

ANNO DUODECIMO & DECIMO TERTIO

VICTORIÆ REGINÆ.

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CAP. CVIII.

An Act to amend the Joint Stock Companies Winding-up Act, 1848. [1st *August* 1849.]

WHEREAS it is expedient to amend as after mentioned the Joint Stock Companies Winding-up Act, 1848: Be it enacted by the Queen's most Excellent Majesty, by and with the Advice and Consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the Authority of the same, That, notwithstanding anything in the said Act contained importing a more limited Application thereof, the same shall apply to all Partnerships, Associations, and Companies whereof the Partners or Associates are not less than Seven in Number, whether incorporated or unincorporated, and whether formed or subsisting before or after the passing of the said Act or this Act, other than and except Railway Companies incorporated by Act of Parliament, to which Companies such Act shall not apply: Provided always, that upon the Hearing of any Petition for the Dissolution of any such Partnership, Association, or Company, the Court shall, in considering the Necessity or Expediency of any such Dissolution, or the Terms or special Directions subject to which it may think fit to allow such

11 & 12 Vict. c. 45.

The 11 & 12 Vict. c. 45. to extend to all Partnerships, Associations, and Companies consisting of not less than 7 Members.

Dissolution, have regard to any Articles of Partnership or other Contract which shall be subsisting between the Members of such Partnership, Association, or Company: Provided nevertheless, that nothing herein contained shall affect the Jurisdiction of the Court of Stannaries in *Cornwall;* and that nothing in this Act nor in any Act herein referred to contained shall extend or be construed to extend to any Partnership, Association, or Company formed for the working of Mines on the Principle commonly called the Cost Book Principle, within the said Stannaries and Jurisdiction of the said Court, unless the Owner or Owners of One Tenth in Value of the Shares in any such Mine, as shall appear on the Cost Book, shall present a Petition to the Lord Chancellor or to the Master of the Rolls for the Dissolution and winding up, or for the winding up, of the Affairs of such Company, which Petition, and the Parties thereto, and all Proceedings thereupon, shall be subject to the Provisions of this Act and the Acts herein referred to; and that on such Petition being so presented, and Notice thereof being given to the Vice Warden by the Party petitioning, the Court of the said Vice Warden, and the Registrar and Officers thereof, shall cease from entertaining and dealing with any Cause touching such Mine, except so far as may be allowed and directed by Order of the Court of Chancery, in regard to any Cause then or to be thereafter brought in the Court of the said Vice Warden, or in regard to any Proceeding to be taken in furtherance of the said Petition and the Purposes of this Act and the Acts herein referred to; and that the said Vice Warden and Registrar, in taking such Proceedings, shall have all the Powers which any District Commissioner of the Court of Bankruptcy now has in any Matter which by virtue of this Act and the Acts herein referred to may be brought before him.

Petition for Dissolution, &c. to be advertised in Newspapers besides Advertisement in Gazette.

II. And be it enacted, That when any Petition for Dissolution and winding up, or for winding up, the Affairs of any Company, under the said recited Act, shall have been presented, every subsequent Petition relating to the Affairs of such Company shall be addressed to and marked for the same Judge, and such Petitions shall, in addition to the Advertisement thereof in the *London Gazette* or in the *Dublin Gazette* directed by the said Act, be advertised at least Seven clear Days before the hearing thereof, and once at least in Two *London* Daily Morning Newspapers, or in Two *Dublin* Daily Newspapers, (as the Case may be,) and also (in case the Head or only Office of the Company be not in *London, Westminster*, or *Southwark*, or in *Dublin*,) once at least in some Newspaper in general Circulation in the County, City, or Borough where the Head or only Office, or the last known Head or only Office of the Company, is or was situate, and such Advertisement may be in the Form or to the Effect set out

in the Schedule (A.) annexed to this Act; and every Contributory shall be entitled to be furnished by the Solicitor presenting any Petition with a Copy thereof within Twenty-four Hours after requiring the same, on paying at the Rate of Four-pence *per* Folio of Ninety Words for such Copy.

Petition for Dissolution, &c. may be verified by Affidavit.

III. And be it enacted, That every Petition for Dissolution and winding up, or winding up, may be verified by Affidavit annexed thereto, or subscribed at the Foot thereof, at the Time of presenting and filing the same, in the Form or to the Effect set out in the Schedule (B.) annexed to this Act; and that no Costs of any further or additional Affidavit in Verification shall be allowed, unless specially allowed by the Court.

On winding up on Suit, Court may order a Resort to the Act.

IV. And be it enacted, That the Provision in the said Act contained for empowering Her Majesty's High Court of Chancery in *England* and *Ireland* respectively, in any Decree or Order for the Dissolution of a Company or of any other Association or Partnership, as therein mentioned, to be made in any Suit then pending or thereafter to be instituted, and also, by any Order to be made after a Decree for the Dissolution of a Company, Association, or Partnership in any such Suit, to order that the Affairs of such Company, Association, or Partnership should be wound up under the Provisions of the said Act, and that the Costs of winding up the same should be paid and recovered according to the Provisions of the said Act, and for that Purpose to give Directions as therein mentioned, any Decree or Order so to be made to be deemed, if the said Court should so direct, an Order absolute under the said Act, shall extend in all respects to any Decree or Order of the Court for or relating to the winding up of the Affairs of any such Company, Association, or Partnership as therein mentioned made in any Suit now pending or hereafter to be instituted, and also to any Order made after a Decree for or relating to the winding up of the Affairs of a Company, Association, or Partnership in any such Suit.

Extension of Provision as to Official Managers Sureties; Withdrawal, Increase, or Diminution of Security; vacating of Recognizances.

V. And be it enacted, That it shall be lawful for the Master for the Time being acting in the winding up of any Company under the said Act in respect of which an Official Manager has been or shall be appointed, if he think fit so to do, from Time to Time to allow any Surety of such Official Manager to withdraw from his Suretyship, or to become bound in a smaller Sum, from Time to Time, upon his procuring another Surety or Sureties to become bound in a competent Amount, and also to allow any Surety from Time to Time to become bound in a larger Sum, and to direct any new Recognizances to be entered into accordingly; and also that it shall be lawful for the Master, in

in any Case arising under the present Provision, and also upon the Death, Bankruptcy, or Insolvency of any Surety, and the Appointment of any new Surety in his Place, to order any Surety's Recognizance to be vacated: Provided always, that nothing herein contained shall authorize the Master at any Time to allow the total Amount of the Recognizances of all the Sureties of any Official Manager for the Time being to fall short of the Sum in which such Official Manager is bound.

Remuneration of Official Manager to be fixed by Master according to the Scale herein mentioned.

VI. And be it enacted, That, notwithstanding the Provision in the said Act contained for empowering the Court to allow, increase, or diminish from Time to Time the Salary or Remuneration of the Official Manager, it shall be lawful for the Master to exercise the said Powers and Discretions so given to the Court, and that whether as respects any Official Manager already appointed or hereafter to be appointed: Provided always, that such Salary or Remuneration shall not, if it be by Per-centage, unless the Court otherwise direct, exceed (in addition to any Allowances or Salaries to Clerks or Officers employed by such Official Manager in or about the winding up of the Company, such Allowance or Salary to be also fixed or approved by the Master) the Rates or Sums herein-after mentioned; that is to say,

In respect of all Monies arising from the Estate of such Company received by the Official Managers, and paid or divided among the Creditors or Contributories of the same under the Provisions of the said Act, which shall not exceed One hundred thousand Pounds, Five Pounds *per Cent.*;

In respect of all such further Monies which shall exceed One hundred thousand Pounds but shall not exceed Two hundred thousand Pounds, Four Pounds *per Cent.*;

And in respect of all further Monies so divided which shall exceed Two hundred thousand Pounds, Three Pounds *per Cent.*

Provisions as to Remuneration, &c. of Official Manager to apply to Provisional Manager.

VII. And be it enacted, That the Provision herein contained with respect to the Remuneration of an Official Manager, and the Provisions in the said Act contained with respect to passing the Accounts of the Official Manager, and the Inspection of his Books by the Contributories, and the Evidence of his Books, Accounts, and Documents, and all other the Powers and Duties of the Official Manager, shall apply in all respects to the Remuneration of any Interim or Provisional Manager to be appointed as in the said Act mentioned, and to the passing of his Accounts, and the Inspection of his Books, and the Evidence of his Books, Accounts, and Documents, and the Powers and Duties of the Interim or Provisional Manager.

VIII. And

Official Manager may endorse Bills and Notes, and raise Money on Security of Assets.

VIII. And be it enacted, That for better getting in the Estate of any Company in respect of which an Order absolute has been or shall be made under the said Act, and discharging the Debts thereof, and winding up the Affairs thereof, it shall be lawful for the Official Manager of such Company, under the Direction of the Master for the Time being acting in the winding up thereof, and on behalf of the Company, to draw, accept, make, and endorse any Bill of Exchange or Promissory Note, and also to raise upon the Security of the Assets of the Company from Time to Time such Sum or Sums of Money and in such Manner as the Master shall from Time to Time direct; and the drawing, accepting, making, or endorsing of every such Bill of Exchange or Promissory Note as aforesaid on behalf of the Company shall have the same Effect with respect to the Liability of such Company as if such Bill or Note had been drawn, accepted, made, or endorsed by such Company in the course of carrying on the Business thereof.

The Word "Contributory" to include alleged Contributories as respects the Attendance and Representation of Parties.

IX. And be it enacted, That the Word "Contributory" as used in the said Act or in this Act with respect to the Persons who are to attend the Proceedings before the Master, and to the Representation of Classes of Contributories, and to the Representation of Contributories being Minors or Lunatics, and to the Appointment by the Master of next Friends, Guardians, or Representatives, and with respect to determining and resolving Questions of Law or of Fact, or Matters in contest arising in or about the winding up of the Affairs of any Company, shall be taken to include alleged Contributories.

Authority of Official Manager where more than One appointed.

X. And be it enacted, That if more than One Official Manager of any Company shall have been or shall be appointed under the said Act, any One of the Official Managers so to be appointed shall have Power to bind and conclude his Co-Managers to the same Extent and in the same Manner in all respects as any One Assignee of the Estate and Effects of a Bankrupt has Power to bind and conclude his Co-Assignees.

Master may fix Remuneration of Official Manager's Solicitor.

XI. And be it enacted, That it shall be lawful for the Master to make or allow any Arrangement which he may think fit from Time to Time with respect to the Remuneration of any Attorney or Solicitor to be appointed by the Official Manager, and that such Remuneration may be either by way of Per-centage or otherwise; provided that such Remuneration, if it be by Per-centage, shall not, unless the Master shall otherwise specially direct, exceed (in addition to actual Payments) the Rates or Sums hereby authorized to be allowed to the Official Manager for his Salary or Remuneration.

Master may award Costs.

XII. And be it enacted, That the Costs of all Proceedings which shall take place in and about the winding up, as to which the Court shall have made no Order, shall be in the Discretion of the Master; and that it shall be lawful for the Master to award a single Sum or Fee for any Costs awarded by him, or otherwise to settle the Principle and the Scale of Fees upon or according to which such Costs shall be ascertained and settled.

Acts of Official Manager to be valid as respects Third Parties, though not approved of by Master.

XIII. And be it enacted, That all Acts and Things by the said Act or by this Act required or authorized to be done by the Official Manager, with the Leave or Approbation or under the Direction of the Master, shall, so far as respects the Safety and Protection of Debtors and other Persons not being Contributories of the Company, and not affected with Notice of any Fraud, be valid and conclusive, notwithstanding such Leave or Approbation have not been obtained or such Direction have not been given.

Bankrupt or Insolvent Contributories to be represented by their Assignees.

XIV. And be it enacted, That if any Contributory or alleged Contributory be a Bankrupt or Insolvent, he shall be entitled to attend by his Assignees, and in all Proceedings against his Estate under the said Act shall be sufficiently represented by such Assignees.

Master may adjourn Proceedings generally, or take up without Adjournment.

XV. And be it enacted, That, notwithstanding anything in the said Act contained, it shall be lawful for the Master to adjourn any Proceedings before him under the said Act without fixing any Time or Place, and to take up again and continue any Proceedings under the said Act from Time to Time, although the same have not been formally adjourned.

Master may dispense with Advertisements.

XVI. And be it enacted, That it shall be lawful for the Master, in such Cases as he thinks fit, to dispense with any Advertisements required by the said Act to be made of any Call or of any other Proceedings by or before the Master; provided that the said Master shall not dispense with the Advertisement of an intended Call or other Proceeding until he is satisfied that Notice has been given to each of the several Contributories intended to be included in such Call or affected by such Proceeding, that it is intended to include him therein or affect him thereby; and that, notwithstanding anything in the said Act contained, no Proceedings in any Action by a Creditor shall be stayed by reason that an Advertisement has not been published under the said Act requiring Creditors to come in and prove their Debts and Demands before the Master.

Master may review his Orders and Proceedings.

XVII. And be it enacted, That it shall be lawful for the Master from Time to Time to reconsider and review any Order or Proceeding

ing which may have been made by or may have taken place before him under the said Act, upon such Terms and in such Manner as he thinks fit.

List of Contributories, &c., as prepared by Official Manager, to be Evidence.

XVIII. And be it enacted, That, as between the Contributories or alleged Contributories, the Lists of Contributories, and all other Lists required by the said Act, as the same shall have been prepared by the Official Manager, and before the same shall have been settled by the Master, shall, except so far as the Master shall otherwise direct, be *primâ facie* Evidence of the Truth of all Matters therein contained and purporting to be therein recorded.

Master may require any Evidence to be given which might have been obtained in a Suit by the Company.

XIX. And be it enacted, That it shall be lawful for the Master, under the Powers of the said Act, to require any Evidence to be given or Discovery to be made before him respecting the Estate, Dealings, or Affairs of any Contributory or deceased Contributory of the Company, or respecting any other Matter in which the Company may be interested, and which might have been compelled or obtained in any Suit in Equity at the Instance or on the Behalf of the Company; and that any Person who shall be summoned before the Master for the Purpose of giving any such Evidence shall be deemed to be within the Provisions and Penalties of the said Act with respect to Witnesses.

District Commissioners of Bankruptcy, and County Court Judges in England, and Commissioners of Bankrupt and Assistant Barristers in Ireland, and in certain Cases Vice Warden or Registrar of Stannaries Court, to be Commissioners for receiving Evidence.

XX. And be it enacted, That the District Commissioners of the Court of Bankruptcy, and the Judges of the County Courts in *England* who sit at Places more than Twenty Miles from the General Post Office, and the Commissioners of Bankrupt and the Assistant Barristers and Recorders in *Ireland*, and in all Cases relating to Mines within the Jurisdiction of the Stannaries Court in *Cornwall* the Vice Warden or the Registrar of the said Court, shall be and they are hereby appointed Commissioners for the Purpose of taking and receiving Evidence under the said Act and this Act; and it shall be lawful for the Master, by any Order under his Hand, to refer the whole or any Part of the Examination of any Witnesses under the said Acts to any such Commissioner, although such Commissioner be out of the Jurisdiction of the Court by which the Order absolute was made; and every such Commissioner shall, in addition to any Power of summoning and examining Witnesses, and requiring the Production or Delivery of Documents, and certifying or punishing Defaults by Witnesses, which he might lawfully exercise as a District Commissioner of the Court of Bankruptcy, Judge of a County Court, Commissioner of Bankrupt, Assistant Barrister, or Recorder, or as the Vice Warden or the Registrar of the Stannaries Court, have and exercise, in the Matter so referred to him, all the same Powers of summoning and examining Witnesses, and requiring the Pro-

Production or Delivery of Documents, and certifying or punishing Defaults by Witnesses, and allowing Costs and Charges to Witnesses, as are given by the said Act or this Act to any Master charged with the winding up of any Company under the same; and the Examinations so to be taken shall be returned to the Master as he shall direct.

Master may order the Examination of Persons in Scotland, whether Contributories to the Company or not, as to the Estate, Dealings, &c. of or with such Company.

XXI. And be it enacted, That it shall be lawful for the Master, by any Order under his Hand, to direct the Examination in *Scotland* of any Person within *Scotland*, whether a Contributory of the Company or not, in regard to the Estate, Dealings, or Affairs of such Company, or in regard to the Estate, Dealings, or Affairs of any Person, being a Contributory of the Company, so far as the Company may be interested therein in respect of his being such Contributory; and such Order shall be directed to the Sheriff of the County in which the Person to be examined shall reside or be for the Time; and the Sheriff shall summon such Person to appear before him at such Time and Place as shall be specified in the Summons, for Examination upon Oath as a Witness or as a Haver, and to produce the Books, Papers, Deeds, or Documents called for which may be in his Possession or Power, and the Sheriff may take such Examination either orally or upon written Interrogatories, and shall report the same in Writing in the usual Form to the Master, and shall transmit with such Report the Books, Papers, Deeds, or Documents produced, if the Originals thereof shall be required and specified by the Order, or otherwise such Copies thereof or Extracts therefrom authenticated by the Sheriff as shall be necessary; and in case any Person so summoned shall fail to appear at the Time and Place specified, or appearing shall refuse to be examined or to make the Production required, the Sheriff shall proceed against such Person as a Witness or Haver duly cited and failing to appear, or refusing to give Evidence or make Production, may be proceeded against by the Law of *Scotland;* and the Sheriff shall be entitled to such and the like Fees, and the Witness shall be entitled to such and the like Allowances, as Sheriffs when acting as Commissioners under Appointment from the Court of Session, and as Witnesses and Havers, are entitled to, in the like Cases, according to the Law and Practice of *Scotland:* Provided always, that if any Objection shall be stated to the Sheriff by the Witness, either on the Ground of his Incompetency as a Witness, or as to the Production required to be made, or on any other Ground whatever, it shall be competent for the Sheriff, if he shall think fit, to report such Objections to the Master, and to suspend the Examination of such Witness until such Objection shall be disposed of by the Master.

Witnesses summoned before

XXII. And be it enacted, That any Person summoned as a Witness before any Commissioner under this Act shall be deemed to be in

in all respects within the Provisions and Penalties of the said recited Act with respect to Witnesses; and that all Costs and Expenses of and incident to any Commission, or any Examination before any Commissioner, under this Act, shall be in the Discretion of the Master, and shall be in all respects within the Provisions of the said Act as to the Costs of winding up the Affairs of any Company.

Commissioners to be within Provisions, &c. of Act, and Costs to be Costs in the winding up.

XXIII. And be it enacted, That any Summons of a Witness to be made by the Master or any Commissioner under this or the said recited Act in *England* shall be valid and effectual, and shall be enforceable in *Ireland*, and that any such Summons so made in *Ireland* shall be valid and effectual in *England*.

Summonses from England to be good in Ireland, and vice versâ.

XXIV. And be it enacted, That any Affidavit, Affirmation, or Declaration which shall require to be sworn or made under the Provisions or for the Purposes of this or the said recited Act shall and may be lawfully sworn in *Great Britain* or *Ireland*, or in any Colony, Island, Plantation, or Place under the Dominion of Her Majesty in Foreign Parts, before any Court, Judge, or Person lawfully authorized to take and receive Affidavits, Affirmations, or Declarations in such Country, Colony, Island, Plantation, or Place respectively, or before any of Her Majesty's Consuls or Vice Consuls in any Foreign Parts out of Her Dominions, and that all Courts, Judges, Justices, Masters, Commissioners judicially acting, and other Officers in any Parts of Her Majesty's Dominions, shall take judicial Notice of the Seal or Signature (as the Case may be) of any such Court, Judge, Person, Consul or Vice Consul, attached, appended, or subscribed to any such Affidavit or Declaration, or to any other Document to be used for the Purposes of this Act.

Affidavits, &c. may be sworn in Ireland, Scotland, or the Colonies, before any competent Court or Person.

XXV. And be it enacted, That, notwithstanding anything in the said Act contained, no Deed of Grant by the Official Manager shall require to be approved or certified by the Master, unless the Parties differ about the same.

Official Manager not to be settled by Master, unless Parties differ.

XXVI. And be it enacted, That, notwithstanding anything in the said Act contained, it shall be sufficient, in any Notice to be given to any Person included in or proposed to be excluded from the List of Contributories, or in any Variation therein or Addition thereto, to state for what Interest such Person is included or excluded, specifying the Amount of the Interest for which any such Person is included therein, without specifying the Number of Shares or the Amount of such Shares.

In Notices of Inclusion in or Exclusion from List of Contributories, sufficient to state for what Interest Party is included or excluded.

XXVII. And be it enacted, That the Power by the said Act given to Contributories to summon any other Person to show Cause why his

Powers of Inclusion or Exclusion

may be exercised so long as any Shares remain unadjudicated upon.

his Name should not be included in or specially excluded from the List, and the Power of the Master to declare such Person included in or excluded from the List, shall and may be exercised from Time to Time so long as the List has not been wholly settled, although the Person so to be summoned have been already included or specially excluded (as the Case may be) as respects any other Share or Interest in the Company than the Share or Interest in respect of which he is proposed to be included in or specially excluded from the List.

Repeal of Section 84. of 11 & 12 Vict. c. 45.

Master to make Calls on Contributories for the Time being on the List, and to have regard to any probable Default of Payment.

XXVIII. And be it enacted, That so much of the said recited Act as is contained in the Section thereof numbered Eighty-four in the Copy of the said Act printed by the Queen's Printer shall be and the same is hereby repealed; and in lieu thereof, that, when the Master shall think proper to raise any Money by means of a Call, he shall make such Call from Time to Time upon the Contributories of the Company, or any of them, appearing for the Time being on the List of Contributories, although it may then be under Consideration, or uncertain, whether other Persons ought or ought not to be included in the List; and in making any such Call it shall be lawful for the Master to fix such an Amount *per* Share for the same as shall in his Judgment be likely to supply and bring in the whole Sum for the Time being intended to be raised, after taking into consideration the Probability that some of the Contributories upon whom the said Call shall be made should partly or wholly fail to pay their respective Proportions of the same.

Official Manager may compound Claims, &c. of unascertained Amount.

XXIX. And be it enacted, That the Power by the said Act given to the Official Manager to give Time, or compound, or take Security for or to abandon any Balance or Claim as against any of the Contributories of the Company, shall be deemed to extend to any Claim of doubtful or unascertained Amount, including the Liability of any Contributory to any future Calls or Contributions.

Official Manager may prove against Estate of bankrupt or insolvent Contributories, &c., and receive Dividends.

If Creditors of the Company also prove the Dividends payable to the Official Manager

XXX. And be it enacted, That where any Contributory of the Company is a Bankrupt or Insolvent, it shall be lawful for the Official Manager to prove in the Matter of such Bankruptcy or Insolvency for any Balance ordered by the Master to be proved against the Estate of such Contributory, and to take and receive Dividends in respect of such Balance in the Matter of the Bankruptcy or Insolvency as a separate Debt due from such Bankrupt or Insolvent, and rateably with the other separate Creditors: Provided always, that if any Creditors of the Company, not being such Petitioning Creditor under the Fiat as after mentioned, shall have proved or shall prove against the Estate of such bankrupt or insolvent Contributory in respect of any Debt due from the Company, then the Dividends received by the Official Manager from the Estate

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of such bankrupt or insolvent Contributory shall be paid and distributed by the Official Manager, under the Direction of the Master, in the first instance, rateably amongst the Creditors of the Company so proving against the Estate of such bankrupt or insolvent Contributory as aforesaid, until the Debts due to such Creditors respectively be fully paid, and, subject thereto, such Dividends shall be applied by the Official Managers towards the general Purposes of the winding up of the Affairs of the Company: Provided also, that in case any such Fiat shall have been issued on the Petition of a joint Creditor of the said Company in respect of his joint Debt, and he shall have proved such joint Debt for the Purpose of receiving Dividends under such Fiat, then any Dividends paid to such Petitioning Creditor under such Proof shall be set against the Dividends payable to such Official Manager in respect of the Proof so made by him as aforesaid, so far as the same will extend.

Dividends are to go amongst those Creditors.

If any such Creditor be the Petitioning Creditor under the Fiat, the Dividends received by him are to be set against Dividends payable to the Official Manager.

XXXI. And be it enacted, That it shall be lawful for the Masters, in directing any Issue or Question of Fact to be decided by a Jury under the Powers of the said Act, to determine whether such Issue or Question shall be decided by a Common or by a Special Jury; and that it shall also be lawful for the Master to direct a new Trial of any such Issue or Question; and also that it shall be lawful for the Master to require any Contributories or alleged Contributories to interplead before him in any Question of Liability or other Matter in difference between such Contributories or alleged Contributories in which the Company is interested, or which is necessary to be determined in order to the complete winding up thereof, and thereupon to decide the same.

Masters to have Powers to order Special Juries, new Trials, and Interpleaders.

XXXII. And be it enacted, That it shall be lawful for the Master in any Proceeding before him to make any Alteration in the Lists of Contributories or in the Accounts of the Company, or to make any other Order which may seem to him just as respects Parties present before him, although the same may vary from the Notice, if any, which may have been given with respect thereto.

Master may make Orders in the Presence of the Parties, though varying from the Notice.

XXXIII. And be it enacted, That no Notice of Motion for a Rehearing before the Lord Chancellor of *Great Britain* or *Ireland* respectively of any Order of the Master of the Rolls in *England* or *Ireland*, or of any of the Vice Chancellors in *England*, under the said Act or this Act, shall be given after the Expiration of Three Weeks after the Order complained of shall have been made.

Rehearings not to be moved for after Three Weeks.

XXXIV. And be it enacted, That where any Appeal shall be brought or Rehearing moved for under the said Act or this Act it shall

Order need not be reversed on

Appeal for Want of Form only.

shall not be incumbent on the Court before which such Appeal is brought or Rehearing moved for to reverse the Order or other Proceeding complained of for Want of Form only, nor unless such Court be of opinion that the substantial Merits of the Case require such Reversal.

Per-centage to be taken in lieu of Fees to Suitors Fee Fund.

XXXV. And be it enacted, That in lieu of all Fees to be received or charged in aid of the Suitors Fee Fund in respect of any Proceedings, Orders, or other Matters under the said Act or this Act, the Interim or Provisional Manager or the Official Manager of any Company the Affairs of which shall be wound up under the said Act shall pay into the Bank of *England*, with the Privity of the Accountant General of Her Majesty's High Court of Chancery in *England* or *Ireland* respectively, to be there placed to the Credit of the Suitors Fee Fund Account, such Amount by way of Per-centage as shall be certified by the Master upon the Monies received by the Official Manager, and paid or divided amongst the Creditors or the Contributories of such Company in winding up the Affairs thereof, not exceeding the Sums following; that is to say,

Upon the first Monies so paid and divided, not exceeding Fifty thousand Pounds, the Sum of Ten Shillings *per* One hundred Pounds:

Upon all further Monies above Fifty thousand Pounds and not exceeding One hundred thousand Pounds, so paid and divided, the Sum of Five Shillings *per* One hundred Pounds:

Upon all further Monies above One hundred thousand Pounds and not exceeding Two hundred thousand Pounds, so paid and divided, the Sum of Three Shillings and Four-pence *per* One hundred Pounds:

Upon all further Monies exceeding Two hundred thousand Pounds, so paid and divided, the Sum of One Shilling and Three-pence *per* One hundred Pounds:

Provided always, that it shall be lawful for the Lord Chancellor of *Great Britain* or the Lord Chancellor of *Ireland*, by such Rules or Orders as herein-after mentioned, to alter and vary from Time to Time the Rates herein specified.

As to Omission of Christian Names in Notices, Pre-payment and Return of Letters sent by the Post.

XXXVI. And be it enacted, That no Service under the said Act shall be deemed invalid by reason of the Christian Name or any of the Christian Names of the Person upon whom Service is sought to be made having been omitted, or designated by initial Letters, in the List of Contributories, or in the Summons, Notice, Order, or other Document wherein the Name of such Contributory is contained, if the Court or Master be satisfied that such Service has been in other respects sufficient; and that any Summons, Notice, Order, or other Document sent by Post shall be pre-paid, except so far as the Rules

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of the Post Office shall not allow of Pre-payment; and that in proving any such Service by Post it shall not be necessary to show that the Document was not returned.

Extension of Lord Chancellors Power to make Rules and Orders.

XXXVII. And be it enacted, That the Powers by the said Act given to the Lord Chancellor of *Great Britain* and the Lord Chancellor of *Ireland* respectively, with such Advice and Consent as therein mentioned, of making, varying, and discharging Rules and Orders for the Objects therein mentioned, shall extend to authorize and empower the said Lord Chancellors respectively, with the like Advice and Consent as in the said Act mentioned, to make all such Rules and Orders as from Time to Time shall seem necessary or expedient for better carrying into effect the Purposes of the said Act or of this Act, by Her Majesty's High Courts of Chancery in *England* and *Ireland* respectively, and from Time to Time to alter, vary, and discharge any such Rules or Orders.

Act to be Part of Joint Stock Companies Winding-up Act, 1848.

XXXVIII. And be it enacted, That this Act shall be taken and construed (so far as practicable) as a Part of the said Joint Stock Companies Winding-up Act, 1848.

Short Title.

XXXIX. And be it enacted, That in citing this Act in other Acts of Parliament, and in legal Instruments and in legal Proceedings, it shall be sufficient to use the Expression "The Joint Stock Companies Winding-up Amendment Act, 1849."

Act not to apply to Scotland.

XL. And be it enacted, That this Act shall not apply to *Scotland*, except so far as by this Act or by the said Joint Stock Companies Winding-up Act, 1848, is specially provided.

Act may be amended, &c.

XLI. And be it enacted, That this Act may be amended or repealed by any Act to be passed in this Session of Parliament.

SCHEDULES to which the foregoing Act refers.

SCHEDULE (A.)

Advertisement in Newspapers of Petition for Dissolution and winding up, or winding up.

In the Matter of the Joint Stock Companies Winding-up Acts, 1848 and 1849, and of the Company.

NOTICE is hereby given, That a Petition for the Dissolution and winding up [*or* for the winding up, *as the Case may be,*] of the above-named Company was, on the Day of 184 , presented to the Lord Chancellor [*or* Master of the Rolls, *as the Case may be, specifying whether in England or Ireland*], by [*Names of the Petitioner or Petitioners*], and that it is expected such Petition will be heard before the [Master of the Rolls, *or* the Vice Chancellor, *as the Case may be, specifying the Name or Title of the Vice Chancellor*], on the Day of 184 , and any Person desirous to oppose the making of an Order absolute for the Dissolution and winding up [*or* winding up, *as the Case may be,*] of the said Company under the said Acts should appear at the Time of hearing, by himself or his Counsel, for that Purpose, and a Copy of the Petition will be furnished to any Contributory of the said Company requiring the same by the undersigned, on Payment of the regulated Charge for the same.

A. B., *or C.* and *D.*, Solicitors for the Petitioners [*adding their Place of Business*].

SCHEDULE (B.)

Affidavit verifying Petition for Dissolution and winding up, or winding up.

In the Matter of the Joint Stock Companies Winding-up Acts, 1848 and 1849, and of the Company.

I *A.B.*, the Petitioner in the above-written [*or* annexed, *as the Case may be,*] Petition, make Oath and say, That so much of the

above-written [*or* annexed, *as the Case may be,*] Petition as relates to my own Acts and Deeds is true, and so much thereof as relates to the Acts and Deeds of any other Person I believe to be true.

Sworn, *&c.*

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Printers to the Queen's most Excellent Majesty. 1849.