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 commencement of this Act: Priority of mortgages and debenture stock over other debts.

Provided that this priority shall not affect any claim against the Company or their property in respect of any rentcharge granted or to be granted by them in pursuance of the Lands Clauses Acts or in respect of any rent or sum 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.

13. All mortgages granted by the Company in pursuance of the powers of any Act before the passing of this Act and subsisting at the passing hereof shall during the continuance of such mortgages and subject to the provisions of the Act under which such mortgages were granted have priority over any mortgages granted 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. Existing mortgages to have priority.

14. 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 one-tenth of the amount for the time being borrowed by the Company or ten thousand pounds whichever is the less. Appointment of receiver.

15.—(1) All money 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 share capital shall not be considered as part of the capital of the Company entitled to dividend. Application of money.

(2) The Company may apply to any of the purposes of this Act to which capital is properly applicable any money which they have raised or are authorised to raise under the Act of 1938.

16.—(1) So long as this section continues in force it shall not be lawful without the consent of the Treasury to exercise the powers of borrowing or raising capital conferred by this Act (other than the power of borrowing to pay the costs charges and expenses of this Act hereinafter defined). Saving for powers of Treasury.

(2) Section one hundred and thirteen of the Stamp Act 1891 (which in the case of any increase in the amount of nominal share capital of a company being authorised by any Act charges stamp duty on a statement of the amount of such increase to be delivered within one month from the passing of the Act) shall as amended by any subsequent enactment have effect as respects any share capital authorised to be raised by this Act as if this Act had been passed on the date when such consent as aforesaid is given as respects that capital or on the date when this section expires whichever first occurs.

2 & 3 Geo. 6.
c. 62.

9 & 10 Geo. 6.
c. 58.

(3) This section shall continue in force so long as the making of an issue of capital in the United Kingdom without the consent of the Treasury is prohibited by regulations made under the Emergency Powers (Defence) Act 1939 or under that Act as extended by any subsequent enactment including the Supplies and Services (Transitional Powers) Act 1945 or so long as the borrowing or raising of money in Great Britain without the consent of the Treasury is prohibited by an order made under section 1 of the Borrowing (Control and Guarantees) Act 1946.

Profits of
Company
limited.

17. The Company shall not in any year pay out of their profits any larger dividend on their capital than—

- (a) at the rate of ten pounds in respect of every one hundred pounds of ordinary capital created under the Act of 1938 and issued either under the Act of 1938 or this Act (hereinafter in this section referred to as "the original capital");
- (b) at the rate of seven pounds in respect of every one hundred pounds of ordinary capital created and issued under this Act (hereinafter in this section referred to as "the additional capital"); and
- (c) at the rate of five pounds (or such higher rate as may be approved by the Minister) in respect of every one hundred pounds of their capital as shall be issued as preference capital;

unless a larger dividend be at any time necessary to make up the deficiency of any previous dividend in respect of the original capital or the additional capital which shall have fallen short of the said yearly rate of ten pounds or seven pounds (as the case may be) per centum per annum. Provided that the Company shall not be entitled in any subsequent year to make up the deficiency of any dividend on any ordinary capital in respect of any year in which any payment has been made to the holders of that capital under the section of this Act of which the marginal note is "Payment of interest out of capital."

18. In case in any half-year (other than any half-year in respect of which interest out of capital has been paid on ordinary share capital of the Company under the section of this Act of which the marginal note is "Payment of interest out of capital") the funds of the Company applicable to dividend shall be insufficient to pay the full amount of dividend at the maximum rate prescribed by the section of this Act of which the marginal note is "Profits of Company limited" on each class of ordinary share capital of the Company a proportionate reduction shall be made in the dividend on each class.

Dividends on different classes of ordinary capital to be paid proportionately.

19.—(1) Notwithstanding anything in this Act the Company may out of any money raised after the passing of this Act pay and charge to capital account interest at such rate not exceeding (except with the consent of the Minister) five pounds per centum per annum as the directors may determine to any shareholder on the amount from time to time paid up on any shares or stock created and issued after the passing of this Act and held by him from the respective times of such payments until the expiration of five years from the passing of this Act or for such less period as the directors may determine but subject always to the conditions hereinafter stated (that is to say):—

Payment of interest out of capital.

- (a) No such interest shall accrue in favour of any shareholder for any time during which any call on any of his shares or stock is in arrear;
- (b) The aggregate amount to be so paid for interest shall not exceed one-fifth of the capital created and issued after the passing of this Act and for the time being issued and paid up and the amount so paid shall not be deemed capital in respect of which the borrowing powers of the Company may be exercised;
- (c) Notice that the Company have power so to pay interest out of capital shall be given in every prospectus advertisement or other document of the Company inviting subscriptions for shares or stock;
- (d) The yearly accounts of the Company shall show the amount of capital on which and the rate at which interest has been paid in pursuance of this section.

(2) The Company may charge to capital account the interest accruing during the period of five years from the passing of this Act or such less period as the directors may determine on all or any moneys borrowed after the passing of this Act or raised by the issue of debenture stock after

the passing of this Act for the purpose of providing funds for any purpose to or which capital may under the provisions of this Act be applied or expended.

(3) Save as hereinbefore set forth no dividend or interest shall be paid out of any capital raised after the passing of this Act or any money borrowed or raised by the issue of debenture stock by the Company after the passing of this Act to any shareholder on the amount of the calls made in respect of the shares or stock or to any mortgagee or debenture stockholder in respect of the mortgages or debenture stock held by him but nothing in this Act shall prevent the Company from paying to any shareholder such interest on money advanced by him beyond the amount of the calls actually made as is in conformity with the Companies Clauses Consolidation Act 1845.

Application
of provisions
of Act of 1938.

20. The following provisions of the Act of 1938 shall extend and apply to the additional capital authorised by this Act as if the same were created under the authority of that Act:—

Section 8 (Shares not to be issued until one-fifth paid);

Section 9 (Preference shares) as hereafter by this Act amended;

Section 10 (Power to issue shares as stock).

Application
of section 1
of Gas
Undertakings
Act 1934.

21. Notwithstanding anything in section 81 (As to application of general Acts) of the Act of 1938 the Company shall for the purposes of subsections (1) (2) (3) and (4) of section 1 of the Gas Undertakings Act 1934 be deemed to be "undertakers" within the meaning of the Gas Undertakings Acts 1920 to 1934.

Amendment
of Act of 1938.

22. The Act of 1938 shall be read and have effect as if in section 17 (Limit of interest on mortgages and debenture stock) the words "for the purposes of the undertaking" were substituted for the words "under the authority of this Act."

Repeal.

23. The following provisions of the Act of 1938 are hereby repealed:—

The proviso to section 3 (Incorporation of Acts);

In section 9 (Preference shares) the words "The amount of capital issued as preference shares under the provisions of this section shall not at any time exceed the amount of capital issued as ordinary shares."

Section 11 (Profits of Company limited);

Section 13 (Appointment of receiver)

Section 56 (As to storage of gas).

Costs of Act.

24. All the costs charges and expenses of and incidental to the preparing applying 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 defrayed out of revenue.

The SCHEDULE referred to in the foregoing Act.

LANDS FOR THE MANUFACTURE AND STORAGE OF GAS.

Land in the parish of Morley and borough of Morley in the administrative county of the west riding of Yorkshire comprising:—

- (a) So much of the enclosure numbered 78 on the 1/2500 Ordnance map Yorkshire West Riding sheet CCXXXIII.5 (revision of 1932) (excluding that portion of the said enclosure comprising 580 square yards or thereabouts situate east of an imaginary line drawn in a northerly direction from a point in the southern boundary of the said enclosure 25 yards westward from the south eastern corner of the enclosure) as lies to the north of an imaginary straight line drawn parallel to and at a distance of 24 yards from the centre line of the London and North Eastern Railway (Ardsley and Laisterdyke branch);
- (b) So much of the enclosure numbered 35 as is shown on the 1/2500 Ordnance map Yorkshire West Riding sheet CCXXXIII.5 (revision of 1932) and so much of the said enclosure as is shown on the 1/2500 Ordnance map Yorkshire West Riding sheet CCXXXIII.1 (revision of 1931) and lies to the south of an imaginary straight line drawn at a right angle from a point on the eastern boundary 63 yards or thereabouts measured in a northerly direction along the said boundary from the most southerly point on the said boundary shown on the said sheet to the point at which the said imaginary straight line would intersect the western boundary of the said enclosure.

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