

either of them to repurchase from Gray except for the benefit of their cestui que trustent, and therefore the contract between Gray and Delves was void and could not be enforced.

**COMPANY—DIRECTOR — PROSPECTUS — NON-DISCLOSURE IN PROSPECTUS OF MATERIAL CONTRACT—COMPANIES ACT 1867 (30 & 31 VICT. C. 131) S. 38—(2 EDW. 7, C. 15 (D.))—WAIVER CLAUSE.**

*Watts v. Bucknall* (1902) 2 Ch. 628, was an action brought against a director of a joint stock company to recover damages for the omission to disclose in the prospectus of the company material contracts entered into by or on behalf of the company prior to the issue of the prospectus, as required by s. 38 of the Companies Act 1867, (see 2 Edw. 7, c. 15, s. 34 (D.)). The defendant denied knowledge of the contracts omitted and also relied on a waiver clause in the prospectus whereby it was stipulated that intending shareholders should waive all claims for the prospectus not more fully complying with s. 38. Byrne, J., who tried the action, held that a plea of ignorance on the part of the defendant could only be successfully maintained if the facts established that the prospectus was a document for which he was not responsible; and that his omission to make enquiry as to the truth of statements contained in it, and relying on others, was no ground for relieving him from liability on that ground. He was also of opinion that the waiver clause was inoperative because it did not fairly disclose what was the nature of the rights which intending shareholders were thereby required to waive.

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Angus McGillivray, of Antigonish, Nova Scotia, Barrister-at-law, has been appointed Judge of the County Court of District No. 6, in the said Province of Nova Scotia, in the room of His Honour Angus McIsaac, deceased; and Robert Hill Myers, of Minnedosa, Manitoba, Barrister-at-law, has been appointed Judge of the County Court for the Eastern Judicial District, Manitoba, in the room of Hon. Jas. S. P. Prendergast, appointed a Judge of the Supreme Court of the North-West Territories.