



CHAPTER cxxix.

An Act to incorporate and authorise Commissioners to [A.D. 1888.
 supply with Gas the city of Edinburgh, burgh of Leith,
 and districts and places adjacent; and to transfer to them
 the gasworks and gas undertakings of the Edinburgh Gas
 Light Company, and the Edinburgh and Leith Gas Light
 Company; and for other purposes. [24th July 1888.]

WHEREAS by the Act 58 George III., chapter sixty-seven, 58 Geo. III.,
 intituled “An Act for lighting the city and suburbs of Edin- c. lxvii.
 burgh, and places adjacent, with gas,” a company was incorporated (1818).
 by the name of the Edinburgh Gas Light Company (hereinafter
 called “the Edinburgh Company”), with power to raise money and
 construct works and supply gas:

And whereas in the tenth year of the reign of His Majesty King 10 Geo. IV.
 George IV., another Act was passed relating to the Edinburgh c. ii. (1829).
 Company intituled “An Act for enabling the Edinburgh Gas Light
 Company to raise a further sum of money, and for other purposes
 relating thereto”:

And whereas in the third year of the reign of Her present 3 Vict. c.
 Majesty Queen Victoria, another Act was passed relating to the xiii. (1840).
 Edinburgh Company, intituled “An Act for enabling the Edinburgh
 Gas Light Company more effectually to light with gas the town of
 Leith, the vicinity thereof, and other places in the county of
 Edinburgh; and for altering and enlarging the powers of the said
 Company”:

And whereas by the Act 3 Victoria, chapter twelve, intituled “An 3 Vict. c. xii.
 Act for the better lighting with gas the city of Edinburgh and town (1840).
 of Leith, and places adjacent,” another Company was incorporated
 by the name of the Edinburgh and Leith Gas Light Company
 (hereinafter called “the Leith Company”), with power to raise

[Ch. cxxix.] *Edinburgh and Leith Corporations* [51 & 52 Vic.]
Gas Act, 1888.

A.D. 1888. money and construct works and supply gas within the same districts and places as the Edinburgh Company :

And whereas the Edinburgh Company and the Leith Company have under their said respective Acts established works for the manufacture of gas, and have supplied gas therefrom to the city of Edinburgh, burgh of Leith, and districts and places adjacent, and to the inhabitants thereof :

And whereas an agreement has been entered into between the lord provost, magistrates and council of the city of Edinburgh and the provost, magistrates and council of the burgh of Leith (who are hereinafter referred to as "the Corporations") on the one part, and the Edinburgh Company on the other part, for the purchase and sale of the gasworks and gas undertaking and property of the Edinburgh Company, and such agreement has since, by consent of the parties thereto, been modified, and the said agreement, as modified, with the terms and conditions thereof, appear in the schedule (A) to this Act annexed :

And whereas an agreement has been entered into between the Corporations on the one part and the Leith Company on the other part, for the purchase and sale of the gasworks and gas undertaking and property of the Leith Company, and such agreement has since, by consent of the parties thereto, been modified, and the said agreement, as modified, with the terms and conditions thereof, appear in the schedule (B) to this Act annexed :

And whereas it is expedient that the said agreements as set forth should be confirmed, and that Commissioners (hereinafter called "the Commissioners") should be incorporated and should be authorised to carry out the same, and the Edinburgh Company and the Leith Company should be authorised and empowered respectively to transfer their said undertakings with all rights, powers, privileges, property and effects to the Commissioners on the terms and conditions hereinafter specified, and that the Commissioners after the transfer thereof should be authorised to manufacture, sell and supply gas within the limits prescribed by this Act, and to exercise the other powers in this Act set forth :

And whereas it is expedient that the powers hereinafter contained should be conferred on the Companies and on the Commissioners respectively :

And whereas the purposes 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 Queen's most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and

[51 & 52 Vict.] *Edinburgh and Leith Corporations* [Ch. cxxix.]
Gas Act, 1888.

Commons, in this present Parliament assembled, and by the A.D. 1888.
 authority of the same, as follows :—

1. This Act may for all purposes be cited as the Edinburgh and Leith Corporations Gas Act, 1888. Short title.

2. Sections twenty-four to thirty-four both inclusive, of the Lands Clauses Consolidation (Scotland) Act, 1845, shall be incorporated with this Act. Incorporation of sections of Lands Clauses Act.

3. The Commissioners Clauses Act, 1847, shall be and the same is (except when expressly varied by or inconsistent with this Act) incorporated with this Act, with the exception of the following clauses and provisions, that is to say :— Incorporation of Commissioners Clauses Act.

With the exception of clauses six and seven ;

And with the exception of the provisions with respect to the election and rotation of the Commissioners, when the Commissioners are to be elected by the ratepayers, or other like class of electors ;

And with the exception of the provisions with respect to the meetings and other proceedings of the Commissioners, and their liabilities, but not including in such exception clauses fifty-one, fifty-two and fifty-three ;

And with the exception of clauses fifty-six and fifty-nine ;

And with the exception of the provisions with respect to the accounts to be kept by the Commissioners ;

And with the exception of the provisions with respect to the giving notices and orders, but not including in such exception clauses ninety-nine and one hundred ;

And with the exception of clauses eighty-six, eighty-seven and one hundred and five to one hundred and eight (both inclusive).

4. The provisions of the Gasworks Clauses Act, 1847 (except the provisions with respect to the amount of profit to be received by the undertakers when the gasworks are carried on for their benefit), and the Gasworks Clauses Act, 1871, except section thirty-five (accounts, &c.), so far as the same respectively are applicable for the purposes of, and are not varied by, or inconsistent with this Act, shall apply to the gas undertaking in the hands of the Commissioners. Application of Gasworks Clauses Acts.

5. The following words and expressions shall have the several meanings hereby assigned to them, that is to say :— Interpretation of terms.

“ Commissioners ” shall mean the Commissioners incorporated by this Act ;

A.D. 1888.

- “Clerk” and “treasurer” shall mean the clerk and treasurer respectively for the time being, to be appointed by the Commissioners;
- “The city of Edinburgh” shall mean and include the city and burgh within the limits described and defined in the Edinburgh Municipal and Police Acts, 1879 to 1887;
- “The burgh of Leith” shall mean and include the burgh of Leith within the limits described and defined in the Act passed in the second and third year of the reign of His late Majesty King William the Fourth, intituled “An Act to amend the representation of the people in Scotland,” which limits form the existing municipal and police boundaries of the said burgh;
- “The Corporation of Edinburgh” shall mean the lord provost, magistrates and council of the city of Edinburgh;
- “The Corporation of Leith” shall mean the provost, magistrates and council of the burgh of Leith;
- “The Corporations” shall mean the Corporation of Edinburgh and the Corporation of Leith;
- “The Edinburgh Company” shall mean the Edinburgh Gas Light Company;
- “The Leith Company” shall mean the Edinburgh and Leith Gas Light Company;
- “The Companies” shall mean the Edinburgh Company, and the Leith Company;
- “Shareholder” or “shareholders” shall mean shareholder or shareholders or holder or holders of shares in either of the Companies, and shall include persons, companies and corporations;
- “Shares” shall mean and include shares, half shares, quarter shares and any other multiple of a share in either of the Companies;
- “Annuity” or “annuities” shall mean the Edinburgh and Leith Corporations Gas annuities, created by and payable under this Act;
- “Annuitant” or “annuitants” shall mean any person or persons, companies and corporations entitled and holding Edinburgh and Leith Corporations Gas annuities created by and payable under this Act;
- “Lands and heritages” shall have the same meaning as is assigned to that expression in the public Act, seventeenth and eighteenth Victoria, chapter ninety-one, intituled “An Act for the valuation of lands and heritages in Scotland,” and “the Valuation Acts” shall mean the Act last mentioned, and include any Acts extending and amending the same; and the “valuation roll” or “valuation rolls” shall mean the roll or rolls made up in terms of the said Acts;

A.D. 1888.

“Sheriff,” unless where otherwise provided, shall mean the sheriff of the Lothians and Peebles, or any one of his substitutes within the county of Edinburgh ;

“The undertaking” or “the undertakings” shall mean and include all the lands and heritages, gasworks, purifiers, tanks, gasholders, exhausters, engines, boilers, apparatus, machinery, mains, pipes, plant, implements of trade, stock in trade, meters, stoves, fittings, and all coal, coke, stores, materials, horses, carts, railways and sidings, railway waggons, residuary products, books, property, business, rights, servitudes, easements, contracts, powers and privileges of the Companies respectively ;

“The recited Acts” shall mean and include the Acts hereinbefore mentioned of and relating to the Companies ;

“The date of transfer” shall mean the first day of August, one thousand eight hundred and eighty-eight.

6. From and after the passing of this Act, the lord provost of the city of Edinburgh, and the provost of the burgh of Leith, both for the time being, with fifteen persons to be elected by the Corporation of Edinburgh, and six persons to be elected by the Corporation of Leith, shall be and are hereby appointed Commissioners for carrying this Act into execution, and shall be a body corporate under the name and style of “the Edinburgh and Leith Corporations Gas Commissioners,” and shall have perpetual succession and a common seal, with power to sue and be sued, and to purchase, acquire, take, hold, and dispose of lands and other property for the purposes of this Act, and all the other powers and privileges of a body corporate ; and the lord provost of the city of Edinburgh, for the time being, shall be chairman of the said Commissioners.

Constitution
of Commis-
sioners.

7. The Corporations shall, as soon as may be, but not later than the second Tuesday after the passing of this Act, at a meeting to be held on the same day of these respective bodies, to be called by the town clerks of the Corporations respectively for that purpose, proceed to the election of and elect Commissioners under this Act ; and the said elected Commissioners, or any of them, may be members of the said respective Corporations or not, as to the Corporations shall respectively seem fit ; and the said elected Commissioners shall continue in office until the third Tuesday in the month of November, one thousand eight hundred and eighty-nine, when, and in every year thereafter on the third Tuesday in the month of November, one-third of such Commissioners, namely, five of those elected by the Corporation of Edinburgh, and two of those elected by the Corporation of Leith shall go out of office, and other Commissioners shall, on the said third Tuesday in the month of November,

Election of
Commis-
sioners.

A.D. 1888. — one thousand eight hundred and eighty-nine, and on the third Tuesday in the month of November in every year thereafter, be elected as aforesaid to supply the place of the Commissioners going out of office by the Corporations hereby authorised respectively to elect Commissioners: And the Corporations respectively shall, at their meeting on the third Tuesday of November, one thousand eight hundred and eighty-nine, fix and determine the order in which the elected Commissioners shall retire in that and the two subsequent years: Provided always that the Commissioners going out of office may be re-elected; and thereafter the persons so elected or re-elected shall hold office for the period of three years from the date of their election or re-election: Provided further, that in the event of any vacancy other than by rotation occurring among the Commissioners, the person elected to fill such vacancy shall without prejudice to his re-election, hold office only for the period during which the Commissioner, in whose place he shall have been elected, would have held the same.

Clerk to give notice.

8. The clerk shall give notice in writing of its being necessary to make such annual election to the town clerks of Edinburgh and Leith respectively, one month at least previous to the said third Tuesday in November in the year one thousand eight hundred and eighty-nine, and previous to the third Tuesday of November in every subsequent year; and the said town clerks respectively shall immediately after such election intimate in writing to the clerk the names of the Commissioners so elected; and if, by reason of any neglect or other cause, there shall be any default in the election of any of the said persons, or in case any person elected shall decline to accept, or shall die, resign, or become disqualified, or a vacancy shall arise from any other cause, it shall, notwithstanding, be competent to the other Commissioners to carry this Act into execution until the vacancies so arising shall have been supplied in manner after provided.

Cases of non-election, non-acceptance, death, resignation or disqualification of Commissioners.

9. In cases of such non-election or non-acceptance, or of the death, resignation or disqualification of any of the Commissioners to be so elected, or of a vacancy arising from any other cause, it shall be lawful for the Corporation by whom such election should have been made, or by whom the person declining to accept, or dying, resigning, or becoming disqualified, or otherwise causing a vacancy, was elected, to elect from among their own number or otherwise as aforesaid, a Commissioner or Commissioners to supply the vacancy or vacancies thence arising; and, failing their doing so within one month after such vacancy or vacancies shall have been intimated to them which the clerk is hereby required to do imme-

diately upon the occurrence thereof, or as soon thereafter as may be, it shall be lawful for the Commissioners, at their first meeting after the expiration of such month, to elect from among the members of the Corporation so failing, or otherwise as aforesaid, a Commissioner or Commissioners to supply such vacancy or vacancies. A.D. 1888.

10. The Commissioners shall hold their first meeting at Edinburgh, on the day after the first election of Commissioners by the Corporations by virtue of this Act, and shall hold an annual meeting on the second Wednesday of March, or within ten days thereafter, and may hold such other meetings at such place and time as the Commissioners shall from time to time fix; and the chairman shall have power to authorise meetings of the Commissioners, to be called by the clerk, for carrying the purposes of this Act into execution; and all such meetings (except the first meeting) shall be called by intimation, either sent by post or delivered to each of the Commissioners, at least twenty-four hours before such meetings are held: Provided always that it shall be lawful for the clerk, upon a requisition addressed to him by three or more of the Commissioners, to call meetings, which shall be convened in manner before provided; and at all meetings the questions there considered shall be decided by the votes of the majority present, and the chairman of the Commissioners, or in his absence the president of the meeting to be chosen by the Commissioners present, shall have a deliberative vote as well as a casting vote in case of equality; and nine Commissioners shall be a legal quorum for carrying the whole purposes of this Act into execution; and it shall be lawful for the Commissioners present at any meeting to adjourn the same to any day which they may fix. Meetings of Commissioners.

11. The Commissioners may, from time to time, appoint committees of their number for carrying the various purposes of this Act into execution, except as to the fixing of the price of gas, the borrowing of money, and the making of any requisition on the Corporations with respect to any rate or assessment authorised to be made and levied under this Act, and may delegate to such committees the powers competent to the Commissioners in whole or in part, and may name the convener of such committees and the quorum thereof, and every committee so appointed may meet from time to time, and may adjourn from place to place as they think proper. Power to appoint committees.

12. The Commissioners, or any committee of their body thereunto empowered, may contract with any person in carrying out or putting into execution any of the purposes or operations hereby, or by the recited Acts authorised; and every such contract shall be signed by the chairman of the Commissioners or president of the Commissioners may make contracts.

A.D. 1888. meeting at which such contract shall be made, and by the clerk and treasurer.

Commissioners not to execute works, &c.

13. It shall not be lawful to employ any Commissioner or member of the Corporations, or the partner in business of any Commissioner or member of the Corporations, to execute any of the operations by this Act or by the recited Acts authorised; and it shall not be lawful to appoint any person who shall have been a Commissioner, or a member of the Corporations, to any office of emolument in the gift of the Commissioners, until the expiration of twelve months after he shall have ceased to be a Commissioner, or a member of the Corporations respectively.

Clerk may act for Commissioners.

14. Except in so far as by this Act otherwise expressly provided, all proceedings to be taken by or on behalf of the Commissioners and all notices required to be given may be taken and given by the clerk, who shall be entitled to represent the Commissioners and to act on their behalf.

Proceedings to be entered in a book, and when signed shall be received as evidence.

15. The Commissioners shall cause entries of all the proceedings of the Commissioners, with the names of the Commissioners who shall attend each meeting, to be duly made from time to time in books to be provided for the purpose, which shall be kept by the clerk, and every such entry shall be signed by the chairman of the Commissioners or president of the meeting at which the proceedings took place, or otherwise as the Commissioners may determine, and such entry so signed shall be received as evidence in all courts and before all judges, justices and others, without proof of such meeting having been duly convened or held, or of the persons attending such meeting having been or being Commissioners, or of the signature of the chairman or president or other Commissioner, or of the fact of his having been chairman or president, or authorised by the Commissioners, all of which last-mentioned matters shall be presumed until the contrary is proved, and such books shall at all reasonable times be open to the inspection of any of the Commissioners.

Agreement with Edinburgh Company confirmed.

16. The agreement, dated the eighth, sixteenth, and eighteenth days of November, one thousand eight hundred and eighty-seven, entered into between the Corporations on the one part, and the Edinburgh Company on the other part, as set forth in schedule (A) to this Act, is hereby, subject to the provisions of this Act, ratified and confirmed, and may and shall be carried into effect according to the true intent and meaning thereof; and it is hereby declared that the Commissioners shall be in all respects in the room and place of the Corporations in the said agreement.

17. The agreement, dated the twenty-ninth day of June, one thousand eight hundred and eighty-eight, entered into between the Corporations on the one part and the Leith Company on the other part, as set forth in schedule (B) to this Act, is hereby, subject to the provisions of this Act, ratified and confirmed, and may and shall be carried into effect according to the true intent and meaning thereof; and it is hereby declared that the Commissioners shall be in all respects in the room and place of the Corporations in the said agreement.

A.D. 1888.
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 Agreement
 with Leith
 Company
 confirmed.

18. On the date of transfer the Commissioners shall pay to the Edinburgh Company the sum of twenty-seven thousand pounds, and the Edinburgh Company shall grant a receipt and discharge to the Commissioners, signed by a quorum of the directors of the Edinburgh Company, for the said sum, and thereupon the undertaking of the Edinburgh Company shall vest and become vested in and transferred to the Commissioners, subject to payment of the annuities to the shareholders of the Edinburgh Company as after mentioned, and the debts and obligations of the Edinburgh Company at the date of transfer (other than revenue debts and liabilities as after specified); and the said discharge shall be recorded in the books of council and session, and the production of a copy of this Act purporting to be printed by Her Majesty's Printers, and of an official extract from the books of council and session of the said discharge shall be conclusive evidence of the vesting of the undertaking of the Edinburgh Company in the Commissioners: Provided always, that from the transfer made by this Act of the undertaking of the Edinburgh Company there is excepted all cash in the hands of the Edinburgh Company and all securities representing cash at the date of transfer, also all sums owing by customers or others for gas supplied, or for secondary products, or other ordinary income, and all debts on current accounts up to the date of transfer.

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19. On the date of transfer the Commissioners shall pay to the Leith Company the sum of eleven thousand pounds, and the Leith Company shall grant a receipt and discharge to the Commissioners, signed by a quorum of the directors of the Leith Company, for the said sum, and thereupon the undertaking of the Leith Company shall vest and become vested in and transferred to the Commissioners, subject to payment of the annuities to the shareholders of the Leith Company as after mentioned, and the debts and obligations of the Leith Company at the date of transfer (other than revenue debts and liabilities as after specified); and the said discharge shall be recorded in the books of council and session, and the production of a copy of this Act purporting to be printed by

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A.D. 1888. Her Majesty's Printers and of an official extract from the books of council and session of the said discharge shall be conclusive evidence of the vesting of the undertaking of the Leith Company in the Commissioners: Provided always, that from the transfer made by this Act of the undertaking of the Leith Company there is excepted all cash in the hands of the Leith Company and the following securities and investments representing cash at the date of transfer, namely, loan on bond to the Commissioners for the Harbour and Docks of Leith for twelve thousand five hundred pounds, Edinburgh and District Water Annuities standing on the books of the Leith Company at the value of seven hundred and twenty-three pounds one shilling and sixpence, and the heritable property of the Leith Company, situate in St. Andrew Square, Edinburgh, standing on the said books at the value of eight thousand five hundred pounds, also all sums owing by customers or others for gas supplied, or for secondary products, or other ordinary income, and all debts on current accounts up to the date of transfer.

Commis-
sioners to
pay for
stores.

20. The Commissioners shall, as at the date of transfer, pay to the Companies respectively the price of the stores of coal and other materials, stocks of secondary products, implements, meters and pipes in store or in hand, and gas within gasholders and pipes, belonging to the Companies respectively, as may be agreed on, or, failing agreement, as may be determined by arbitration: Provided that, although the value of the gas in the said gasholders and pipes may not have been ascertained at the time of vesting as aforesaid, the Commissioners may use the same, paying for the said gas on the value thereof being ascertained as herein provided.

Commis-
sioners to
repay the
Edinburgh
Company
sums ex-
pended on
capital
account.

21. The Commissioners shall also, on the date of transfer, repay to the Edinburgh Company all sums expended by that Company, with the previously obtained sanction in writing of the Corporations, on capital account since the first day of April, one thousand eight hundred and eighty-seven, in accordance with the provisions in that behalf of the agreement in schedule (A) to this Act: Provided always that the Edinburgh Company shall be bound to exhibit vouchers or discharges, or other evidence of the expenditure of such sums on capital account.

Commis-
sioners to
repay Leith
Company
sums ex-
pended on
capital
account.

22. The Commissioners shall also, on the date of transfer, take over and pay the bank loan debt of the Leith Company, amounting to the sum of eleven thousand seven hundred pounds, in so far as the said bank loan debt has been applied to capital expenditure, and shall also repay to the Leith Company all sums expended by the Leith Company with the previously obtained sanction in writing of

the Corporations, on capital account since the twenty-ninth day of June, one thousand eight hundred and eighty-eight, in accordance with the provisions in that behalf of the agreement in schedule (B) to this Act: Provided always that the Leith Company shall be bound to exhibit vouchers or discharges, or other evidence of the expenditure of the amount of said bank loan debt and the other sums on capital account. A.D. 1888.

23. The Commissioners shall, on the date of transfer, take over the mortgage or debenture debts of the Leith Company, amounting to twenty thousand pounds, set forth in schedule (C), to this Act, and shall relieve the Leith Company from all liability for payment of the same, and all interest due thereon from the date of transfer; and the Commissioners may, by agreement with the persons entitled thereto, continue or renew the said mortgage or debenture debts when they severally become due and payable on any terms the Commissioners may think fit, and, on payment, may take and, if necessary, record discharges by the holders of said mortgage or debenture debts in favour of the Commissioners. Commissioners to take over mortgage or debenture debts of the Leith Company.

24. The Companies shall respectively pay all debts due by them as at the date of transfer, for materials purchased and delivered, and for repairs and furnishings made and work done, also all wages and salaries to servants, and all other debts and liabilities on revenue account incurred at and prior to that date, and the dividends earned or accrued up to the date of transfer. Companies to pay debts affecting revenue.

25. On and after the payment of the said sum of twenty-seven thousand pounds to the Edinburgh Company, this Act shall, as respects the lands and heritages of the Edinburgh Company to become vested in the Commissioners under this Act, be equivalent to a general conveyance thereof by the Edinburgh Company, according to the law of Scotland; and in like manner, on and after the payment of the said sum of eleven thousand pounds to the Leith Company, this Act shall, as respects the lands and heritages of the Leith Company to become vested in the Commissioners under this Act, be equivalent to a general conveyance thereof by the Leith Company according to the law of Scotland; and thereupon, in order to the completion of a title to the said lands and heritages in the Commissioners, it shall be lawful for the Commissioners to expedite one or more notarial instrument or instruments, as they may think fit, in which this Act shall be sufficiently referred to by citing its title, and in which notarial instrument or instruments it shall not be necessary to insert any description of or reference to such lands and heritages, or to any deed or deeds of transmission thereof, but the same may

A.D. 1888. be referred to by narrating or setting forth this section of this Act, and to record such notarial instrument or instruments in the General Register of Sasines applicable to the county of Edinburgh, and in the Register of Sasines applicable to the burgh of Edinburgh, and that in the manner and to the effect prescribed by the Titles to Land Consolidation (Scotland) Act, 1868, and the Conveyancing (Scotland) Act, 1874, or either of the said Acts, or any Act amending these Acts, or any other Acts in force for the time with reference to lands conveyed by general disposition or conveyance, whereupon the Commissioners shall be and be deemed to be infeft in all lands and heritages, and estates in land vested in the Commissioners by this Act, according to the nature of the holding of such lands and heritages, without the necessity of expeding or recording any other deed or instrument in favour of the Commissioners.

Copy of Act
to be duly
stamped.

26. Within three months after the date of transfer the Commissioners shall produce to the Commissioners of Inland Revenue a copy of this Act, printed by Her Majesty's Printers and duly stamped with an ad valorem stamp duty of the same amount as would have been payable in respect of a conveyance of the undertakings of both Companies respectively for the considerations provided by this Act; and if the Commissioners shall not within the said period of three months produce to the Commissioners of Inland Revenue such copy of this Act duly stamped as aforesaid, the said ad valorem duty shall be recoverable from the Commissioners with full costs of suit, and all costs and charges attending the same.

Compensa-
tion to Com-
panies.

27. The Commissioners shall make payment to the several holders of the share capital of the Companies as at the date of transfer of perpetual annuities on the amount of the shares held by them, as hereinafter provided.

Annuities to
shareholders
of Edinburgh
Company.

28. The Commissioners shall pay to the several holders of shares in the capital of the Edinburgh Company, amounting to two hundred thousand pounds, perpetual annuities amounting to twenty thousand pounds, being at the rate of ten pounds per centum per annum on the said sum of two hundred thousand pounds; and every person entitled, on the date of transfer, to any share of the said capital shall be entitled to a proportion of the said aggregate amount of annuities corresponding to the proportion which the amount of the share or shares to which he is entitled bears to the said sum of two hundred thousand pounds.

Annuities to
shareholders
of Leith
Company.

29. The Commissioners shall pay to the several holders of shares in the capital of the Leith Company amounting to one hundred and fifty thousand pounds, perpetual annuities amounting to fourteen

thousand pounds, being at the rate of nine pounds six shillings and eight pence per centum per annum on the said sum of one hundred and fifty thousand pounds; and every person entitled, on the date of transfer, to any share of the said capital shall be entitled to a proportion of the said aggregate amount of annuities corresponding to the proportion which the amount of the share or shares to which he is entitled bears to the said sum of one hundred and fifty thousand pounds. A.D. 1888.

30. The annuities granted and payable to the shareholders of the Companies under the provisions of this Act shall be called "Edinburgh and Leith Corporations Gas Annuities," and shall vest in and belong to the several persons who, on the date of transfer, are shareholders of the Companies, and shall rank *pari passu* with each other. *Annuities to vest in shareholders of Companies.*

31. The annuities shall in all respects be substituted for and represent the shares in the Companies, and the several parties in whom any annuities become vested under this Act shall be possessed thereof respectively upon the same trusts, and subject to the same powers, provisions, charges, and liabilities as those upon and to which their respective shares in the capital of the Companies are, on the date at which the annuities become so vested as aforesaid, held and subject, and the annuities shall be conveyed or affected by any deed, will, or other instrument disposing of or affecting such shares. *Annuities to be substituted for shares in Companies.*

32. The Commissioners shall, at their own expense, grant and issue to every shareholder in whom any annuity becomes vested under this Act, or to his executors, administrators or assignees, on demand in writing made by him or them to the Commissioners, and on delivery to the Commissioners of the certificate of the share or shares held by him or them in the capital of the Companies, or on production of other evidence of his or their right thereto, certificates in the form as nearly as may be contained in the schedule (G) to this Act annexed for the amount of annuities to which such shareholder is entitled under the provisions of this Act; and every certificate shall be signed by the chairman of the Commissioners or the president of the meeting at which the same is authorised, and by one other Commissioner, and also by the clerk and treasurer, and shall be sealed with the seal of the Commissioners; and if in any case the Commissioners shall not be satisfied with the evidence offered of the right to such share or shares, the sheriff may, on appeal to him, decide summarily as to the evidence requisite, and the decision of the sheriff shall be final. *Annuity certificates to be granted.*

33. The said certificates shall contain a notice that the annuity referred to therein is liable, at the option of the Commissioners, to redemption by them, on three months notice, at any term of Whit- *Certificates to be numbered and renewed.*

A.D. 1888. — sunday or Martinmas occurring after the year one thousand nine hundred and eight, at the price of twenty-eight and a half years' purchase thereof, and shall be numbered in arithmetical progression, beginning with number one, and every certificate shall be distinguished by its appropriate number; and any certificate shall be renewed by the Commissioners when lost, worn out or damaged, on production to them of evidence of the right of the annuitant requiring such renewal; and if in any case the Commissioners shall not be satisfied with the evidence offered by any annuitant he may appeal to the sheriff who shall decide summarily what evidence is requisite, and his decision shall be final; and for every such renewed certificate the Commissioners may demand, in addition to the amount of the proper stamp duty, if any, thereon denoted, a sum not exceeding two shillings and sixpence.

Register of annuities.

34. The Commissioners shall keep a book called the "Register of Edinburgh and Leith Corporations Gas Annuities," and shall enter therein from time to time the names and designations of the several annuitants respectively entitled to the annuities, and the respective amount of their annuities; and every annuitant, or if such annuitant be a corporation or a company, its secretary, clerk or agent, may at all convenient times inspect such register gratis, and may require a copy thereof, or any part thereof; and for every hundred words, or any smaller number of words so required to be copied, the Commissioners may demand any sum not exceeding one shilling.

Certificates for altered numbers of annuities.

35. If at any time an annuitant be desirous of having several certificates instead of one, or one certificate instead of several, for his annuities, or any of them, then on any such certificate or certificates being delivered to the Commissioners they may order the same to be cancelled, and shall thereupon issue to him as he may require one or more certificate or certificates (signed and sealed as in this Act provided) for his annuities the certificate or certificates for which is or are so cancelled; and in every such case a proper entry of the substituted certificate or certificates shall be made by the Commissioners in the said register, and for every such substituted certificate the Commissioners may demand any sum not exceeding two shillings and sixpence: Provided that in every such case the amount or the aggregate amount of the annuities for which the substituted certificate or certificates are issued shall be the same as the amount or the aggregate amount of the annuities the certificate or certificates for which is or are so cancelled.

Certificates to be evidence.

36. The said certificates shall be admitted in all courts as *prima facie* evidence of the title of the holder thereof, his executors, adminis-

trators, or assignees, to the annuity therein specified, but the want of such certificate shall not prevent the annuitant from disposing thereof. A.D. 1888.

37. The annuities shall be moveable or personal estate, and transmissible as such, and shall not be of the nature of heritable or real estate. Annuities to be personal estate.

38. Every annuitant may sell and transfer all or any of his annuities, and every such transfer shall be duly stamped, and shall be according to the form in the schedule (H) to this Act annexed, or to the like effect. Form of transfer.

39. Every such transfer (when duly executed) shall be delivered to the Commissioners and be retained by them, and they shall keep a book called the "Register of Transfers of Edinburgh and Leith Corporations Gas Annuities," and shall enter every such transfer therein, and shall indorse such entry on the transfer (such indorsement to be signed by the clerk and treasurer), and shall, on demand, deliver a new certificate (signed and sealed as in this Act provided) to the transferee: Provided always, that on the request of any transferee an indorsement of the transfer to him shall, on the transfer being delivered to the Commissioners, be made on the certificate relating to the annuity so transferred, instead of a new certificate being granted, and such last-mentioned indorsement being signed and sealed as in this Act is provided for the authentication of certificates shall be considered in every respect the same as a new certificate; and for every such entry of a transfer and indorsement, or new certificate, as the case may be, the Commissioners may demand any sum not exceeding two shillings and sixpence, in addition to the stamp duty, if any, denoted on such new certificate. Transfer of annuities to be registered.

40. The Commissioners may close the register of transfers of gas annuities for any period not exceeding fourteen days before the fifteenth day of May and the eleventh day of November yearly; and any transfer made during the time when such register is closed shall, as between the Commissioners and the transferee, but not otherwise, be held as made after that time. As to closing transfer books.

41. If the right to any annuity becomes transmitted in consequence of the death, or bankruptcy, or insolvency of any annuitant, or on the marriage of a female annuitant, or by any lawful means other than by a transfer according to the provisions of this Act, such transmission shall be authenticated by the proper evidence thereof, and by a declaration, in writing, as hereinafter provided; and until Transmis-
 sion of annuities by other means than written transfer to be authenticated by a declaration.

A.D. 1888.

Contents of
declaration
in all cases.

the transmission be so authenticated, no person claiming by virtue thereof shall be entitled to receive any part of the annuity transmitted.

42. Every such declaration shall state the manner in which and the party to whom the annuity is transmitted, and shall be made and signed by some credible person before a justice of the peace or sheriff of any county or city, or other magistrate or person lawfully entitled to take the same, and such declaration shall be left with the Commissioners, and thereupon they shall enter the name of the person entitled under such transmission in the said register of transfers of annuities, and for every such entry the Commissioners may demand any sum not exceeding two shillings and sixpence.

Contents of
declaration
in cases of
transmission
by marriage
or will.

43. If the transmission be on the marriage of a female annuitant, the declaration shall set forth the deed or instrument of transmission (if any), and shall contain a copy of the register of such marriage or other particulars of the celebration or effecting thereof, and shall declare the identity of the wife with the holder of the annuity; and if the transmission be by virtue of any will or testamentary instrument, or by intestacy, the confirmation, or testament testamantar or testament dative, or the probate or letters of administration, or an official copy or extract thereof, shall, with the declaration, be produced to the Commissioners; and upon such production in any of those cases the clerk or treasurer shall make an entry of the declaration in the register of transfers of annuities: Provided always that the term "transmission" in this and the two immediately preceding sections shall include any case of apparent transmission in consequence of the change of name of the annuitant, although the actual ownership of the annuity may remain unaltered.

Commis-
sioners not
bound to
regard trusts.

44. The Commissioners shall not be bound to see to the execution of any trust, whether expressed, implied or constructive, to which any annuity may be subject, and the receipt of the person in whose name any annuity stands in the register of annuities, or in the event of any annuity standing in the names of more than one person, the receipt of any one of such persons shall from time to time be a sufficient discharge to the Commissioners for any money payable in respect of such annuity, notwithstanding any trust to which the same may then be subject, and whether or not the Commissioners have had notice of such trust; and the Commissioners shall not be bound to see to the application of the money paid upon such receipt.

Commence-
ment and
payment of
annuities.

45. The annuities shall be computed from the date of transfer, and shall be paid at the office of the Commissioners, in the city of Edinburgh, in net money, clear of all deductions whatsoever (except income or property tax, legally chargeable thereon), and shall be

payable half-yearly by equal proportions on the fifteenth day of May and eleventh day of November in every year, and the first payment thereof shall be made on the eleventh day of November, one thousand eight hundred and eighty-eight, for the proportion applicable to the period from the date of transfer to that date. A.D. 1888.

46. The Commissioners shall not be bound to pay any annuity until the person entitled thereto has demanded, as by this Act provided, a certificate for such annuity; and any annuity in arrear and not wrongfully withheld by the Commissioners shall not bear interest as against them. Certificates to be demanded before annuities recoverable.

47. The Commissioners may, from time to time, by agreement with any annuitant, redeem all or any of his annuities, and when any annuity is so redeemed an entry of the redemption thereof shall be made in the said register of annuities, and thereupon the redeemed annuity shall be wholly extinguished, and the undertaking and property of the Commissioners freed and discharged thereof. Power to redeem annuities by agreement.

48. The Commissioners may, if they think fit, at any time after the eleventh day of November, one thousand nine hundred and eight, and from time to time, by resolution, determine to pay off and redeem all or any of the annuities to an amount specified in such resolution, at the price of twenty-eight and a half years' purchase of such annuity or annuities. Compulsory redemption of annuities.

49. In the event of the Commissioners resolving to redeem annuities in terms of the immediately preceding section the following provisions shall have effect:— Mode of compulsory redemption of annuities.

- (1.) When the Commissioners have determined by resolution to redeem all such annuities, they shall, as soon as may be after the making of such resolution, cause a notice to be given to every holder of any such annuity or annuities (in this Act referred to as a "notice of redemption"), by sending the same in a registered letter to the address of such holder as entered in the register or transfer book, stating that a sum of money, equivalent to twenty-eight and a-half years' purchase of such annuity or annuities, will, on a day to be named in such notice, be placed to a separate credit in his favour in a chartered or incorporated bank in Scotland, to be specified in such notice, and be paid to him on production and delivery to such bank of the annuity certificate or certificates specified in such notice;
- (2) When the Commissioners have determined by resolution to redeem part only of such annuities, the Commissioners shall, as soon as may be after the making of such resolution, publish notice thereof, at least once in each of two consecutive weeks,

A.D. 1888.

in one or more newspapers circulating in the city of Edinburgh and in the burgh of Leith, and shall in such notice fix a time and place for selecting the number of the annuity or the numbers of the annuities to be redeemed;

- (3) Upon the day specified in such last-mentioned notice the Commissioners shall hold a public meeting in the city of Edinburgh, in some convenient place there, to be fixed by the Commissioners, and to be stated in the said notice; and shall at such public meeting select by lot the number of the annuity or the numbers of the annuities to be redeemed in pursuance of such resolution;
- (4) The Commissioners shall, as soon as may be after the holding of such public meeting, cause a notice of redemption to be given to the holder of the annuity or annuities so selected to be redeemed, by sending the same in a registered letter to the address of such holder as entered in the register or transfer book, stating that a sum of money, equivalent to twenty-eight and a-half years' purchase of such annuity or annuities, will, on a day to be named in such notice, be placed to a separate credit in his favour, at a chartered or incorporated bank in Scotland, to be specified in such notice, and be paid to him on production and delivery to such bank of the annuity certificate or certificates specified in such notice;
- (5) The day to be named in any notice of redemption shall be either the fifteenth day of May, or the eleventh day of November, which shall be next after the expiration of a period of three months after the giving of such notice;
- (6) The Commissioners shall lodge the amount specified in every such notice of redemption to a separate credit in favour of the person named therein at the bank named therein in due time, so that the same may be paid to such person on the day named therein, and the receipt of the bank for the payment of such amount shall be a sufficient discharge to the Commissioners for the same, and thereupon the said annuity or annuities shall, whether the annuity certificate or certificates specified in such notice have or have not been produced and delivered up as aforesaid, be deemed to be and shall be redeemed, and an entry of the redemption of such annuity or annuities shall be made in the register of annuities, and such annuity or annuities shall be wholly extinguished, and thereupon the Commissioners shall cease to pay and be liable for the payment of such annuity or annuities, and the undertaking and property of the Commissioners shall be freed and discharged thereof:

Provided always that for six months only, from the fifteenth day of May, or the eleventh day of November, named in any such notice of redemption, the amount lodged in any such bank as aforesaid, for the redemption of the annuity or annuities named in such notice, shall be at the risk of the Commissioners, and after the expiration of such six months such amount, if allowed to remain in such bank, shall remain there at the risk of the person or persons entitled to the annuity or annuities named in such notice and for redemption of which such amount shall have been so lodged in the bank as hereinbefore mentioned.

A.D. 1888.

50. The annuitants shall be creditors of the Commissioners for payment of the annuities respectively hereinbefore directed to be paid to them, and of the interest thereon and expenses incident thereto, and the said annuities are hereby constituted preferential liens and burdens on the rents, charges and revenues to be levied and received by the Commissioners for the supply of gas and the sale of residual products: Provided always that such preferential lien and burden shall have effect after deduction of the costs, charges and expenses of and incident to carrying the transfer into effect, and the expenses of management, maintenance, manufacture and production, and feu duties, casualties, ground annuals, rates and taxes payable in respect of the undertaking of the Commissioners.

Annuitants
to be pre-
ferential
creditors for
annuities.

51. If any annuity, being payable, be not paid on demand thereof in writing, made by the annuitant or his agent to the Commissioners, the annuitant may sue for and recover the same from the Commissioners, with interest at the rate of five pounds per centum per annum till paid, with expenses.

Annuities
recoverable
by suit.

52. If any dividends or any other sums payable to any person or persons, who, at the date of transfer, were shareholders of the Companies shall remain unpaid on the eleventh day of November, one thousand eight hundred and eighty-eight, the amount thereof shall be consigned by the directors of the Companies respectively in any of the chartered or incorporated banks in Scotland, on a receipt or receipts in the name of the Lord Provost of the city of Edinburgh and the clerk and treasurer, for the time being, as in trust for such shareholders, until such dividends shall be called for by the persons entitled thereto, or their heirs or legal representatives, when the same shall be paid to such persons so entitled, or to such heirs or representatives.

Unpaid divi-
dends to be
consigned in
bank.

53. The Commissioners and the directors of the Companies respectively may make and enter into all such agreements as they shall think proper for the more effectually or conveniently carrying into execution the provisions of this Act, or in relation thereto, and

Commis-
sioners and
Companies
may enter
into agree-
ments for

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 —
 carrying
 Act into
 execution.

such agreements shall be binding upon the Commissioners and upon the Companies respectively, and the same shall, as regards the Commissioners, be signed by the chairman of the Commissioners or president of the meeting at which the agreement is authorised, and by one other Commissioner and the clerk and treasurer, and sealed with the seal of the Commissioners.

Debts and
 liabilities of
 Edinburgh
 Company to
 be dis-
 charged by
 the Com-
 missioners.

54. On and after the date of transfer, all contracts, agreements and obligations previously made, or entered into by the Edinburgh Company, in favour of or with any person or persons whomsoever in relation to the undertaking of the Edinburgh Company, and all liabilities arising out of the same, and all debts and liabilities of the Edinburgh Company, except revenue debts and liabilities shall, subject to the terms of the said agreement set forth in schedule (A) to this Act, be and are hereby transferred to and shall be enforceable by and against the Commissioners, and shall be chargeable and charged upon the undertaking of the Commissioners under this Act, and upon the moneys to be received by the Commissioners under this Act, and shall remain in full force and effect, and be and continue valid in law, and available in all courts of law and equity, until the same be fully satisfied, paid, performed, and discharged.

Debts and
 liabilities of
 the Leith
 Company to
 be discharged
 by the Com-
 missioners.

55. On and after the date of transfer, all contracts, agreements, and obligations previously made, or entered into by the Leith Company, in favour of or with any person or persons whomsoever in relation to the undertaking of the Leith Company, and all liabilities arising out of the same, and all debts and liabilities of the Leith Company, except revenue debts and liabilities shall, subject to the terms of the said agreement set forth in schedule (B) to this Act, be and are hereby transferred to and shall be enforceable by and against the Commissioners, and shall be chargeable and charged upon the undertaking of the Commissioners under this Act, and upon the moneys to be received by the Commissioners under this Act, and shall remain in full force and effect, and be and continue valid in law, and available in all courts of law and equity, until the same be fully satisfied, paid, performed, and discharged.

Actions not
 to abate.

56. No action, suit, prosecution, or other proceeding whatsoever, commenced either by or against the Companies, or either of them, previous to such transference, in relation to the undertaking to be vested in the Commissioners as aforesaid, shall abate or be discontinued or be prejudicially affected thereby; but all such actions, suits, prosecutions, and other proceedings shall continue and take effect either in favour of or against the Commissioners in such and the like manner as the same would have continued and taken

effect in relation to the Companies if such transference had not been made; and all penalties by reason of any offence against the provisions of the recited Acts relating to the Companies, previous to such transference, may be sued for, and all offences which may have been committed before such transference against the provisions of such Acts, or any of them, may be prosecuted in such or the like manner, to all intents and purposes as the same might have been sued for and prosecuted respectively if such transference had not been made. A.D. 1888.

57. Immediately upon the undertaking of the Companies becoming vested in the Commissioners under the provisions of this Act, everything before that time done or suffered under the recited Acts in relation to the undertakings shall be as valid as if the same had not been transferred to the Commissioners; and such transfer shall accordingly be subject, and without prejudice to anything so done or suffered, and to all rights, liabilities, claims and demands, which if the said transfer had not been made would be incident to, or consequent on any and every thing so done or suffered under the said Acts or any of them; and with respect to all such rights, liabilities, claims, and demands, the Commissioners shall, to all intents and purposes, represent the Companies. Proceedings under re-cited Acts saved.

58. The Companies respectively shall, within six weeks after the passing of this Act, furnish to the Commissioners a statement of all their shares and of all their debts and liabilities, so far as known to the Companies respectively, and not payable by the Companies under the provisions of this Act. Companies to furnish statements of their debts.

59. The Commissioners shall, subject to the terms of the agreement in that behalf contained in schedule (A) to this Act, as and from the date of transfer, pay to the officers or employés respectively of the Edinburgh Company mentioned in schedule (D) to this Act, the respective amounts of pensions or retiring allowances specified in the said last-mentioned schedule. Pensions to Edinburgh Company's servants.

60. The Commissioners shall, subject to the terms and conditions of the agreement in that behalf contained in schedule (B) to this Act, as and from the date of transfer pay to the officers or employés respectively of the Leith Company mentioned in schedule (E) to this Act the respective amounts of pensions or retiring allowances specified in the said last-mentioned schedule. Pensions to Leith Company's servants.

61. From and after the date of transfer the Companies shall cease to manufacture, sell and supply gas, as well as all other articles which they are authorised to manufacture and sell under the recited Acts. Companies to cease to manufacture and sell gas.

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Purposes for
which the
Companies to
continue in-
corporated.

62. From and after the date of transfer the Companies respectively shall subsist only for the purpose of recovering and enforcing payment of the rates, rents, charges, and other revenues due or owing to the Companies respectively previous to the date of transfer, and ascertaining and recovering the prices of the stores, stock of products, implements, meters, pipes and gas on hand or in store at that date, and other effects and funds reserved to the Companies under the provisions of this Act, and of receiving and recovering the sums payable by the Commissioners to the Companies as hereinbefore provided, and paying all debts and liabilities attaching to revenue which may be due by the Companies at that date, and distributing the balance of their funds and effects, after deducting such payments and all the expenses of and incident thereto, among their shareholders, and obtaining from the Commissioners discharges of the other debts and obligations due by the Companies, which under the provisions of this Act are to be paid and fulfilled by the Commissioners, and for winding up the affairs of the Companies and carrying into effect the purposes of this Act, so far as relating to the Companies; and the directors of the Companies respectively who are in office at the date of transfer, and the survivors and survivor of them, shall continue without re-election to hold the office of directors of the Companies respectively, and they or a majority of them shall have full power and authority to take all necessary proceedings for carrying into effect the several purposes hereinbefore mentioned.

Dissolution
of Com-
panies.

63. Upon the purposes before specified, for which the Companies are provided to subsist, being fulfilled, the directors of the Companies respectively, or a majority of the directors, shall grant a certificate to that effect, which certificate shall be published once in the "Edinburgh Gazette;" and thereupon the Companies shall ipso facto be dissolved, and the recited Acts shall be and the same are hereby repealed, so far as regards the Companies.

Powers of
Companies
may be ex-
ercised by
Commis-
sioners.

64. All the powers, rights, authorities and privileges conferred upon the Companies respectively by the recited Acts or by any other Act with reference to or in connection with or applicable to or for the benefit of the Companies respectively, or of the undertaking of the Companies respectively, in so far as not repealed or superseded by this Act or inconsistent with this Act, or not superseded by the Acts incorporated herewith, may be exercised and enforced by the Commissioners in the same way and manner and as fully in every respect as the same might have been exercised and enforced by the Companies respectively if this Act had not been passed.

65. The limits of this Act for the supply of gas by the Commissioners shall comprise and include the city and royal burgh of Edinburgh and burgh of Leith, including the port thereof, and the parishes of South Leith, North Leith, Saint Cuthbert's or West Kirk, Cramond, Corstorphine, Colinton, Liberton, and Duddingston (exclusive of the burgh of Portobello), all in the county of Midlothian.

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Limits of
Act.

66. The Commissioners may, subject to the provisions of this Act, upon the lands respectively described in schedule (F) to this Act, being the lands on which the existing gasworks and gas holders of the Companies are respectively erected, manufacture, make and store gas for the purposes of this Act, and may supply gas within the limits of this Act, and from time to time may maintain, improve, alter, renew or discontinue or remove the existing gasworks and gas holders, or any part thereof, and may purchase and procure all such materials, and do all such acts as the Commissioners shall consider necessary for these purposes, and may sell and dispose of the coke and other substances, products, and refuse or residuals arising or to be obtained from the materials used in making gas in such manner as the Commissioners may think proper.

Power to
manufacture
and supply
gas.

67. The Commissioners may for the purposes of their undertaking purchase, take, feu and hold (by agreement, but not otherwise), in addition to the lands described in schedule (F) to this Act, and in addition to the other lands and heritages vested in the Commissioners by this Act, any lands and heritages, not exceeding in the whole ten acres which the Commissioners may from time to time require for the purposes of their works and undertaking, or any part of the same, but no lands shall be used by the Commissioners for the purpose of manufacturing gas or residual products, except the lands described in the said schedule (F) to this Act, and these lands only so far as they respectively are or may at and before the date of transfer be so used by the Companies.

Power to
purchase
lands by
agreement.

68. The Commissioners shall not, under the powers of this Act, without the consent of the Secretary for Scotland, purchase or acquire, in any district within the meaning of the Public Health (Scotland) Act, 1867, ten or more houses which after the passing of this Act have been, or on the fifteenth day of December last were, occupied either wholly or partially by persons belonging to the labouring class as tenants or lodgers. The expression "labouring class" includes mechanics, artisans, labourers, and others working for wages, hawkers, costermongers, persons not working for wages, but working at some trade or handicraft without

Restriction
on displacing
persons of
labouring
class.

[Ch. cxxix.] *Edinburgh and Leith Corporations* [51 & 52 Vict.]
Gas Act, 1888.

A.D. 1888. — employing others, except members of their own family, and persons other than domestic servants, whose income does not exceed an average of thirty shillings a week, and the families of any such persons who may be residing with them.

Power to supply gas beyond gas limits in certain cases.

69. The Commissioners may from time to time contract with any adjoining local authority or company authorised to supply gas for the supply by the Commissioners of gas in bulk to such authority or company beyond the limits of gas supply of the Commissioners.

Power to take licenses.

70. The Commissioners may (but not so as to acquire any exclusive right therein) purchase, take and use any license or authority to work, use, exercise or put in practice any invention under any letters patent heretofore made, or hereafter to be made, in relation to the manufacture or distribution of gas, and the utilisation of residual products resulting from the manufacture of gas.

Power to supply gas apparatus, engines, &c., for heating, motive, and other purposes.

71. The Commissioners may purchase, sell, let for hire, and fix, set up, alter, remove and refix gas meters and fittings, gas engines, stoves, ranges, pipes and other apparatus and appliances, articles and things for lighting, motive power, the warming and ventilation of houses and buildings, the cooking of food, and for all other purposes for which gas can or may be used, and make require and take such remuneration in money or such rents and charges for, and make such terms and conditions with respect to, the sale, supply, letting, fixing, setting up, altering, or removing of such meters, fittings, engines, stoves, ranges, pipes and other apparatus and appliances, articles and things as aforesaid, and for securing their safety and return to the Commissioners, as may be agreed upon between the Commissioners and the person to or for whom the same are sold, supplied, let, fixed, set up, altered, or removed: Provided always that any such meters, fittings, pipes, and other apparatus and appliances for the supply of gas, so far as they are the property of the Commissioners, shall not be subject to distress, poinding or seizure for rent of the premises where the same may be used, nor to be taken in execution under any process of a court of law, or any proceeding in bankruptcy against the persons in whose possession they may be.

Power to lay pipes against buildings.

72. The Commissioners may, with the consent of the owner and occupier of any building, lay any pipe, branch, or any other necessary apparatus from any main or branch pipe into, through or against such building for the purpose of lighting it, and may, with the like consent, provide and set up any apparatus necessary for securing to such building a proper and complete supply of gas, and for measuring and ascertaining the extent of such supply, and may from time

to time, with the like consent, repair, replace, alter, discontinue, and remove any such pipe, branch or apparatus. A.D. 1888.

73. In case of any building occupied in flats or separate dwellings, entering by a common stair or other access, and belonging to one or more owners, the Commissioners may, for the purpose of supplying any occupier or occupiers with gas, lay and fit up service pipes in such common stair, with branches to communicate with each separate flat or dwelling, without the consent of any other owner or owners, occupier or occupiers, as the case may be. Power to fix service pipes in tenements.

74. The Commissioners may carry their mains or pipes across, under or over the water or bed of the water or river of Leith, or the harbour thereof, or along any bridge not being a drawbridge across the said water or river of Leith, for the supply of gas to places beyond, but so as not to injure the said river or bridges, or interrupt the free passage of traffic on the said river, or harbour, or bridges, or any of them. Power to lay mains in bed of water of Leith.

75. All gas supplied by the Commissioners to any consumer of gas for illuminating purposes shall be supplied at such pressure as to balance a column of water from midnight to sunset not less than six-tenths of an inch, and from sunset to midnight not less than eight-tenths of an inch, in height at the main, as near as may be to the junction therewith of the service pipe supplying such consumer; and any gas examiner appointed under the Gasworks Clauses Act 1871, may, subject to the terms of his appointment, from time to time, test the pressure at which the gas is supplied, and may for that purpose open any street, road, passage, or place vested in or under the control of any local or road authority, and the provisions of the Gasworks Clauses Act, 1871, with reference to testing of gas, and to penalties, shall, mutatis mutandis, apply to such testing of pressure, and two hours' previous notice shall be given to the Commissioners of the time and place at which such testing shall be conducted. Pressure of gas.

76. The illuminating power of the gas supplied by the Commissioners shall not be less than twenty candles. Quality of gas.

77. The prescribed burner shall be an union jet burner, capable of consuming five cubic feet of gas per hour under a pressure equal to a column of water five-tenths of an inch in height. Burner.

78. The prescribed testing place or places shall be some part of the gasworks of the Commissioners, or at such other place or places as the Commissioners may determine, and the prescribed time shall be six months after the passing of this Act. Testing place.

A.D. 1888.

Commis-
sioners to fix
price for gas.

79. The Commissioners shall from time to time fix the price to be charged by them for gas to be supplied during any succeeding year, half-year, or quarter of a year, and until such price be altered by the Commissioners the price so fixed shall remain in force: Provided always, that the price to be charged for gas shall be such as will, along with all other revenue to be derived by the Commissioners from their gas undertaking for the time being under the powers and provisions of this Act, as nearly as the same can be estimated, raise such amount of money as will be as nearly as possible sufficient to meet the costs and charges of and incident to the manufacture and distribution of gas, and the sale of residual products, the annuities, interest on borrowed money, expenses of management, maintenance of works, repairs, materials, wages, taxes, and all other annual outgoings, charges and expenses under this Act, and the payment of the sums required to be set apart for the sinking and reserve funds hereinafter provided; and any deficiency or surplus of revenue in any preceding year, half year, or quarter of a year, as the case may be, shall be carried forward to the debit or credit as the case may be of the succeeding period.

Guarantee
rate.

80. In the event of there being any deficiency of funds which cannot otherwise, under the powers of this Act, be met or provided for by the Commissioners for payment of the annuities and interest thereon (if any) the interest of money borrowed and the annual sums required to be transferred to the sinking and reserve funds, and all other annual expenditure, under the provisions and for the purposes of this Act, the Commissioners are hereby authorised and required from time to time to ascertain, fix and determine the amount of such deficiency, and to apportion the amount to be borne by the Corporations respectively, and to intimate the same to the Corporations by letter addressed to the respective town clerks, and at the same time to require and call upon the Corporations respectively to impose and levy, and the Corporations are hereby respectively authorised and required to impose and levy, as hereinafter provided, such a rate, to be termed "the Gas Contingent Guarantee Rate," as shall be sufficient to meet any such deficiency: Provided always, that in apportioning the sum to be paid by the respective Corporations the following provisions shall have effect (that is to say), the Commissioners shall ascertain the yearly value of the whole lands and heritages within the city of Edinburgh liable to be assessed for the said gas contingent guarantee rate under this Act, as such yearly value is established by the valuation roll applicable therein; and also the yearly value of the whole lands and heritages within the burgh of Leith so liable as such yearly value

is established by the valuation roll applicable therein; and they shall apportion the amount required as aforesaid between the Corporations, in the proportion which the yearly value of such lands and heritages so liable, situated in the city of Edinburgh and burgh of Leith respectively, bears to the yearly value of such lands and heritages so liable situated in the said city of Edinburgh and burgh of Leith together. A.D. 1888.

81. The said gas contingent guarantee rate shall be assessed for the period from the term of Whitsunday in any year to the term of Whitsunday in the year following, and shall be payable in the month of November intervening, or as soon thereafter as the same shall be demanded. Period of assessment of gas guarantee rate.

82. To enable the Corporations respectively to raise and pay over any sum of money which the Commissioners may call upon them under this Act to pay, the Corporations respectively, within their respective jurisdictions, are hereby authorised and required to impose, levy and collect the foresaid gas contingent guarantee rate on and from the occupiers of all lands and heritages within the city of Edinburgh and the burgh of Leith respectively, according to the respective valuation rolls in force therein for the time being, and in addition to the respective burgh or police assessments for general purposes of police authorised to be imposed, levied and collected within the said city of Edinburgh and burgh of Leith respectively, and in the same manner as the said assessments are so imposed, levied and collected under the provisions of the Edinburgh Municipal and Police Acts, 1879 to 1887, as regards the city of Edinburgh, and as regards the burgh of Leith under the provisions of the General Police and Improvement (Scotland) Act, 1862, and the General Police and Improvement (Scotland) Act, 1862, Order Confirmation (Leith) Act, 1877, or under any Act or Acts for the time in force regulating such burgh or police assessments within the city of Edinburgh and burgh of Leith respectively, and all the powers, enactments, and provisions respectively contained in those Acts with respect to the imposing, levying, payment and recovery of the assessments thereby authorised to be levied within the city of Edinburgh and burgh of Leith respectively, on and from the occupiers of lands and heritages, and with respect to the exceptions and exemptions from such assessments, shall be and are hereby made applicable to the imposing, levying, payment and recovery of the said gas contingent guarantee rate by this Act authorised to be imposed and levied, in the same manner as if the said rate had been authorised to be imposed and levied under the authority of those Acts applicable within the city of Edinburgh

A.D. 1888 — and burgh of Leith respectively; and the said gas contingent guarantee rate, if and when the same shall be imposed, shall be collected in the city of Edinburgh and burgh of Leith respectively along with and at the same time as the burgh or police assessments therein respectively.

Recovery of sums owing to Commissioners.

83. Where any person fails to pay any gas rent, or any rate, rent, or any sum whatever due under this Act to the Commissioners, the Commissioners may recover the same, with costs, by proceedings in any court of competent jurisdiction, and may also discontinue the supply of gas, and their remedies under this enactment shall be in addition to their other remedies for the recovery thereof.

Consumers to give notice to Commissioners before removing.

84. Notice in writing shall be given to the Commissioners by every gas consumer before he shall quit any premises supplied with gas by meter by the Commissioners, and by the trustee in bankruptcy of every such consumer who shall become bankrupt, immediately after his appointment; and in default of such notice, the consumer so quitting, or the estate of the bankrupt whose trustee shall make such default, as the case may be, shall be liable to pay to the Commissioners the moneys accruing due in respect of such supply up to the next usual period for ascertaining the register of the meter on such premises.

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

85. If any person requiring a supply of gas from the Commissioners has previously quitted premises at which gas was supplied to him by the Commissioners without paying all gas or meter rent or other sums due from him, the Commissioners may refuse to furnish to him a supply of gas until he pays the same.

Application of revenue.

86. The rates, rents and charges levied under the authority of this Act, and the other revenues of the Commissioners shall be applicable in the manner and in the order following, that is to say:—

1. In payment of the costs, charges, and expenses of and incidental to the carrying into effect the transfer of the undertakings by this Act authorised;
2. In payment of the expenses of managing and maintaining the undertaking of the Commissioners, including the annual costs, charges and expenses of providing and supplying gas, and the payment of any feu duties, casualties, ground annuals and rates and taxes exigible in respect of any lands or property forming part of the undertaking of the Commissioners;
3. In payment of the annuities to the annuitants;
4. In payment of pensions or superannuation allowances granted and payable under this Act;

5. In payment of the interest of money borrowed under the authority of this Act ; A.D. 1888.

6. In from time to time providing the sums to be annually set apart for the sinking funds required by this Act for paying off money borrowed on mortgages and redeeming annuities granted by the Commissioners under the provisions of this Act ;

7. In providing a reserve fund, if the Commissioners think fit, but not to exceed in the whole the sum of one hundred thousand pounds, by setting aside such money as they from time to time think fit, and investing the same and the resulting income thereof upon securities upon which trustees are by law for the time being authorised to invest, and accumulating the same at compound interest, which reserve fund shall be applicable as and when the Commissioners shall determine from time to time to meet any deficiency at any time happening in the income of the Commissioners from their undertaking, or to meet renewals or any extraordinary claim or demand at any time arising against the Commissioners in respect of their undertaking.

87. From and after the date of transfer the Commissioners may from time to time, and at any time, and in such manner and for such price or consideration as they may determine, sell and dispose of such parts of the lands and property transferred to them, or which they may acquire under the powers of this Act, and which may not be required for the purposes of the undertaking, and all moneys received by the Commissioners for the lands and property so sold, shall be applied by them in paying off moneys borrowed by them on mortgage, or liabilities incurred properly chargeable against capital, or in redeeming annuities, or in purchasing other lands and property, and constructing works in connection with the undertaking. Sale of surplus lands.

88. Where the Commissioners are by this Act authorised to sell or convey any lands vested in them, they may convey such lands or such interest as the Commissioners have therein by deed under the hands of the chairman of the Commissioners or president of the meeting at which such deed is authorised, and of one other Commissioner, and of the clerk and treasurer, and such deed shall be otherwise completed according to the law and practice of Scotland. Conveyance of land by Commissioners.

89. The Commissioners may, after the date of transfer, from time to time borrow, for the purposes of this Act, on mortgage any sum or sums of money not exceeding in the whole three hundred thousand pounds, which shall be secured on the rates, rents, charges, Power to borrow on mortgage.

A.D. 1888. — and other revenues to be levied and received by the Commissioners under the provisions of this Act, and for securing the moneys so to be borrowed, with the interest thereof, the Commissioners may, subject and without prejudice to the annuities, and to the powers of this Act for the sale of surplus lands, assign and make over the said rates, rents, charges, and other revenues to the person or persons who shall advance such moneys as a security for the repayment of the money so to be borrowed, together with interest for the same; and if, after having borrowed the said sums, or any part thereof, the Commissioners pay off the same, except by means of the sinking fund, or by the application of moneys received for lands and property sold by them, it shall be lawful for them again to borrow the amount so paid off, and so from time to time: Provided always, that the annuities to be granted under the powers of this Act, with interest due thereon, and expenses incident thereto, shall retain the preference by this Act provided over the sums borrowed under the powers of this section, or by cash credit for the purposes of the same as aforesaid.

Mortgages to be signed by two Commissioners &c.

90. All mortgages to be granted under the provisions of this Act shall be signed at a meeting of the Commissioners by the chairman of the Commissioners or president of the meeting, and by one other Commissioner, and by the clerk and treasurer, in name and on behalf of the Commissioners, and shall also be under the common seal of the Commissioners, and shall be duly stamped, and may be in the form as nearly as may be contained in schedule (I) to this Act; and all transfers of such mortgages shall be made by indorsation on the back thereof, duly stamped, in the form as nearly as may be contained in the said schedule, or to the like effect: Provided always, that no Commissioner nor the clerk or treasurer shall, by signing any annuity certificate, mortgage, contract, deed, draft or order, be or be held to have rendered themselves individually or personally liable for the payment of any money due or borrowed, drawn or received, or any interest thereon, or of any sums whatsoever in respect thereof.

Power to borrow on a cash credit.

91. The Commissioners may accept and take from any bank or banking company credit on a cash account to be opened and kept with such bank or banking company in the name of the Commissioners, according to the usage of bankers in Scotland, to the extent of the sum which the Commissioners are hereinbefore authorised to borrow, or any part thereof, and may, subject and without prejudice to the annuities, and also subject to the powers of this Act for the sale of surplus lands, make and grant mortgages, which may be in the form contained in the said schedule (I), or to the like effect, and

which shall be signed and executed in the manner hereinbefore mentioned, of the rates, rents, charges, and other revenues to be levied and received by the Commissioners under the provisions of this Act in security of the payment of the amount of such credit, or of the sums advanced from time to time on such cash account, with interest thereon: Provided always, that the whole principal sums due and owing by the Commissioners on such cash account, and for money borrowed by them on mortgage as aforesaid, shall not, when taken together, exceed the sum by this Act authorised to be borrowed on mortgage. A.D. 1888.

92. The Commissioners shall not be bound to see to the execution of any trust, whether expressed, implied or constructive, to which any such mortgage, or the money, principal or interest thereby secured, may be subject; and the receipt of the person in whose name any such mortgage stands in the books of the Commissioners, or if the same stand in more than one name, the receipt of any one of them shall be a sufficient discharge to the Commissioners for any money payable in respect thereof, notwithstanding any trust to which the same, or the money thereby secured, may then be subject; and the Commissioners shall not be bound to see to the application of the money paid upon such receipt. Commis-
sioners not
bound to
regard trusts
as regards
mortgages.

93. The Commissioners may and they are hereby required annually, after the expiration of one year from the date of transfer, to set apart as a sinking fund a sum of not less than one per centum per annum on the amount for the time being borrowed under this Act, to be applied, together with the accumulated interest thereof, from time to time, in repayment of money borrowed, and shall be applied to no other purpose whatsoever: Provided that whenever any mortgage granted under the authority of this Act, shall have been paid off or redeemed out of such sinking fund, the Commissioners shall thenceforward, in each year, until the whole of such borrowed moneys shall have been paid off and redeemed, pay into the sinking fund and accumulate a further sum equal to the interest which would have been payable on such mortgage or mortgages if the same had not been paid off or redeemed. Sinking fund
for repay-
ment of
borrowed
money.

94. The Commissioners shall also, after one year from the date of transfer, set apart annually, as a sinking fund, a sum not less than fifteen shillings per centum per annum on the capital value of the annuities for the time payable, calculated at twenty-eight and a half years' purchase of the same, which, together with the accumulated interest thereof, shall be applied in the redemption of the annuities: Provided that whenever any annuity granted under the authority of Sinking fund
for redemp-
tion of an-
nuities.

A.D. 1888. — this Act shall have been redeemed out of such sinking fund, the Commissioners shall thenceforward in each year, until the whole annuities shall have been redeemed, pay into the sinking fund, and accumulate a further sum equal to the amount of the annuity or annuities which shall have been redeemed by means of this sinking fund.

Investment
of sinking
funds.

95. The Commissioners shall invest the said sums so to be set apart as sinking funds in the public funds, or in any bank in Scotland incorporated under Act of Parliament or by Royal Charter, or on heritable security, until such sinking funds shall be respectively applied in manner hereinbefore provided.

Accounts to
be annually
prepared.

96. The treasurer shall, at or after the fifteenth day of May next after the date of transfer, make up accounts from the books of the Commissioners of all moneys received and expended by the Commissioners, and shall in like manner in every subsequent year make up accounts of all moneys received and expended by them, or under their authority or control, in the course of the year immediately preceding the fifteenth day of May in such year, and such accounts shall be audited by an auditor to be appointed in manner hereinafter provided.

Appoint-
ment of
auditor.

97. The Commissioners shall annually appoint an auditor, whose duty it shall be to examine and audit the accounts of the Commissioners, to be received from them or the treasurer, with the vouchers thereof, for which purpose the said accounts and vouchers shall be open for his examination at least one month previous to a yearly meeting, at which they are to be examined and settled by the Commissioners; and such auditor may either make a special report on such accounts or simply confirm the same, and such report or confirmation shall be read at the meeting of the Commissioners to be held in every year for the examination and settlement of such accounts; and the Commissioners may pay the auditor such reasonable remuneration for his trouble as they think fit: Provided always that in case the office of auditor shall, before such accounts have been examined and audited by him, become vacant by death or from any other cause, the Commissioners shall appoint an auditor to supply such vacancy.

Accounts to
be open for
inspection.

98. For the space of one month at least previous to the yearly meeting at which the accounts are to be examined and settled by the Commissioners as hereinbefore provided, such accounts shall remain open for inspection in such place as the Commissioners may appoint, due notice being given thereof by public advertisement in at least two Edinburgh and one Leith newspapers; and every

creditor holding a security on the undertaking of the Commissioners may at all reasonable times inspect such accounts. A.D. 1888.

99. The accounts so made up, examined and audited shall be laid before the Commissioners at a meeting to be held for that purpose in the month of July in every year, and such accounts shall be examined and if found just and true shall be allowed and certified by the Commissioners under the hand of the chairman or president of such meeting and of the clerk and treasurer; and after such accounts shall have been allowed and certified the same shall be final in regard to all persons whomsoever unless an appeal be presented against such accounts to the sheriff within one month from the date of such meeting, which appeal it shall be competent for any Commissioner or for the Corporations respectively, or for any creditor holding a security on the undertaking to institute and prosecute, due notice in writing of such appeal having been given to the clerk at the time of presenting the same by leaving with him a copy thereof, and of the reasons of appeal, and the sheriff shall dispose of the said appeal in a summary way, and his decision thereon shall be final and conclusive, and not subject to review on any ground or by any process whatsoever.

Accounts to
be examined
and settled
annually.

100. As soon as the said accounts shall have been allowed and certified by the Commissioners as aforesaid, an abstract thereof shall be prepared, printed and circulated for the information of the Commissioners, and six copies thereof shall be transmitted free of charge to the town clerks of Edinburgh and Leith respectively, and one copy shall be transmitted also free of charge to each member of the Corporations, on or before the first day of September in each year, and one of the said copies shall be open to the inspection of the public at the offices of the Commissioners for the time being at all reasonable hours on payment of the sum of one shilling for every such inspection.

Abstract of
accounts to
be printed
and circu-
lated.

101. In the event of any principal money borrowed by the Commissioners as aforesaid, or any interest thereon, or of any annuity not being paid within one month after such payment shall become due, and after demand in writing, it shall be lawful for any mortgagee holding a mortgage in arrear to the amount or value of three thousand pounds, or any annuitant holding an annuity or annuities in arrear to the value of three hundred pounds, or several mortgagees holding mortgages in arrear to the amount of three thousand pounds in the aggregate, or several annuitants holding annuities in arrear to the amount of three hundred pounds in the aggregate, to render their security effectual by the appointment of a

Arrears may
be enforced
by appoint-
ment of
judicial
factor.

A.D. 1888. — judicial factor; and the application for such appointment shall be made by summary petition to the Court of Session, or, in time of vacation, to the Lord Ordinary on the Bills, who are hereby respectively authorised and required, on such application being made by any annuitant, or mortgagee holding the respective sums or values of annuities of mortgages in arrear before specified, to appoint some person as judicial factor, to the effect and with the powers hereinafter mentioned, unless, previously to such application being advised, the amount of such mortgages or annuities, as the case may be, with interest and expenses, shall have been paid to the petitioner or petitioners, or unless the said court or Lord Ordinary, as the case may be, shall be satisfied that consignation thereof should, under the circumstances, be accepted in lieu of payment, and such consignation be made accordingly, and the interlocutor making such appointment shall not be subject to review or appeal.

Powers and
duties of
judicial
factor.

102. The judicial factor so appointed, on finding security in common form, shall have and exercise all the powers conferred by this Act upon the Commissioners for or in relation to fixing and recovering the rents and charges by this Act authorised to be made and levied, and managing and maintaining the undertaking, and making requisition, if required, for levying and receiving payment of the sums to be raised under the gas contingent guarantee rate as hereinbefore provided, and the Commissioners shall deliver to him all books and other documents necessary for those purposes; and after defraying the expense of such application, management and maintenance, the said judicial factor shall from time to time apply and pay over the balance of the sums received by him to the several parties entitled to payment out of the same; and, unless previously recalled on the application or with the concurrence of at least three-fourths in value of the applicants for the appointment of a judicial factor, such judicial factory shall continue not only until all arrears of the annuities, and of interest or of principal and interest of mortgages due at the date of the appointment of such judicial factor, and all interest due on any of the said sums, and any annuities or interest, which shall have become due during his continuance in office, with interest and expenses (including the expenses of the application for such appointment, and of carrying the purposes thereof into execution, and for obtaining the judicial factor's discharge), shall have been paid, but also until any half-year's annuity or interest which, although not due may become current during his continuance in office, and a sufficient sum to meet expenses, shall have been paid or consigned in one of the banks in Scotland incorporated by Act of Parliament or Royal Charter; and upon payment

or consignment as aforesaid of such annuities, interest, and expenses, the Commissioners may apply to the Court of Session in either division thereof, or, in time of vacation, to the Lord Ordinary on the Bills, for the recall of the appointment of the judicial factor, and the said Court of Session or Lord Ordinary may recall such appointment accordingly. A.D. 1888.

103. A person lending money to the Commissioners shall not be bound to inquire as to the observance by them of any provision of this Act, or be bound to see to the application, or be answerable for any loss, misapplication, or non-application of such money, or of any part thereof. Protection of lender from inquiry.

104. Any person entitled to any mortgage granted by the Commissioners under the authority of this Act may discharge the same, and his right and interest therein, in favour of the Commissioners, and every such discharge may be written, or partly written and partly printed, on the mortgage, and may be according to the form contained in the schedule (J) to this Act, or to the like effect, and such discharge, when signed by the person entitled to such mortgage, and duly stamped, shall be valid and effectual to all intents and purposes. Discharge of mortgages.

105. All moneys borrowed by the Commissioners under this Act shall be applied only to purposes to which capital is properly applicable. Application of money borrowed.

106. All penalties and forfeitures exigible under this Act, and the Acts wholly or partially incorporated herewith, shall, except when exigible from the Commissioners, be payable to the Commissioners, and shall, when recovered, be applied by them to the purposes of this Act. Application of penalties.

107. If after the expiration of twelve months from the date of the passing of this Act there shall be any leakage from the gas-holders situate at Meadow Flats, affecting the well in the Holyrood Brewery of William Younger and Company, Limited, then the Commissioners shall provide a supply of water suitable for brewing purposes of the same amount as, but for such leakage, would have been available from and supplied by the said well, and if there shall be any dispute between the Commissioners and the said William Younger and Company, Limited, as to whether such leakage does exist after the expiration of the period mentioned, the same shall be referred to an arbitrator, to be agreed upon, or, failing agreement, to be appointed by the President of the Institute of Civil Engineers For protection of William Younger and Company Limited.

[Ch. cxxix.] *Edinburgh and Leith Corporations* [51 & 52 Vict.]
Gas Act, 1888.

A.D. 1888. — for the time being, and the costs of such arbitration and award shall be in the discretion of the said arbitrator.

Saving rights
of Corporations
as lighting
authorities.

108. Nothing in this Act contained shall prejudice or affect the power of either Corporation to make contracts with the Commissioners.

Expenses of
Act.

109. All costs, charges and expenses of and incident to the preparing for, obtaining and passing this Act, or otherwise in relation thereto, shall be paid by the Commissioners out of the moneys to be borrowed and received under the authority of this Act.

The SCHEDULES referred to in the foregoing Act.

A.D. 1888.

SCHEDULE (A).

MINUTE OF AGREEMENT between the Lord Provost, Magistrates and Council of the city of Edinburgh and the Provost, Magistrates and Council of the burgh of Leith, (both hereinafter called "the Corporations") on the one part; and the Edinburgh Gas Light Company, incorporated by Act of Parliament, passed in the fifty-eighth year of the reign of His Majesty King George the Third, chapter 67, intituled, "An Act for lighting the "city and suburbs of Edinburgh, and places adjacent, with gas," (hereinafter called "the Company,") on the other part.

WHEREAS the Company are supplying gas within the said city of Edinburgh, burgh of Leith, and places adjacent thereto, under and in virtue of the powers conferred upon them by their special Acts of Parliament, viz. (1.) the said Act passed in the fifty-eighth year of the reign of His Majesty King George the Third, chapter 67; (2.) an Act passed in the tenth year of the reign of His Majesty King George the Fourth, intituled, "An Act for enabling the Edinburgh Gas Light Company to raise a further sum of money, and for other "purposes relating thereto;" and (3.) an Act passed in the third year of the reign of Her present Majesty Queen Victoria, intituled "An Act for enabling "the Edinburgh Gas Light Company more effectually to light with gas the "town of Leith and vicinity thereof, and other places within the county of "Edinburgh, and for altering and enlarging the powers of the said Company":

And whereas the Corporations have resolved that it is expedient in the public interest that the manufacture and supply of gas should be in the hands of the Corporations, and, with the view of carrying this resolution into effect, the Corporations and the Company entered into negotiations for the sale and transfer to the Corporations of the undertaking of the Company, and a memorandum of provisional agreement was entered into on behalf of the Corporations and the Company, which is dated first April, one thousand eight hundred and eighty-seven, and which was made subject to the approval of the Corporations and the Company, and has since been submitted to and approved by them:

And whereas it was provided by the said provisional agreement that the Corporations should acquire the whole undertaking of the Company, including heritable property, and also that an agreement embodying the terms of the arrangement, and all other necessary clauses to give effect thereto, should be entered into between the Corporations and the Company:

And whereas the Corporations have entered or are about to enter into an arrangement between themselves as to the constitution of a body of Commissioners or trustees, and for vesting in them the said undertaking, and to apply

A.D. 1888. to Parliament for the incorporation of such Commissioners or trustees, but which arrangement cannot be carried out until the same is sanctioned by Parliament :—

And whereas, in fulfilment of the provision contained in the said provisional agreement it has been arranged that these presents should be entered into in order to give effect to the said arrangement between the Corporations and the Company, and to set out the terms and conditions of the sale :

Therefore the parties have agreed and do hereby agree as follows, videlicet :—

1. The Company shall sell to the Corporations, and the Corporations shall purchase and acquire from the Company, the whole undertaking of the Company, including all the property and assets thereof, heritable and moveable, real and personal, of what kind or nature soever and wheresoever situated, together with the business of the Company, and the whole rights, powers and privileges of the Company, but excepting always from the sale and transfer to the Corporations all cash in the hands of the Company and all securities representing cash at the date of transfer aftermentioned. The transference of the undertaking shall be in favour of such persons, Commissioners or trustees as the Corporations may think fit, or as may be defined and required by Parliament in the Act to be applied for by the Corporations to carry out the transaction.

2. The Corporations shall be entitled to the benefit of all actions at the instance of the Company and of all contracts of sale and purchase, of service or employment, and of insurance or otherwise, to which the Company have right : Provided always that except petitory actions for or in relation to revenue debts and purposes, the Company shall not, without consent of the Corporations, raise any action ; and any action, which may be raised against the Company, shall be immediately intimated by the Company to the Corporations. There shall also be transferred and handed over the books of the Company, and all writs, vouchers and documents connected therewith, subject however to such reasonable use thereof as may at any time become necessary for, or be required by, the Company.

3. The Corporations shall pay to the Company as the price of the undertaking : (1.) The sum of £27,000 sterling ; (2.) Annuities as hereinafter specified to the amount of £20,000 sterling per annum ; and (3.) The value of all stocks, stores and other such material and produce on hand at the date of transfer, as such value may be agreed on, or as it shall be fixed by arbiters, mutually chosen by the Corporations on the one part, and the Company on the other part, or by an oversman named by such arbiters.

4. The date of transfer of the undertaking shall be the first day of August, one thousand eight hundred and eighty-eight, and the money price shall be payable upon that date, and the annuity certificates shall be delivered on that date or as soon after as may be.

5. Until the said first day of August, one thousand eight hundred and eighty-eight, the Company shall, subject as hereinafter mentioned, continue to carry on and manage their undertaking at their own discretion as heretofore, and shall continue to keep the works in good working order, and shall also continue to keep proper accounts.

6. The Company shall have right to all the revenue and profits derived from or earned by the undertaking to the said date of transfer, and shall pay all the

revenue debts and liabilities up to the said date of transfer. The Company shall not be entitled in so carrying on the undertaking to enter into any contract extending for a longer period than one year beyond the said first day of August, one thousand eight hundred and eighty-eight, except with the consent in writing of the Corporations, or, (after the constitution by Parliament of the intended Commission or trust,) with the consent in writing of the Commissioners or trustees. A.D. 1888.

7. The Company shall not, as from the first day of April last, expend any sum or sums on capital account without the sanction, in writing, of the Corporations, or of persons appointed by them to dispose of the matter, or (after the constitution by Parliament of the intended Commission or trust,) without the consent in writing of the Commissioners or trustees, and all such capital expenditure so sanctioned shall be paid by the Corporations in addition to the price; provided always that the Company, on payment to them of any such sums which may be so expended on capital account, shall be bound to exhibit vouchers or discharges or other evidence for the same.

8. The Company shall not, as from the first day of April last, and up to the date of transfer, realise or sell any of the property or assets of the undertaking held on capital account and hereby agreed to be transferred to the Corporations, without first obtaining the sanction thereto of the Corporations in the manner hereinbefore mentioned with regard to expenditure on capital account.

9. Upon payment of the price the Company shall be bound, if required by the Corporations, to execute and deliver to the Corporations or to the Commissioners or trustees who may be appointed by Parliament as aforesaid, all formal and valid deeds and conveyances required for vesting them or the said Commissioners or trustees with the whole property of the undertaking, heritable and moveable, real and personal, according to the nature of such property: But the Corporations may, if they think fit, provide in the intended Act that the Act shall operate as a transfer and vesting of the undertaking.

10. The Corporations shall accept as they stand the titles of the Company to the real and heritable property as valid and sufficient, and shall not be entitled to call upon the Company to exhibit, produce, or make up further deeds or titles of any kind, or to pay any composition to superiors, but this shall not affect the right of the Corporations themselves, or of the said Commissioners or trustees, to complete such titles as they may judge right to such property, or any part thereof.

11. The Corporations shall, subject to the previously obtained sanction of the Corporations as to capital expenditure hereinbefore provided for, pay and fulfil the whole debts and liabilities of the Company outstanding at the said first day of August, one thousand eight hundred and eighty-eight, and shall free and relieve the Company therefrom, save and except debts and obligations undertaken or incurred by the Company on revenue account. Among said debts and liabilities to be paid and fulfilled by the Corporations shall be included pensions or retiring allowances to officers or employes of the Company: Provided always that the said pensions shall be payable only during the respective lives of such officers or employes whose names and the amount of pensions payable to each are communicated, in writing, by the Company to the Corporations before the Bill to be applied for in Parliament reaches the committee stage in the Second

A.D. 1888. House, and provided further that the Company shall not be entitled to include the name of any person who is under the age of seventy years with the exception of one such person whose age shall not be under fifty-five years: And the list of names to be so communicated shall be the list which shall fix and determine the pensioners, and the sum payable to each, and the whole amount shall not exceed the sum of one thousand seven hundred and fifty pounds as at the date when such pensions shall begin to be payable by the Corporation.

12. With reference to the said annuities of twenty thousand pounds, the same shall be computed from the date of transfer, and shall be payable clear of all deductions (except income or property tax), by half-yearly instalments, at Whitsunday and Martinmas, commencing the first payment at Martinmas, one thousand eight hundred and eighty-eight, of a proportional part of said annuities for the period from the date of transfer until that date, and payable the next payment at the term of Whitsunday, one thousand eight hundred and eighty-nine, for the half-year preceding, and thereafter continuing termly and half-yearly, with interest at the rate of five per cent. per annum, during the non-payment. The said annuities shall be payable in perpetuity, but subject to the condition that they may at any term of Whitsunday or Martinmas, occurring after the year one thousand nine hundred and eight, in the option of the Corporations or of the Commissioners or trustees, to be constituted as aforesaid, be redeemed, after three months' notice, by paying to any holder an amount equal to twenty-eight and a half years' purchase of the annuity held by him in addition to the half-yearly sum which may be due at the term of redemption. The Corporations or Commissioners or trustees may, if they think fit, take powers in the Act to redeem the annuities by agreement with any annuitant at any time, and to buy up annuities in the market.

13. By the Act of Parliament to be applied for, as aftermentioned, the said annuities, together with all interest which may become due thereon and expenses incident thereto, shall be constituted preferential liens and burdens on the rents, charges and revenues to be levied and received by the Commissioners for the supply of gas and the sale of residual products. All the annuities shall, as regards such lien and burden rank *pari passu*. Further there shall be embodied in said Act an authority to and obligation upon the Corporations or Commissioners or trustees, in the event of there being any deficiency of funds for payment of said annuities, to assess and levy from time to time from the occupiers of all lands and heritages situate within the municipal boundaries of the city of Edinburgh and the burgh of Leith an assessment to be called the Gas Contingent Guarantee Rate, which shall be sufficient to meet such deficiency, with interest and expenses as aforesaid, and which guarantee rate shall, in the option of the Corporations, be held to apply also to any annuities and interest and expenses which may form part of the purchase-price of the Edinburgh and Leith Gas Light Company's undertaking, in the event of the Corporations acquiring the same. It is hereby provided that in the event of the Corporations acquiring the undertaking of the Edinburgh and Leith Gas Light Company they shall be entitled to hold and regard the undertaking of both Companies after the date of transfer as one undertaking, and the preferential lien and burden hereinbefore agreed to be constituted in favour of the holders of said annuities of twenty thousand pounds shall there-

A.D. 1888.

upon be held to apply thereto, and in like manner such preferential lien shall extend and apply also to the Edinburgh and Leith Gas Light Company (if it should be agreed between that Company and the Commissioners to pay the price by way of annuities) to the like effect, and so that neither Company, nor the holders of annuities paid to either Company shall have any preference over the other, but that each shall rank *pari passu*. The said preferential lien shall be subject always to any existing mortgage or other debts secured over and due by the Edinburgh and Leith Gas Light Company at the date of transfer of that Company's undertaking, in the event of the Commissioners agreeing or being required to take over such mortgage or other debts, and to the costs, charges and expenses of and incident to carrying the transfers into effect, and also the expenses of management, maintenance and production, and feu duties, casualties, ground annuals, rates and taxes payable in respect of the undertaking or united undertaking.

14. The said annuities of twenty thousand pounds shall be allocated among the shareholders of the Company according to the respective rights and interests of such shareholders in the aggregate amount of the capital of two hundred thousand pounds of the Company, the intention being that the said annuities shall in all respects be substituted for and represent the shares in the Company; and the several persons to whom the same shall be allocated as aforesaid shall take and hold them subject to the same powers, provisions and liabilities as their respective shares in the capital of the Company are subject and liable to.

15. The Corporations undertake to do all in their power to effect an agreement for the purchase of the undertaking of the Edinburgh and Leith Gas Light Company. In the event of their effecting such an agreement they shall be bound, subject to Parliamentary sanction being obtained, to carry this agreement into full force and effect; but if they shall not succeed in effecting an agreement with the Edinburgh and Leith Gas Light Company, it shall be optional to the Corporations to carry out this agreement, which option, however, they must declare not later than the first day of August, one thousand eight hundred and eighty-eight.

16. The whole expenses which may be incurred subsequent to this agreement in connection with the transference of the undertaking as aforesaid, or in connection with the application to be made to Parliament, or the issuing of the said annuities, shall be borne and paid by the Corporations or Commissioners or trustees.

17. This agreement is made subject to the approval of Parliament, and in the event of Parliament making any material alteration of its terms and conditions, it shall be in the option of either party to withdraw.

18. The Corporations undertake to promote, in the next session of Parliament, a Bill for transferring to and vesting in them, or in Commissioners or trustees as aforesaid, the undertaking of the Company as aforesaid, and for otherwise carrying this agreement into full force and effect. Such Bill shall *inter alia* contain clauses with reference to the said annuities of the nature hereinbefore specified, and also regulations as to the certificates to be issued for the annuities, and such other provisions relating thereto as may appear to the parties hereto to be necessary or expedient. The said Bill may also provide for

A.D. 1888. — the acquisition and transfer of the undertaking of the Edinburgh and Leith Gas Light Company, and may contain all such provisions as may be necessary to give effect to such transfer, or to carry out any agreement with that Company which the Corporations may enter into. The Bill may also provide that on the incorporation and constitution of Commissioners or trustees, such Commissioners or trustees may be substituted for and come in room of the Corporations in this agreement and in the Act to follow on the Bill.

19. The Corporations and the Company shall do their utmost to carry out this agreement, and to obtain the requisite Parliamentary authority ; but if, from any cause, the Corporations should fail in obtaining legislative authority, then the whole transaction between the Corporations and the Company shall be at an end, and the Corporations shall have no liability to the Company beyond the costs which may be incurred by the Company in connection with the said intended Bill in Parliament, and connected with the said proposed sale and transfer subsequent to this agreement.

20. Every question or difference that may arise between the Corporations, or either of them, or Commissioners or trustees and the Company, as to the construction or meaning of these presents, or as to the performance or carrying out of the same by any of the parties, or as to the terms or clauses of the said Bill to be promoted in Parliament as aforesaid, so far as such clauses affect or may affect the Company (and so far as they may affect also the Edinburgh and Leith Gas Light Company, that Company shall be entitled to be parties to the adjustment of clauses), or as to any other matter arising out of or connected with the subject of this agreement, is hereby submitted and referred to the amicable decision of the Right Honourable John Blair Balfour, Q.C., M.P., whom failing, Alexander Asher, Q.C., M.P., as sole arbiter, whose decision shall be final and conclusive.

Lastly. The parties hereto consent to the registration hereof for preservation and execution. In witness whereof these presents, consisting of this and the six preceding pages, are subscribed in triplicate by the parties hereto as follows, viz. :—By the Right Honourable Sir Thomas Clark, Baronet, Lord Provost of the said city of Edinburgh, and William Skinner, writer to the signet, town clerk of the said city, in name and by authority of the magistrates and remanent members of council of the said city, present in council, at Edinburgh, on the eighth day of November, in the year eighteen hundred and eighty-seven, before these witnesses David William Walker, bachelor of law, clerk to the said William Skinner, and Alexander Macpherson, principal council officer of said city ; by Thomas Aitken, esquire, provost, and Thomas Bryce Laing, town clerk, both of the said burgh of Leith, and the seal of the said burgh impressed hereon, all for and on behalf of the said provost, magistrates and council of the burgh of Leith, in virtue of authority granted them to that effect contained in Act of council of said burgh of Leith, of date the fifteenth day of said month and year last above-mentioned, at Leith, on the sixteenth day of said month and year last-mentioned, before these witnesses George Cameron Campbell, depute town clerk of Leith, and Andrew Cooke, town officer, there ; and by Sir Thomas Jamieson Boyd, residing at number forty-one, Moray Place, Charles Ritchie, Solicitor before the Supreme Courts of Scotland, Alexander John Napier, writer to the signet, Major-General Frederick Nepean

Smith, residing at number ten, Eton Terrace, and Daniel Ainslie, residing at number forty-eight, Moray Place, all of Edinburgh, being five and a quorum of the committee of management of the said Edinburgh Gas Light Company, in terms of the Act fifty-eighth George the Third, chapter sixty-seven, section thirtieth, and as authorised by minute of the board of directors of said Edinburgh Gas Light Company, dated the eleventh day of said month and year last-mentioned, all at Edinburgh, on the eighteenth day of said month and year last-mentioned, before these witnesses Robert Cockburn and David Vedder Schenck, both clerks in the office of the said Edinburgh Gas Light Company.

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D. W. WALKER, Witness.

A. MACPHERSON, Witness.

GEO. C. CAMPBELL, Witness.

ANDREW COOKE, Witness.

THOMAS CLARK, Lord Provost.

WM. SKINNER, Town Clerk.

THOMAS AITKEN, Provost.

T. B. LAING, Town Clerk.

THOMAS J. BOYD, Director.

CHARLES RITCHIE, Director.

ROB. COCKBURN, Witness.

A. J. NAPIER, Director.

DAVID VEDDER SCHENCK, Witness.

F. NEPEAN SMITH, Director.

DAN. AINSLIE, Director.

SCHEDULE (B).

MINUTE OF AGREEMENT between the Lord Provost Magistrates and Council of the city of Edinburgh and the Provost Magistrates and Council of the burgh of Leith (both hereinafter called "the Corporations") on the one part and the Edinburgh and Leith Gas Light Company incorporated by Act of Parliament passed in the third year of the reign of Her present Majesty Queen Victoria chapter twelve intituled "An Act for the better lighting with gas the city of Edinburgh and town of Leith and places adjacent and for other purposes relating thereto" (hereinafter called "the Company") on the other part.

WHEREAS the Company are supplying gas within the said city of Edinburgh burgh of Leith and places adjacent thereto under and in virtue of the powers conferred upon them by their special Act of Parliament viz. the said Act passed in the third year of the reign of Her present Majesty Queen Victoria intituled "An Act for the better lighting with gas the city of Edinburgh and town of Leith and places adjacent and for other purposes relating thereto":

And whereas the Corporations having resolved that it is expedient in the public interest that the manufacture and supply of gas should be in the hands of the Corporations have with the view of carrying this resolution into effect entered into negotiations with the Company for the sale and transfer to the Corporations of the undertaking of the Company:

And whereas the Corporations and the Company have arranged that the Corporations should acquire the whole undertaking of the Company including heritable property except as after-mentioned and that an agreement embodying

A.D. 1888. — the terms of the arrangement and all other other necessary clauses to give effect thereto should be entered into between the Corporations and the Company :

And whereas the Corporations have entered into an arrangement between themselves as to the constitution of a body of Commissioners or trustees and for vesting in them the said undertaking and are now promoting a Bill in Parliament for the incorporation of such Commissioners or trustees and for having the said arrangement sanctioned by Parliament :

And whereas it has been arranged that these presents should be entered into in order to give effect to the said arrangement between the Corporations and the Company and to set out the terms and conditions of the sale :

Therefore the parties have agreed and do hereby agree as follows videlicet :—

1. The Company shall sell to the Corporations and the Corporations shall purchase and acquire from the Company the whole undertaking of the Company including all the property and assets thereof heritable and moveable real and personal of what kind or nature soever and wheresoever situated except as after-mentioned together with the business of the Company and the whole rights powers and privileges of the Company but excepting always from the sale and transfer to the Corporations all cash in the hands of the Company and the following securities and investments representing cash at the date of transfer after-mentioned namely loan on bond to the Commissioners for the Harbour and Docks of Leith twelve thousand five hundred pounds Edinburgh and District Water Annuities standing on the books of the Company at the value of seven hundred and twenty-three pounds ten shillings and sixpence and heritable property in St. Andrew Square Edinburgh standing on the said books at the value of eight thousand five hundred pounds amounting together to the sum of twenty-one thousand seven hundred and twenty-three pounds ten shillings and sixpence sterling. The transference of the undertaking shall be in favour of such persons Commissioners or trustees as the Corporations may think fit or as may be defined and required by Parliament in the Act which is now being applied for by the Corporations to carry out the transaction.

2. The Corporations shall be entitled to the benefit of all actions at the instance of the Company and of all contracts of sale and purchase of service or employment and of insurance or otherwise to which the Company have right : Provided always that except petitory actions for or in relation to revenue debts and purposes the Company shall not without consent of the Corporations raise any action and any action which may be raised against the Company shall be immediately intimated by the Company to the Corporations. There shall also be transferred and handed over the books of the Company and all writs vouchers and documents connected therewith subject however to such reasonable use thereof as may at any time become necessary for or be required by the Company.

3. The Corporations shall pay to the Company as the price of the undertaking (1) The sum of eleven thousand pounds sterling (2) Annuities as hereinafter specified to the amount of fourteen thousand pounds sterling per annum and (3) The value of all stocks stores and other such material and produce on hand at the date of transfer as such value may be agreed on or as it shall be fixed by arbiters mutually chosen by the Corporations on the one part and the Company on the other part or by an oversman named by such arbiters.

A.D. 1888.

4. The date of transfer of the undertaking shall be the first day of August one thousand eight hundred and eighty-eight and the money price shall be payable upon that date and the annuity certificates shall be delivered on that date or as soon after as may be.

5. Until the said first day of August one thousand eight hundred and eighty-eight the Company shall subject as hereinafter mentioned continue to carry on and manage their undertaking at their own discretion as heretofore and shall continue to keep the works in good working order and shall also continue to keep proper accounts.

6. The Company shall have right to all the revenue and profits derived from or earned by the undertaking to the said date of transfer and shall pay all the revenue debts and liabilities up to the said date of transfer. The Company shall not be entitled in so carrying on the undertaking to enter into any contract extending for a longer period than one year beyond the said first day of August one thousand eight hundred and eighty-eight except with the consent in writing of the Corporations or after the constitution by Parliament of the intended Commission or trust with the consent in writing of the Commissioners or trustees.

7. The Corporations at the date of transfer shall take over and pay the mortgage or debenture debts of the Company amounting in all to the sum of twenty thousand pounds and the bank loan debt of the Company amounting to the sum of eleven thousand seven hundred pounds in so far as said bank loan debt has been applied to capital expenditure.

8. The Company shall not as from the date of this agreement expend any sum or sums on capital account without the sanction in writing of the Corporations or of persons appointed by them to dispose of the matter or after the constitution by Parliament of the intended Commission or trust without the consent in writing of the Commissioners or trustees and all such capital expenditure so sanctioned shall be paid by the Corporations in addition to the price provided always that the Company on payment to them of any such sums which may be so expended on capital account shall be bound to exhibit vouchers or discharges or other evidence for the same.

9. The Company shall not as from the date of this agreement and up to the date of transfer realise or sell any of the property or assets of the undertaking held on capital account and hereby agreed to be transferred to the Corporations without first obtaining the sanction thereto of the Corporations in the manner hereinbefore mentioned with regard to expenditure on capital account.

10. Upon payment of the price the Company shall be bound if required by the Corporations to execute and deliver to the Corporations or to the Commissioners or trustees who may be appointed by Parliament as aforesaid all formal and valid deeds and conveyances required for vesting them or the said Commissioners or trustees with the whole property of the undertaking heritable and moveable real and personal according to the nature of such property: But the Corporations may if they think fit provide in the intended Act that the Act shall operate as a transfer and vesting of the undertaking.

11. The Corporations shall accept as they stand the titles of the Company to the real and heritable property as valid and sufficient and shall not be entitled to call upon the Company to exhibit produce or make up further deeds or

A.D. 1888. titles of any kind or to pay any composition to superiors but this shall not affect the right of the Corporations themselves or of the said Commissioners or trustees to complete such titles as they may judge right to such property or any part thereof.

12. The Corporations shall subject to the previously obtained sanction of the Corporations as to capital expenditure provided for in article eight hereof pay and fulfil the whole debts and liabilities of the Company outstanding at the said first day of August one thousand eight hundred and eighty-eight and shall free and relieve the Company therefrom save and except debts and obligations undertaken or incurred by the Company on revenue account. Among said debts and liabilities to be paid and fulfilled by the Corporations shall be included pensions or retiring allowances to officers or employes of the Company: Provided always that the said pensions shall be payable only during the respective lives of such officers or employes whose names and the amount of pensions payable to each are communicated in writing by the Company to the Corporations simultaneously with the execution of this agreement and the list of names and pensions to be so communicated shall be the list which shall fix and determine the pensioners and the sum payable to each as from the said first day of August one thousand eight hundred and eighty-eight and the whole amount shall not exceed the sum of one thousand one hundred and fifty pounds as at the date when such pensions shall begin to be payable by the Corporations: And provided further that it shall be lawful for the Corporations to continue the manager of the Company in an office similar to that which he now holds or to appoint him to such other office as may be mutually agreed to and to appoint the treasurer and statutory clerk of the Company to such offices as the Commissioners may see fit and that while and during the periods these officials may respectively hold the offices the retiring allowances provided for them respectively amounting in all conform to said list to nine hundred and sixty-five pounds shall be imputed towards the salaries attached to such offices respectively: Provided always that so long as the Commissioners shall be willing to employ the said manager, treasurer and statutory clerk or any of them in the manner above provided and at salaries not less than presently paid to any such officials the said officials shall not—in the event of their voluntarily leaving the service of the Commissioners for the purpose of entering on other service at higher remuneration in all than the salaries they may at the time be respectively receiving—be entitled to claim such pensions.

13. With reference to the said annuities of fourteen thousand pounds the same shall be computed from the date of transfer and shall be payable clear of all deductions except income or property tax by half-yearly instalments at Whitsunday and Martinmas commencing the first payment at Martinmas one thousand eight hundred and eighty-eight of a proportional part of said annuities for the period from the date of transfer until that date and payable the next payment at the term of Whitsunday one thousand eight hundred and eighty-nine for the half-year preceding and thereafter continuing termly and half-yearly with interest at the rate of five per cent. per annum during the non-payment. The said annuities shall be payable in perpetuity but subject to the condition that they may at any term of Whitsunday or Martinmas occurring after the year one thousand nine hundred and eight in the option of the

Corporations or of the Commissioners or trustees to be constituted as aforesaid be redeemed after three months' notice by paying to any holder an amount equal to twenty-eight and a half years' purchase of the annuity held by him in addition to the half-yearly sum which may be due at the term of redemption. The Corporations or Commissioners or trustees may if they think fit take powers in the Act to redeem the annuities by agreement with any annuitant at any time and to buy up annuities in the market.

14. By the Act of Parliament which is being applied for as aftermentioned the said annuities together with all interest which may become due thereon and expenses incident thereto shall be constituted preferential liens and burdens on the rents charges and revenues to be levied and received by the Commissioners for the supply of gas and the sale of residual products. All the annuities shall as regards such lien and burden rank *pari passu*. Further there shall be embodied in said Act an authority to and obligation upon the Corporations or Commissioners or trustees in the event of there being any deficiency of funds for payment of said annuities to assess and levy from time to time from the occupiers of all lands and heritages situate within the municipal boundaries of the city of Edinburgh and the burgh of Leith an assessment to be called the Gas Contingent Guarantee Rate which shall be sufficient to meet such deficiency with interest and expenses as aforesaid and which guarantee rate shall apply to the annuities and interest and expenses forming part of the purchase-price of the Company's undertaking. It is hereby provided that the Corporations shall be entitled to hold and regard the undertaking of the Company and the undertaking of the Edinburgh Gas Light Company after the date of transfer as one undertaking and the preferential lien and burden hereinbefore agreed to be constituted in favour of the holders of said annuities of fourteen thousand pounds shall thereupon be held to apply thereto and in like manner such preferential lien shall extend and apply also to the Edinburgh Gas Light Company to the like effect and so that neither Company nor the holders of annuities paid to either Company shall have any preference over the other but that each shall rank *pari passu*. The said preferential lien shall be subject always to any existing mortgage or other debts secured over and due by the Company at the date of transfer of the Company's undertaking and to the costs charges and expenses of and incident to carrying the transfers into effect and also the expenses of management maintenance and production and feu duties casualties ground annuals rates and taxes payable in respect of the undertaking or united undertaking.

15. The said annuities of fourteen thousand pounds shall be allocated among the shareholders of the Company according to the respective rights and interests of such shareholders in the aggregate amount of the capital of one hundred and fifty thousand pounds of the Company the intention being that the said annuities shall in all respects be substituted for and represent the shares in the Company and the several persons to whom the same shall be allocated as aforesaid shall take and hold them subject to the same powers provisions and liabilities as their respective shares in the capital of the Company are subject and liable to.

16. The whole expenses which may be incurred subsequent to the twenty-first day of June one thousand eight hundred and eighty-eight in connection

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with the transference of the undertaking as aforesaid and in connection with the Bill now being promoted by the Corporations in Parliament and the issuing of the said annuities shall be borne and paid by the Corporations or Commissioners or trustees.

17. This agreement is made subject to the approval of Parliament and in the event of Parliament making any material alteration of its terms and conditions it shall be in the option of either party to withdraw.

18. The Corporations undertake that the Bill which they are promoting in the present session of Parliament for transferring to and vesting in them or in Commissioners or trustees as aforesaid the undertaking of the Company and the undertaking of the Edinburgh Gas Light Company and for otherwise carrying this agreement and an agreement with the Edinburgh Gas Light Company into full force and effect shall inter alia contain clauses with reference to the said annuities of the nature hereinbefore specified and also regulations as to the certificates to be issued for the annuities and such other provisions relating thereto as may appear to the parties hereto to be necessary or expedient. The said Bill may also provide that on the incorporation and constitution of Commissioners or trustees such Commissioners or trustees may be substituted for and come in room of the Corporations in this agreement and in the Act to follow on the Bill.

19. The Corporations and the Company shall do their utmost to carry out this agreement and to obtain the requisite Parliamentary authority but if from any cause the Corporations should fail in obtaining legislative authority then the whole transaction between the Corporations and the Company shall be at an end and the Corporations shall have no liability to the Company beyond the costs which may be incurred by the Company as hereinbefore provided.

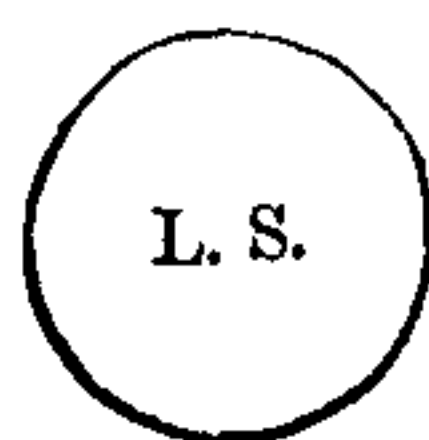
20. Every question or difference that may arise between the Corporations or either of them or Commissioners or trustees and the Company as to the construction or meaning of these presents or as to the performance or carrying out of the same by any of the parties or as to the terms or clauses of the said Bill now being promoted in Parliament as aforesaid so far as such clauses affect or may affect the Company (and so far as they may affect also the Edinburgh Gas Light Company that Company shall be entitled to be parties to the adjustment of clauses) or as to any other matter arising out of or connected with the subject of this agreement is hereby submitted and referred to the amicable decision of the Right Honourable John Blair Balfour, Q.C. M.P. whom failing Alexander Asher, Q.C. M.P. as sole arbiter whose decision shall be final and conclusive.

Lastly. The parties hereto consent to the registration hereof for preservation and execution. In witness whereof these presents partly printed and partly written consisting of this and the six preceding pages together with the marginal addition on page fifth hereof are under the declaration that the words "including said pensions" occurring in the fourth line counting from the bottom of page fourth were deleted before subscription subscribed in triplicate by the parties hereto as follows viz. By the Right Honourable Sir Thomas Clark Baronet Lord Provost and William Skinner writer to the signet town clerk both of the said city of Edinburgh in name and on behalf of the said lord provost magistrates and council of the said city at Edinburgh on the twenty-ninth

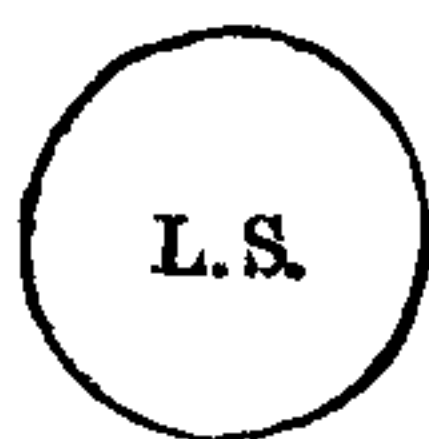
day of June one thousand eight hundred and eighty-eight before these witnesses David William Walker bachelor of law clerk to the said William Skinner and Alexander Macpherson principal council officer of the said city of Edinburgh and by Thomas Aitken esquire provost and Thomas Bryce Laing town clerk both of the said burgh of Leith and the seal of the said burgh impressed hereon for and on behalf of the said provost magistrates and council of the burgh of Leith at Leith on the day month and year last above-mentioned before these witnesses George Cameron Campbell depute town clerk of Leith and Andrew Cooke town officer there—all in virtue of authority granted them to that effect contained in a minute of meeting of the joint committee of the Corporations of Edinburgh and Leith acting with powers from the said Corporations of date the twenty-sixth day of said month and year last above-mentioned and by John Tawse esquire writer to the signet chairman of the said Edinburgh and Leith Gas Light Company Condie Stevenson Chalmers esquire merchant Leith deputy chairman of the said Company Archibald Ritchie Gillespie esquire merchant Leith Robert Burt Ranken esquire writer to the signet and George Bayley esquire writer to the signet directors of the said Company being five and a quorum of the said directors and the seal of the said Company affixed hereto for and in name and on behalf of the said Company—all in virtue of authority granted them to that effect contained in a minute of meeting of the said directors of date the twenty-seventh day of said month and year last above-mentioned at Edinburgh on the said twenty-ninth day of said month and year last above-mentioned before these witnesses William Duncan solicitor Supreme Courts of Scotland number one Heriot Row Edinburgh and James Dickson clerk to Messrs. Duncan and Hartley writers to the signet Edinburgh.

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D. W. WALKER Witness.
A. MACPHERSON Witness.
GEO. C. CAMPBELL Witness.
ANDREW COOKE Witness.



WM. DUNCAN Witness.
JAMES DICKSON Witness.



THOMAS CLARK Lord Provost.
WM. SKINNER Town Clerk.
THOMAS AITKEN Provost of Leith.
T. B. LAING Town Clerk of Leith.
JOHN TAWSE Chairman.
C. S. CHALMERS Deputy Chairman.
A. R. GILLESPIE Director.
R. B. RANKEN Director.
GEO. BAYLEY Director.

A.D. 1888.

SCHEDULE (C).

LIST OF MORTGAGE OR DEBENTURE DEBTS OF THE LEITH COMPANY.

No. of Mortgage.		£
1	James Bowman - - - - -	100
2-6	Sir Thomas Clark, Bart. - - - - -	500
7-22	The Tutors and Curators of James S. Combe and George S. Combe.	1,600
23-27	John Connell - - - - -	500
28-32	The Marriage Trustees of James Dunsmure, junior, and Caroline Margaret Birley.	500
33-34	Mrs. Mary Ferguson - - - - -	200
35-39	The Executors of Alexander Gardner - - - - -	500
40	Miss Eliza Lillie - - - - -	100
41-43	Frederick Thomas Linton - - - - -	300
44	Thomas Colville Lowes - - - - -	100
45-52	John McRae, M.D. - - - - -	800
53-54	Peter Miller - - - - -	200
55	The Marriage Trustees of John Bruce, younger of Sumburgh, Shetland, and Miss Mary Dalziel Scott.	100
56	Miss Helen Fairbairn Morham - - - - -	100
57	The Judicial Factor on the Trust Estate of the late Robert Ferguson.	100
58-62	Alexander Paxton - - - - -	500
63-70	Miss Dora Louisa Macdonald Ranken - - - - -	800
71-72	Mrs. Jessie Reid - - - - -	200
73-82	William Reid - - - - -	1,000
83-84	Miss Jessie Robb - - - - -	200
85-92	The Marriage Trustees of John Bruce, younger of Sumburgh, Shetland, and Miss Mary Dalziel Scott.	800
93-100	The Testamentary Trustees of the late Patrick Hunter Thoms, of Aberlennoe.	800
101-108	George Bayley - - - - -	800
109	James Bowman - - - - -	100
110-112	Sir Thomas Clark, Bart. - - - - -	300
113-121	The Marriage Trustees of the Rev. Robert Francis Colvin and the late Mrs. Helen Colvin.	900
122-123	John Connel - - - - -	200
124-126	The Marriage Trustees of James Dunsmure, junior, and Caroline Margaret Birley.	300
127	Agnes Anderson - - - - -	100
128	Thomas Colville Lowes - - - - -	100
129-130	Peter Miller - - - - -	200
131	Miss Helen Fairbairn Morham - - - - -	100
132	The Judicial Factor on the Trust Estate of the late Robert Ferguson.	100
133-141	John Reid - - - - -	900
142-161	Charles James Tennant Dunlop - - - - -	2,000
162-166	Robert Burt Ranken - - - - -	500
167-170	Miss Dora Louisa Macdonald Ranken - - - - -	400
171-176	The Marriage Trustees of John Bruce, younger of Sumburgh, Shetland, and Miss Mary Dalziel Scott.	600
177-200	The Testamentary Trustees of the late P. H. Thoms, of Aberlennoe.	2,400
		£20,000

SCHEDULE (D).

A.D. 1888.

PENSIONS TO OFFICERS AND EMPLOYÉES OF THE EDINBURGH COMPANY.

	£	s.	d.
Samuel Mulla (£50 per quarter) - - - - -	200	0	0
William Hunter (10s. per week) - - - - -	26	0	0
Robert Mitchell (workman) (20s. per week) - - - - -	52	0	0
Cameron Kemp (15s. per week) - - - - -	39	0	0
John Swan (24s. per week) - - - - -	62	8	0
David Campbell (£17 13s. per quarter) - - - - -	70	12	0
John Kippen Watson (£325 per quarter) - - - - -	1,300	0	0

SCHEDULE (E).

PENSIONS TO OFFICERS AND EMPLOYÉES OF THE LEITH COMPANY.

	£	s.	d.
John Reid (£25 per quarter) - - - - -	100	0	0
David Hook - - - - -	38	4	0
John Tait (18s. per week) - - - - -	46	16	0
Frederick Thomas Churchill Linton (£112 10s. per quarter) - - - - -	450	0	0
John Smith Gibb (£66 5s. per quarter) - - - - -	265	0	0
Andrew Dewar (£62 10s. per quarter) - - - - -	250	0	0

SCHEDULE (F).

1.—LANDS ON WHICH THE EXISTING GASWORKS AND GASHOLDERS OF THE EDINBURGH COMPANY ARE ERECTED.

	Imperial Measure.		
	A.	R.	P.
GASWORKS containing about - - - - -	4	2	0
An area bounded on the north by the North Back of Canon- gate; on the east partly by Tolbooth Wynd, and partly by properties entering from Millar's Close; on the south by houses and other buildings entering from the Canongate or Closes in the Canongate, and partly by Walker's Place; and on the west by New Street and Little Jack's Close.			

Imperial Measure.
A. R. P.

A.D. 1888. GASHOLDER STATION No. 1, containing about - - - 2 0 13

A triangular piece of land bounded on the north-west partly by a lane entering off Inverleith Row, and partly by the property, or reputed property, of Heriot's Hospital; on the east by the property, or reputed property, of Messrs. Morison and Gibb and others; and on the south by the Water of Leith.

GASHOLDER STATION No. 2, containing about - - - 1 1 39

An area situated at Meadowflat and bounded on the north-west by South Back of Canongate; on the north-east partly by Ritchie's Lane, and partly by a series of houses in said lane; on the south-east by Queen's Park; and on the south-west by property belonging, or reputed to belong, to Duncan Flockhart and Co., and others.

GASHOLDER STATION No. 3, containing about - - - 0 1 16

An area bounded on the north by North Back of Canongate; on the east by property entering from Campbell's Close and North Back of Canongate; on the south by property entering from Reid's Court and Lochend's Close; and on the west by Lochend's Close.

2.—LANDS ON WHICH THE EXISTING GASWORKS AND GASHOLDERS OF
THE LEITH COMPANY ARE ERECTED.

GASWORKS.

An area containing two acres and one-tenth part of an acre or thereby, imperial standard measure, bounded on the north by the North British Railway; on the east by the road which divides the Company's land from the property formerly known as the Glassworks and now belonging, or reputed to belong, to the Leith Heritages Company, Limited; on the south by Baltic Street; and on the west by the property, or reputed property, of the Marquess of Lothian.

GASHOLDER STATION No. 1.

An area containing two acres or thereby, imperial standard measure, bounded on the north by the North British Railway; on the east by the property, or reputed property, of Messrs. William Taylor and Company; on the south by lands belonging, or reputed to belong, to Mr. Scott; and on the west by Broughton Road.

GASHOLDER STATION No. 2.

An area containing two acres or thereby, imperial standard measure, bounded on the north by the Water of Leith; on the east by Canonmills Bridge; on the south by Brandon Terrace and Glen Ogle Road; and on the west by the property, or reputed property, of Messieurs William Younger and Company.

SCHEDULE (G).

A.D. 1888.

FORM OF GAS ANNUITY CERTIFICATE.

EDINBURGH AND LEITH CORPORATIONS GAS.

No.

This is to certify that A. B. (name and designation) is entitled to receive from the Commissioners appointed under the Edinburgh and Leith Corporations Gas Act, 1888, an annuity of pounds, payable by equal half-yearly portions, on the day of and day of in each year, beginning the first payment thereof on the day of , one thousand eight hundred and eighty , for the half-year preceding, and so forth thereafter, and which annuity is, subject to the provisions of the Act, preferably secured on the rates, rents, charges and other revenues to be levied and received by them for the supply of gas and the sale of residual products and with the privileges conferred by the said Act.

Dated this day of one thousand eight hundred and

(To be signed by the chairman or president and one other Commissioner, and by the clerk and treasurer, and to have the corporate seal affixed.)

MEMORANDUM.—By virtue of the provisions of the above Act the annuity hereby secured may, in the option of the Commissioners, be redeemed by them on three months' notice at any term of Whitsunday or Martinmas occurring after the year one thousand nine hundred and eight, at the price of twenty-eight and a half years' purchase thereof.

SCHEDULE (H).

FORM OF TRANSFER OF GAS ANNUITY CERTIFICATE.

I, A. B. (name and designation), in consideration of the sum of pounds [or other consideration as the case may be] paid to me by C. D. (name and designation), do hereby transfer to the said C. D., and his executors, administrators, or assignees, the annuity of pounds, No. [as the case may be] of the Edinburgh and Leith Corporations Gas Annuities, created under and by virtue of the Edinburgh and Leith Corporations Gas Act, 1888, now standing in my name in the books of the Commissioners appointed under the said Act, with the rights and privileges, and subject to the conditions and provisions specified in the said Act: And I, the said C. D., do hereby agree to hold the said annuity, subject to the same conditions and provisions. In witness whereof [insert testing clause according to the form of the law of Scotland, if executed in Scotland; and if executed in England, or elsewhere, the form of attestation used in England].

A.D. 1888.

SCHEDULE (I).

FORM OF MORTGAGE.

EDINBURGH AND LEITH CORPORATIONS GAS MORTGAGE.

MORTGAGE No. £

By virtue of the Edinburgh and Leith Corporations Gas Act, 1888, we, the Edinburgh and Leith Corporations Gas Commissioners, in consideration of the principal sum of [specify amount] paid by [name and designation of mortgagee] to us, for the purposes of the said Act, do hereby, subject to the provisions of the said Act, grant and assign to the said [name of mortgagee] and his executors, administrators and assignees [or as the case may be] the rates, rents, charges and other revenues to be levied and received by us under the powers and provisions of the said Act, to hold to the said [name of mortgagee] and his forebears, until the said principal sum and the whole interest due thereon, at the rate of per centum per annum, shall be fully paid and satisfied; and it is hereby stipulated that the said principal sum shall be repayable on the [date] or shall thereafter, in virtue hereof, remain as a loan to us until the expiration of such further term of years and at such rate of interest as shall be specified in a minute or minutes to be endorsed hereon, and signed by the clerk and treasurer to us, the said Commissioners, and which minute or minutes are hereby declared and shall be held to be valid and binding, though they may be neither holograph of the said clerk or treasurer, nor tested; and we, for and in respect of interest on the said principal sum to the date of repayment first above-mentioned, shall pay the several sums contained in the [state number] interest warrants, bearing the number and date hereof and delivered herewith, at the several times mentioned in such respective warrants, upon delivery to the treasurer to us, the said Commissioners, of the same respectively, and such delivery shall be a sufficient receipt and discharge to us for the contents of such warrants; declaring that the said mortgagee and his forebears shall not be entitled to make, and that we shall not be bound to recognise or register any partial assignation of these presents or of the sums of money, principal or interest, herein contained, and that we shall not be liable for any expenses that may be incurred by the said mortgagee or his forebears for or in relation to the preparation, revision, adjustment or execution of this mortgage, or of any discharge, renunciation, release, assignation or minute of postponement or renewal thereof. In witness whereof [testing clause according to law of Scotland].

(To be signed by the chairman or president and one other Commissioner, and by the clerk and treasurer, and to have the corporate seal affixed.)

FORM OF TRANSFER OF MORTGAGE.

A.D. 1888.

I [name and designation of mortgagee], in consideration of the sum of [specify amount], paid to me by [name and designation of transferree], do hereby transfer to the said [name of transferree], and his executors, administrators and assignees [or as the case may be], the within mortgage, together with the interest thereon, from and after the [date from which transferree is to be entitled to the interest], and all my right and interest in and to the principal money thereby secured, and interest thereon as aforesaid, and in and to the subjects and others thereby assigned. In witness whereof [testing clause according to the law of Scotland].

FORM OF INTEREST WARRANT.

EDINBURGH AND LEITH CORPORATIONS GAS.

MORTGAGE No. , dated 188 .

Interest Warrant,

For	pounds,	shillings and	pence.
Less Income Tax	- -	£ : :	
		£ : :	

Payable on 18
At the

(To be signed by a Commissioner and by the clerk and treasurer.)

SCHEDULE (J).

FORM OF DISCHARGE.

Received from the treasurer to the Edinburgh and Leith Corporations Gas Commissioners, acting on their behalf, the sum of being the principal sum contained in the within mortgage (all interest due thereon having been previously paid), and the said mortgage is now delivered up as paid.

Dated this day of
one thousand eight hundred and

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